

Form of proxy

For use at the Annual General Meeting to be held on 20 June 2017 at 10.30 a.m.



Connected systems for connected journeys

I/We (note 1).....

of (note 2).....

being an Ordinary Shareholder of 21st Century Technology plc (the "**Company**"), hereby appoint the Chairman of the meeting or

(note 3).....

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 the office of our broker, finnCap Limited, 60 New Broad Street, London EC2M 1JJ, at 10.30 a.m. on 20 June 2017, and at any adjournment thereof.

Please tick here if this proxy appointment is one of multiple appointments being made

For the appointment of more than one proxy, please refer to note 13 (below).

Please indicate in the boxes below how you wish your votes to be cast.

Ordinary business		For	Against	Vote withheld
Resolution 1	To receive the Company's annual accounts (including the Directors' Remuneration Report) for the financial year ended 31 December 2016, together with the reports of the Directors and auditor thereon.			
Resolution 2	To re-appoint Russ Singleton as a Director of the Company.			
Resolution 3	To appoint Nick Lowe as a Director of the Company.			
Resolution 4	To re-appoint Mazars LLP as auditor of the Company.			
Resolution 5	To authorise the Directors to set the remuneration of the auditor.			
Special business		For	Against	Vote withheld
Resolution 6	To approve general meetings (other than Annual General Meetings) to be held on not less than 14 clear days' notice.			

Signature (note 8).....Date.....

Form of proxy continued

For use at the Annual General Meeting to be held on 20 June 2017 at 13.00 a.m.

Notes

1. Please insert your FULL NAME in BLOCK CAPITALS.
2. Please insert your FULL ADDRESS in BLOCK CAPITALS.
3. Any person may be appointed as a proxy. If you wish to appoint someone other than the Chairman, delete "the Chairman of the meeting" and insert the name(s) and address(es) of the person(s) you wish to appoint in the space provided. Any alteration of this Form of Proxy must be initialled.
4. A member entitled to attend and vote at the above meeting may appoint a proxy or proxies to attend and, on a poll, vote instead of him/her. A proxy need not also be a member.
5. CREST members should use the CREST electronic proxy appointment service and refer to note 4 of the Notice of Annual General Meeting in relation to the submission of a proxy appointment via CREST.
6. If this form is returned without any indication as to how the person(s) appointed shall vote on the resolutions, such person(s) will exercise his/her/their discretion as to how to vote or whether to abstain from voting.
7. The "Vote withheld" option is provided to enable you to instruct your proxy not to vote on any particular resolution; however, it should be noted that a "Vote withheld" in this way is not a vote in law and will not be counted in the calculation of the proportion of votes "For" and "Against" a resolution.
8. A Form of Proxy, to be valid, must be signed and lodged (together with any power of attorney or other authority under which it is signed or a notarially certified copy of such power or a copy certified in accordance with the Powers of Attorney Act 1971 or in some other manner approved by the Directors) with the Registrar of the Company, Capita Asset Services, at PXS 1, 34 Beckenham Road, Beckenham, Kent BR3 4ZF, by 10.30 am on 16 June 2017 or not less than 48 hours before any adjourned meeting, together with, if appropriate, the power of attorney or other authority (if any) under which it is signed or a notarially certified or office copy of such power of attorney or other such authority. For the purposes of this calculation any part of a day that is a non-working day is excluded.
9. In the case of a corporation, this Form of Proxy must be executed under its common seal or under the hand of a duly authorised officer or attorney, stating their capacity (e.g. Director or Secretary).
10. Appointment of a proxy will not preclude a member from attending and voting at the meeting should he/she subsequently wish to do so.
11. To have the right to vote at the meeting (and also for the purposes of calculating how many votes a person entitled to attend and vote may cast), a person must be entered on the register of holders of the Ordinary Shares of the Company by close of business on 16 June 2017. Changes to entries on the register after this time will be disregarded in determining the rights of any person to attend or vote at the meeting.
12. 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 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 Form of Proxy has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
13. To appoint more than one proxy (an) additional Form(s) of Proxy may be obtained by making a photocopy of this form. Please indicate in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking 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.