

PROXY CARD



Annual General Meeting 2022
19 May 2022 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 2021 online, but also by choosing to receive your voting instructions via e-mail 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 Form of Proxy, 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 2021 (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 2022 Annual General Meeting (AGM) of musicMagpie plc will be held at One Stockport Exchange, Railway Road, Stockport, SK1 3SW on 19 May 2022 at 9:00 a.m.

FORM OF PROXY

musicMagpie plc (Company) Annual General Meeting 2022
19 May 2022 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 chairman 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 19 May 2022 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 box here if this proxy appointment is one of multiple appointments being made. For appointing more than one proxy, please refer to Explanatory Note 3.

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

ORDINARY RESOLUTIONS

- To receive and adopt the Company's annual accounts for the year ended November 2021.
- To re-appoint 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 type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

ORDINARY RESOLUTIONS

- To re-elect Alison Litley as a director of the Company.
- To re-elect Dave Wilson as a director of the Company.
- To authorise the directors to exercise all powers of the Company to allot Relevant Securities.

For	Against	Vote	Withheld
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SPECIAL RESOLUTIONS

- 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 type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input 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 register 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 chairman of the meeting, please delete the reference to the chairman and insert the name of your proxy in the space provided. If you leave this space blank, the chairman of the meeting will be appointed 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 0371-384-2030 or +44 121 415 7047 from outside the UK. Lines are open 8.30am to 5.30pm, 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 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.



Freepost RTHJ-CLLL-KBKU
Equiniti
Aspect House
Spencer Road
LANCING
BN99 8LU