



**ATTENDANCE CARD**

Dialight plc (the 'Company') Annual General Meeting ('AGM') to be held at 30 Gresham Street, London, EC2V 7QP on Monday 23 September 2024 at 09.30am.

Shareholder Reference Number

If you are attending the AGM, please bring this card with you.

**NOTICE OF AVAILABILITY – Important: please read carefully. You can now access the Annual Report and Accounts 2024 and Notice of Annual General Meeting 2024 ('Notice of AGM') at [www.dialight.com](http://www.dialight.com). You can submit your proxy online at [www.sharevote.co.uk](http://www.sharevote.co.uk) using the details on the form of proxy below.**

**FORM OF PROXY**

DIALIGHT PLC ANNUAL GENERAL MEETING ('AGM') TO BE HELD ON MONDAY 23 SEPTEMBER 2024 AT 09.30AM

+ Voting ID	Task ID	Shareholder Reference Number +
<input type="text"/>	<input type="text"/>	<input type="text"/>
Name of proxy		Number of shares (if not full voting entitlement) (See Notice of AGM)
<input type="text"/>		<input type="text"/>

You can submit your proxy electronically, using the above details, at [www.sharevote.co.uk](http://www.sharevote.co.uk). I / We the undersigned, being a member / members of Dialight plc (the 'Company') hereby appoint the Chairman of the AGM or: as my / our proxy 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 AGM of the Company to be held on Monday 23 September 2024 at 09.30am and at any adjournment thereof. The proxy will vote on the resolutions listed below as indicated. The proxy will vote at his / her discretion, or withhold from voting on any resolution listed below, if no instruction is given regarding that resolution and on any other business transacted at the AGM.

Please mark this box  to indicate if this proxy appointment is one of multiple appointments being made.

This form of proxy should not be regarded as a substitute for reading the Notice of AGM. You should read the Notice of AGM before taking any decisions in relation to the business to be considered at the AGM.

Please indicate your vote by marking the appropriate boxes in black or blue ink like this

	For	Against	Withheld		For	Against	Withheld
1. To receive the Annual Report and Accounts for the reporting period ended 31 March 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11. To re-elect Neil Johnson as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the report on remuneration (save for the Directors' Remuneration Policy) set out in the Annual Report and Accounts 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12. To re-elect Nigel Lingwood as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Remuneration Policy set out in the Annual Report and Accounts 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13. To authorise the Company and its subsidiaries to make political donations and incur political expenditure not exceeding £10,000 in total.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To approve (a) the Dialight plc 2024 Value Creation Plan and related matters and (b) consequential amendments to the Dialight plc 2014 performance share plan and the Dialight plc 2023 restricted share plan.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14. To authorise the Directors to allot shares in the Company pursuant to Section 551 of the Companies Act 2006.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-appoint Grant Thornton UK LLP as auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Special resolutions</b>			
6. To authorise the Directors to determine the auditor's remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15. To authorise the Directors to disapply pre-emption rights pursuant to Sections 570 and 573 of the Companies Act 2006.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To elect John Lincoln as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	16. To authorise the Directors to disapply pre-emption rights for acquisitions or specified capital investments.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To elect Carolyn Zhang as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	17. To authorise the Company to make market purchases of ordinary shares pursuant to Section 701 of the Companies Act 2006.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To elect Lynn Brubaker as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
10. To elect Stephen Blair as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

Notes to help you complete the form are in the Notice of AGM. You should read these carefully before completing the form.

Please mark this box  if signing on behalf of the shareholder as power of attorney, receiver or third party. This card should not be used for comments, change of address or other queries. Please send separate instruction.

Signature

Date



**NOTES FOR COMPLETION OF FORM OF PROXY**

1. The Notice of AGM provides further guidance on completion of the form of proxy.
2. Shareholders are entitled to appoint another person to attend the AGM and vote on their behalf using the form of proxy. The proxy need not be a shareholder. You may still attend the AGM and vote even if you return the form of proxy. If you wish to appoint more than one proxy, please refer to the detailed instructions in the Notice of AGM.
3. If you do not indicate how you wish your proxy to vote, the proxy will be entitled to exercise discretion as to how and whether to vote on any resolution.
4. In order to be valid, this form of proxy must be received by Equiniti by no later than 9.30am on Thursday 19 September 2024.
5. If you wish to vote via the internet, you can do so at [www.sharevote.co.uk](http://www.sharevote.co.uk). You will require the Voting ID, Task ID and Shareholder Reference Number shown on the form of proxy.
6. CREST members who wish to utilise the CREST proxy appointment service may do so by following the procedures described in the CREST manual and the Notice of AGM.

**NOTES**

- Any further updates will be announced via a Regulatory Information Service and on the Company's website at [www.dialight.com](http://www.dialight.com)
- Cameras, recording equipment and other items which might interfere with the good order of the AGM will not be permitted.

**ATTENDING**

**BY RAIL**

**Nearest station is Moorgate Station.** Approximately 10 minutes' walk from venue.

**BY BUS**

Many bus routes go to Bank Station and Moorgate Station.

**UNDERGROUND**

Nearest stations are St Paul's Station (Central line), Bank Station (Waterloo & City, Central and Northern lines), Mansion House (Circle and District lines) and Moorgate Station (Hammersmith & City, Circle, Metropolitan and Northern lines). Approximately 5-10 minutes' walk from venue.

Business Reply Plus  
Licence Number  
RTAK-JKSY-XSSH



Equiniti  
Aspect House  
Spencer Road  
LANCING  
BN99 8DW