

CELEBRUS TECHNOLOGIES PLC

(Incorporated and registered in England and Wales with registered number 01892751)

**Form of proxy for use by holders of Ordinary Shares at the
Annual General Meeting to be held at Elmbrook House,
18-19 Station Road, Sunbury-on-Thames, TW16 6SB
on Thursday 8th August 2024 at 09.00 BST**

Please use a black pen. Mark with an X inside the box.

I/we the undersigned, being (a) member(s) of Celebrus Technologies plc, hereby appoint the Chair of the meeting or as my/our proxy in respect of the number of shares held by me/us shown below to exercise all or any of my/our rights to attend, speak and vote in respect of my/our voting entitlement* on my/our behalf at the Annual General Meeting of Celebrus Technologies plc to be held at Elmbrook House, 18-19 Station Road, Sunbury-on-Thames, TW16 6SB on Thursday 8th August 2024 at 09.00 BST, and at any adjourned meeting.

No. of shares in respect of which the proxy is appointed *

* Please leave the above box blank if you wish to appoint the proxy in respect of all your shares.

Please tick here if this proxy appointment is one of multiple appointments being made.*

* For the appointment of more than one proxy, please refer to Explanatory Notes 2 and 4 below.

The proxy will vote on the following resolutions as indicated by the "X" below:-

Ordinary Business:

1. To receive and adopt the Directors' Reports and Accounts for the year ended 31st March 2024 and the Auditors' Reports thereon
2. To approve the Directors' Report on Remuneration
3. To declare a final dividend of 2.23 pence per Ordinary Share
4. To re-appoint as a Director Thomas Kevin Skelton, Jr
5. To re-appoint as a Director Peter Frederick Whiting
6. To re-appoint haysmacintyre LLP as Auditors of the Company, and to authorise the Directors to fix their remuneration

**For Against Vote
withheld**

Special Business:

7. To authorise the Directors to allot shares
8. To authorise the Directors to allot (and sell treasury) shares for cash (disapplying pre-emption rights)
9. To authorise the Directors to purchase own shares

I/We would like my/our proxy to vote on the resolutions proposed at the Meeting as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Name of Shareholder

Address

.....

Account Name/ Number (if any)

Date:

Signed:

Notes:

(1) To be valid this form of proxy must be returned by e-mail to investors@celebrus.com or deposited with the Company at Elmbrook House, 18-19 Station Road, Sunbury-on-Thames, Middlesex TW16 6SB not less than 48 hours before the time for holding of the meeting.

(2) Every holder has the right to appoint some other person(s) as his proxy to exercise all or any of his rights, to attend, speak and vote on his behalf at the meeting. **In order to exercise such rights, the proxy must be in personal attendance at the meeting; the Board therefore recommends that you appoint the chair of the meeting as your proxy in order to ensure that proxy votes may be counted on a poll. All votes at the meeting shall be taken on a poll.**

(3) If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the first box the number of shares in relation to which he is authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account.)

(4) To appoint more than one proxy in respect of your registered shareholding, you may request additional copies of the relevant form by e-mailing investors@celebrus.com. Please indicate in the first box on each form the number of shares in relation to which the appointment is being made. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together.

(5) The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.

(6) Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at 18:30 BST on the day which is two days before the day of the meeting or adjourned meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to appoint a proxy to attend and vote at the meeting.

(7) In the case of a corporation this form of proxy must be under its common seal or under the hand of a duly authorised officer or attorney authorised in writing.

(8) In the case of joint holders who are both present either personally or by proxy, that one of them whose name stands first in the register of members shall alone be entitled to vote.

(9) If this form of proxy is signed by an attorney on your behalf the power of attorney must be deposited with the form of proxy.