

## Investor Code

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## Form of Proxy - General Meeting to be held on 1 July 2021 at 10:15 a.m.



Cast your Proxy online... **It's fast, easy and secure!**

[www.investorcentre.co.uk/eproxy](http://www.investorcentre.co.uk/eproxy)

You will be asked to enter the Control Number, Shareholder Reference Number (SRN) and PIN shown opposite and agree to certain terms and conditions.

Control Number: 917266

SRN:

PIN:

Lumi Virtual Meeting ID: 117-186-598



View the Scheme Document online: <https://www.idsplc.com/investorrelations/>

To be effective, all proxy appointments must be lodged with the Company's registrars, Computershare, at The Pavilions, Bridgwater Road, Bristol, BS99 6ZZ by no later than 10:15 a.m. on 29 June 2021

### Explanatory Notes:

- Terms defined in the Immunodiagnostic Systems Holdings PLC scheme circular dated 3 June 2021 (the "Scheme Document") shall apply equally in this Form of Proxy, unless the context otherwise requires. Full details of the resolution to be proposed at the General Meeting are set out, together with explanatory notes, in the notice of General Meeting contained in Part IX of the Scheme Document. Before completing this Form of Proxy, please also read the section entitled "Actions to be Taken by IDS Shareholders" set out on pages 10 to 14 of the Scheme Document.
- While it is currently anticipated that the General Meeting will be held at the Physical Meeting Venue\*, it is possible that the evolving COVID-19 pandemic and Government restrictions and guidance in relation to any developments may mean that this is not possible. The Company remains firmly committed to encouraging shareholder engagement in the business of the General Meeting. As such, IDS Shareholders (and any of their duly appointed proxies) will be able to access and follow the business of the General Meeting remotely via a virtual meeting platform provided by Lumi AGM UK Limited ("Lumi") (the "Virtual Meeting Platform"), further details of which are set out in Explanatory Note 3 below and on pages 10 to 14 of the Scheme Document, and persons appointed as proxies and corporate representatives on behalf of the IDS Shareholders will be able to attend and vote at the Physical Meeting Venue\*.
- You can access the General Meeting remotely via the Virtual Meeting Platform by accessing <https://web.lumiagm.com> from your web browser or smartphone device. Once you have accessed <https://web.lumiagm.com> you will be asked to enter the Lumi Meeting ID which is 117-186-598. You will then be prompted to enter your unique Shareholder reference Number ("SRN") and PIN. These can be found printed above in the grey box. This will authenticate you as a shareholder. Access to the General Meeting via the website will be available from 9:45 a.m. on 1 July 2021, as further detailed below. Your SRN can also be found on your share certificate. If you are unable to access your SRN, please call contact Computershare on 0370 707 1065 (from within the UK) or +44 (0)370 707 1065 (from outside the UK). 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. The helpline is open between 8:30 a.m. and 5:30 p.m., Monday to Friday excluding public holidays in England and Wales. Please note that Computershare cannot provide any financial, legal or tax advice and calls may be recorded and monitored for security and training purposes.
- IDS Shareholders (and their duly appointed proxies) will not be permitted to vote remotely at the General Meeting via the Virtual Meeting Platform (due to constraints in the IDS Articles), even if they are following the business of the General Meeting remotely via the Virtual Meeting Platform. Accordingly, IDS Shareholders (and their duly appointed proxies) should be aware that, even if they access and follow the business of the General Meeting remotely via the Virtual Meeting Platform, the only means by which they can vote on the business of the General Meeting is in person, by appointing the Chair of the General Meeting as proxy in accordance with the procedures set out below, or appointing another person as proxy in accordance with the procedures set out below to attend the General Meeting at the Physical Meeting Venue\* on their behalf. IDS Shareholders are strongly encouraged to submit proxy appointments and instructions for the General Meeting as soon as possible, using any of the methods (by post, by hand, online or through CREST) set out below. IDS Shareholders are also strongly encouraged to appoint "the Chair of the meeting" as their proxy. The Chair of the General Meeting will vote in accordance with the voting instructions of the appointing IDS Shareholder. The Chair of the General Meeting may make any arrangement and impose any requirement or restriction they consider appropriate to ensure the security of the General Meeting. If any other person is appointed as proxy, he or she will be able to attend and vote at the General Meeting at the Physical Meeting Venue\* as described above. If you wish to appoint a person other than the Chair, please insert the name of your chosen proxy holder in the space provided (see reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse)
- the number of shares in relation to which they are 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). Unless otherwise instructed, a person appointed as proxy will exercise his or her discretion as to any business other than the special resolution to approve the Scheme (including any procedural business and any resolution to adjourn) which may come before the General Meeting.
- Entitlement to attend and vote at (including by proxy) the General Meeting or any adjournment thereof and the number of votes which may be cast at the General Meeting will be determined by reference to the register of members of the Company at 6:00 p.m. (London time) on 29 June 2021 or, if the General Meeting is adjourned, 6:00 p.m. (London time) on the date which is two days before the date fixed for the adjourned meeting. Changes to the register of members after the relevant time shall be disregarded in determining the rights of any person to attend and vote (including by proxy) at the General Meeting.
- It is requested that this Form of Proxy (together with any power of attorney or other authority, if any, under which it is signed, or a duly certified copy thereof) completed in accordance with the instructions set out in the Scheme Document and herein be returned to the Company's Registrar, Computershare, by post to The Pavilions, Bridgwater Road, Bristol, BS99 6ZZ, so as to be received as soon as possible and in any event not later than 10:15 a.m. on 29 June 2021 or, in the case of an adjournment of the General Meeting, 48 hours before the time appointed for the adjourned meeting. If this Form of Proxy is not lodged by the relevant time, it will be invalid.
- An IDS Shareholder is entitled to appoint a proxy in respect of some or all of their IDS Shares and may also appoint more than one proxy, who need not be a shareholder, in relation to the General Meeting (but not by means of an online proxy appointment as described in Explanatory Note 13), provided that each proxy is appointed to exercise the rights attaching to different IDS Shares held by them. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar helpline using the details set out in Explanatory Note 21 below or you may photocopy this Form of Proxy. Please indicate in the box next to the proxy holder's name (see reverse) the number of IDS Shares in relation to which they are authorised to act as your proxy. Please also indicate by marking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope. If the Form of Proxy is signed by someone else on your behalf, their authority to sign must be returned with the Form of Proxy. If the IDS Shareholder is a corporation, the Form of Proxy must be executed under its common seal or signed by an officer, attorney or other person duly authorised by the corporation.
- Where two or more forms of proxy are delivered for use in respect of the same IDS Shares, the one which has been received last (regardless of when it was signed or by what means it was delivered) shall be treated as replacing and revoking the others which have been delivered. If it cannot be determined which Form of Proxy was received last, none of the forms shall be treated as valid.
- Where the aggregate number of IDS Shares in respect of which proxies are appointed exceeds an IDS Shareholder's entire holding and it is not possible to determine the order in which they were sent or received (or they were all sent or received at the same time), the number of votes attributed to each proxy will be reduced pro rata (on the basis that as far as possible, conflicting forms of proxy should be judged to be in respect of different IDS Shares). If conflicting proxies are sent or received at the same time in respect of (or deemed to be in respect of) an IDS Shareholder's entire holding, none of them shall be treated as valid.
- IDS Shareholders who hold their shares in uncertificated form through CREST 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 (which can be viewed at [www.euroclear.com](http://www.euroclear.com)).

**Kindly Note: This Form of Proxy is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different: (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare accept no liability for any instruction that does not comply with these conditions.**

### Named Holders

| Named Holders |
|---------------|
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11. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear's specifications and must contain the information required for such instructions as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by Computershare (ID: 3RA50) not later than 10:15 a.m. (London time) on 29 June 2021 or, in the case of an adjournment of the General Meeting, not less than 48 hours before the time and date set for the adjourned meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which Computershare is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
12. CREST members and, where applicable, their CREST sponsors or voting service provider(s) should note that Euroclear does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed any voting service provider(s), to procure that his/her CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. CREST members and, where applicable, their CREST sponsors or voting service provider(s) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in the CREST Regulations.
13. As an alternative to completing and returning this Form of Proxy, a proxy (but not multiple proxies) for the General Meeting may be appointed electronically by logging on to the following website: [www.investorcentre.co.uk/eproxy](http://www.investorcentre.co.uk/eproxy) and following the instructions therein. For an electronic proxy appointment to be valid, the appointment must be received by Computershare not later than 10:15 a.m. on 29 June 2021 (or in the case of adjournment(s), not less than 48 hours before the time fixed for the adjourned General Meeting). Full details of the procedure to be followed to appoint a proxy electronically are given on the website.
14. The above is how your address appears on the Register of Members. If this information is incorrect, please contact the Registrar using the details set out in Explanatory Note 21 below to request a change of address to request a change of address form or go to [www.investorcentre.co.uk/eproxy](http://www.investorcentre.co.uk/eproxy) to use the online Investor Centre service.
15. Any alterations made to this Form of Proxy should be initiated by the person who signs it.
16. The completion and return of this Form of Proxy, by post or email (or the appointment of a proxy appointment or voting instruction, online, through CREST or by any other procedure described in the Scheme Document) will not prevent you from remotely accessing and following the General Meeting (via the Virtual Meeting Platform) or attending physically and voting, at the Physical Meeting Venue<sup>e</sup>, if you are entitled to and wish to do.
17. In the case of joint holders of IDS Shares, any one such joint holder may tender a vote, whether in person or by proxy, however the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the other joint holder(s). Where more than one of the joint holders purport to appoint one or more proxies, only the purported appointment submitted by the most senior holder will be accepted. For this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding (the first named being the most senior).
18. As an alternative to appointing a proxy, a member of the Company which is a corporation may authorise a person or persons to act as its representative(s) at this meeting. In accordance with the provisions of the Companies Act (as amended by the Companies (Shareholders' Rights) Regulations 2009), each such representative may exercise (on behalf of the corporation) the same powers as the corporation could exercise if it were an individual member of the Company, provided that they do not do so in relation to the same IDS Shares. If two or more corporate representatives purport to vote in respect of the same IDS Shares, then if they purport to exercise the power in the same way as each other, the power is treated as exercised in that way, and in other cases the power is treated as not exercised.
19. The 'Vote Withheld' option is provided overleaf (and may be available on the CREST system) to enable you to abstain from voting. 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.
20. Neither the death nor the incapacitation of an IDS Shareholder who has appointed a proxy, nor the revocation or termination by an IDS Shareholder of the appointment of a proxy (or the authority under which the appointment was made), shall invalidate the proxy or the exercise of any of the rights of the proxy thereunder, unless notice of such death, incapacitation, revocation or termination shall have been received by the Company at the address specified for receipt of the Forms of Proxy not less than 48 hours before the commencement of the General Meeting or any adjournment thereof.
21. You may not use any electronic address provided either in the notice of General Meeting or any related documents (including this Form of Proxy) to communicate with the Company for any reason other than those expressly stated. If you have any questions about the Scheme Document or the General Meeting, or are in any doubt as to how to complete this Form of Proxy or to submit your proxies electronically, please call Computershare on 0370 707 1065 (from within the UK) or on +44 (0)370 707 1065 (from outside the UK). 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. The helpline is open between 8:30 a.m. and 5:30 p.m., Monday to Friday excluding public holidays in England and Wales. Please note that Computershare cannot provide any financial, legal or tax advice and calls may be recorded and monitored for security and training purposes.
22. To be valid, this form must be signed by the appointor or his/her attorney duly authorised in writing or, if the appointor is a corporation, this form must be executed either in accordance with section 44 of the Companies Act 2006 or under the hand of an officer, attorney or other person duly authorised to sign it.

## Form of Proxy

Please complete this box only if you wish to appoint a third party proxy other than the Chair.

Please leave this box blank if you want to select the Chair. Do not insert your own name(s)

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|--|---|
|  | * |
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I/We hereby appoint the Chair of the Meeting OR the person indicated in the box above as my/our proxy to attend, submit written questions and vote in respect of my/our full voting entitlement\* on my/our behalf at the General Meeting of Immunodiagnostic Systems Holdings PLC to be held at the Physical Meeting Venue<sup>e</sup> on 1 July 2021 at 10:15 a.m. (or as soon thereafter as the Court Meeting concludes or is adjourned).

\* For the appointment of more than one proxy, please refer to Explanatory Note 7 (see above).

Please mark here to indicate that this proxy appointment is one of multiple appointments being made

Please use a **black pen**. Mark with an X  inside the box as shown in this example.

### Special Resolution

1. For the purposes of the Scheme:

- a. to authorise the directors of the Company to take all such action as they consider necessary or appropriate for carrying the Scheme into effect; and
- b. to amend the articles of association of the Company.

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

I/We instruct my/our proxy as indicated on this Form of Proxy. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the General Meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

1 3 W K F 0 8 3 6