

Proxy Card

Annual General Meeting 2023
18 May 2023 at 9:00 a.m.



Be a greener shareholder

If you receive shareholder communications by post, you can do your bit for the environment by not only reading our Annual Report 2022 online, but also by choosing to receive your voting instructions via email and voting electronically.

To sign up for this service please visit www.shareview.co.uk and click on "Register" under the "Portfolio" section.

Go online!

How to send your proxy voting instruction electronically

Even though you have received a paper version of your Proxy Form, you can still vote electronically. Visit www.sharevote.co.uk and follow the on-screen instructions.

Notice of Availability

The Company's Annual Report and Accounts for the financial year ended 30 November 2022 (the 'report and accounts') and the Notice of Meeting are available to view or download in the Investor Relations section of the Company's website at <https://www.musicmagpieplc.com/investors>.

The 2023 Annual General Meeting ('AGM') of musicMagpie plc will be held at One Stockport Exchange, Railway Road, Stockport SK1 3SW, on 18 May 2023 at 9:00 a.m.



Proxy Form

musicMagpie plc (the 'Company') Annual General Meeting 2023
18 May 2023 at 9:00 a.m.

Before completing this form, please read the explanatory notes overleaf.

Voting ID

Task ID

Shareholder Reference Number

If you wish you can register your vote electronically at www.sharevote.co.uk using the numbers above.

I/We, being (a) member(s) of the Company, hereby appoint the Chair of the meeting, or

in respect of the following number of shares: ALL or

as my/our proxy to attend, speak and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 9:00 a.m. on 18 May 2023 and at any adjournment thereof and direct him/her to vote on the resolutions set out in the notice of the Annual General Meeting or any other business at the meeting, including amendments to the resolutions.

Please tick here if this proxy appointment is one of multiple appointments being made. For appointing more than one proxy, please refer to explanatory note 3.

Ordinary resolutions

Please mark 'X' to indicate how you wish to vote

- To receive and adopt the Company's annual accounts for the financial year ended 30 November 2022
- To reappoint RSM UK Audit LLP as the Company's auditors.
- To authorise the Directors to determine the remuneration of the Company's auditors.
- To approve the Directors' Remuneration Report.
- To approve the Directors' remuneration policy.
- To re-elect Steve Oliver as a Director of the Company.
- To re-elect Martin Hellawell as a Director of the Company.

For	Against	Vote withheld
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

Special resolutions

Please mark 'X' to indicate how you wish to vote

- To re-elect Alison Littlely as a Director of the Company.
- To re-elect Dave Wilson as a Director of the Company.
- To re-elect Matthew Fowler as a Director of the Company.
- To authorise the Directors to exercise all powers of the Company to allot Relevant Securities.
- To authorise the Directors to disapply pre-emption rights.
- To authorise the Directors to disapply additional pre-emption rights.
- To authorise the Directors to make market purchases.

For	Against	Vote withheld
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

Signature or execution

Date

There is no need to affix a stamp if this form is posted within the UK. You may, if you prefer, write to Freepost RTHJ-CLLL-K8KU, Equiniti, Aspect House, Spencer Road, Lancing BN99 8LU, and enclose the form.

Explanatory notes

1. Please indicate by an 'X' in the spaces provided how you wish your votes to be cast. A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes for and against the resolution. If you do not indicate how your votes are to be cast the proxy will vote or abstain at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting, including a motion to adjourn.
If you wish to vote on a resolution with some shares 'For', some shares 'Against' and some shares as 'Vote withheld', please write the appropriate number of shares in the relevant box.
2. If you wish to appoint a proxy other than the Chair of the meeting, please delete the reference to the Chair and insert the name of your proxy in the space provided. If you leave this space blank, the Chair of the meeting will be appointed as your proxy. A proxy must attend the meeting in person to represent you.
3. If you wish to appoint more than one proxy, please contact the Company's Registrar, Equiniti Limited, on +44 (0)371 384 2030 please use the county code when calling from outside the UK. Lines are open 8:30 a.m. to 5:30 p.m., Monday to Friday (excluding public holidays in England and Wales). Alternatively, you may copy this proxy form. You must specify the number of shares in respect of which each proxy is appointed. Please also indicate by ticking the relevant box if the proxy appointment is one of multiple appointments being made. The total number of shares in respect of which you appoint proxies must not exceed the total number of shares held by you and any discrepancy may lead to one or all of your proxy appointments being invalid. No proxy may be authorised to exercise votes which any other proxy has been authorised to exercise. All proxy forms must be signed and should be returned together in the same envelope.
4. A proxy need not be a member of the Company and the appointment of a proxy will not preclude a member from attending and voting at the meeting.
5. In the case of a corporation this proxy must be under the common seal or under the hand of an officer or attorney duly authorised in writing. In the case of joint holders the vote of the senior who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the register of members (the first-named being the most senior).
6. To be effective this proxy, and any power of attorney or other authority under which it is executed, must reach the office of the Company's Registrar no less than 48 hours before the time appointed for holding the meeting or at any adjournment thereof.
7. Any alterations made to this proxy should be initialled.
8. Shareholders who wish to appoint a proxy or proxies electronically may do so through www.sharevote.co.uk where full instructions are provided. Shareholders will need the Voting ID, Task ID and Shareholder Reference Number as printed on their proxy form.
Alternatively, if already registered with Equiniti's online portfolio service, Shareview, shareholders can appoint their proxy electronically by logging on to their portfolio at www.shareview.co.uk using their ID and password. Once logged in, click 'View' on the 'My Investments' page, click on the link to vote and then follow the on-screen instructions.
9. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent (ID RA19) by the latest time(s) for receipt of proxy appointments specified in the Notice of Meeting. See the notes to the Notice of Meeting for further information on proxy appointment through CREST.



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