

# Itaconix plc (the “Company”)

## GENERAL MEETING PROXY FORM

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

I/We the undersigned, being (a) member(s) of the Company, HEREBY APPOINT the Chairman of the Meeting or ..... as my/our Proxy (see note 2 when appointing a person other than the chairman as proxy) to attend, speak and vote for me/us and on my/our behalf in respect of my/our shareholding of ..... ordinary shares at the general meeting of the Company to be held at the offices of Fieldfisher LLP, 9th Floor, Riverbank House, 2 Swan Lane, London EC4R 3TT at 11.00 a.m. on 22 February 2023 and at any adjournment thereof (“**General Meeting**”).

	For	Against	Vote withheld
<b>ORDINARY RESOLUTION</b>			
1. To authorise the directors of the Company pursuant to Section 551 of the Companies Act 2006 to allot shares, grant rights to, subscribe for or convert any security into shares in the Company			
<b>SPECIAL RESOLUTIONS</b>			
2. To authorise the directors of the Company generally pursuant to Section 570 of the Companies Act 2006 to disapply statutory pre-emption rights in respect of the allotment of equity securities			
3. To authorise the directors of the Company generally pursuant to Section 570 of the Companies Act 2006 to disapply statutory pre-emption rights in respect of the allotment of equity securities, otherwise than pursuant to Resolution 2			
4. To authorise the directors of the Company generally pursuant to Section 570 of the Companies Act 2006 to disapply statutory pre-emption rights in respect of the allotment of equity securities, otherwise than pursuant to Resolutions 2 and 3			

Dated this ..... day of .....2023      Signature(s) .....

Full name(s) in which shares are registered .....

PLEASE USE BLOCK LETTERS

## Notes to the Proxy Form

1. As a member of this Company you are entitled to appoint one or more proxies to exercise all or any of your rights to attend, speak and vote at the General Meeting. You can only appoint a proxy using the procedures set out in these notes.
2. The Chairman of the meeting shall act as a proxy unless another proxy is desired, in which case strike out “the Chairman of the Meeting or” and insert the full name of your proxy in the space provided above. A proxy need not be a member of the Company, but must attend the meeting in person. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that such person attends the meeting and is aware of your voting intentions. If you wish your proxy to speak on your behalf at the meeting you will need to appoint as your proxy someone other than the Chairman and instruct that person accordingly.
3. Please indicate with a cross in the appropriate box how you wish the proxy to vote. If you mark the box “Vote Withheld”, it will mean that your proxy will abstain from voting and, accordingly, your vote will not be counted either for or against the relevant resolution. If you fail to select any of the given options, the proxy can vote as he or she chooses or can decide not to vote at all. The proxy will act in his or her discretion in relation to any business other than that specified above arising at the meeting (including any resolution to amend a resolution or to adjourn the meeting).
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under the common seal or under the hand of an officer or attorney so authorised.
5. In the case of joint holders of a share, the vote of the first-named holder on the register of members (whether voting in person or by proxy) will be accepted to the exclusion of the votes of the other joint holders in respect of the joint holding. For this purpose, seniority shall be determined by the order in which the names of such holders stand in the register of members in respect of the joint holding.
6. This form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, should be returned so as to reach the Company’s registrar, Link Group, PXS 1, 10th Floor, Central Square, 29 Wellington Street, Leeds LS1 4DL not less than 48 hours excluding non-business days before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote and, in default, the instrument of proxy shall not be treated as valid.
7. You may appoint more than one proxy to represent you at the meeting provided that each proxy is appointed to exercise the rights attaching to different shares held by you. Please insert the number of shares in respect of which you wish to appoint the proxy in the space provided. If you wish to do so, please contact Link Group shareholder helpline on +44 (0) 371 664 0300 or you may copy this form. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30, Monday to Friday excluding public holidays in England and Wales. If you submit more than one valid proxy appointment but the instructions in such appointments are not compatible with each other, the appointment received last before the latest time for the receipt of proxies will take precedence.
8. Completion and return of this form of proxy will not preclude members from attending and voting in person at the meeting should they subsequently decide to do so. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated. Otherwise, in order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to the Company’s registrar, Link Group, PXS 1, 10th Floor, Central Square, 29 Wellington Street, Leeds LS1 4DL. In the case of a corporation, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
9. As an alternative to completing this hard-copy form of proxy, you will be able to vote electronically by visiting the shareholder portal at [www.signalshares.com](http://www.signalshares.com). You will need to log into your Signal Shares account or register if you have not previously done so. To register you will need your Investor Code (“IVC”) which is detailed on your share certificate or available from Link Group.
10. Alternatively, CREST members may use the CREST electronic proxy appointment service. CREST members should refer to the notes in the enclosed Notice of General Meeting in relation to the submission of a proxy appointment via CREST.
11. Pursuant to regulation 41 of The Uncertificated Securities Regulations 2001 (as amended), only those members entered on the register of members at close of business on 20 February 2023 (or in the event that this meeting is adjourned, on the register of members 48 hours excluding non-business days before the time of any adjourned meeting) will be entitled to attend and vote at the meeting.
12. The summaries of the resolutions are for guidance only. You are advised to read the accompanying circular and notice of meeting carefully.