

# easyHotel plc

## Form of Proxy

**For use at the Annual General Meeting convened for 10.30am on 23 January 2017.**

I/We .....

BLOCK CAPITALS

of.....

being (a) member(s) of the above named company entitled to receive notice, attend speak and vote at general meetings of the Company, hereby appoint the Chairman of the Meeting

or .....(Note 1)

as my/our proxy to attend, speak and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at Hudson Sandler, 29 Cloth Fair, London EC1A 7NN on 23 January 2017 and at any and every adjournment thereof in relation to the resolutions specified in the Notice of AGM dated 14 December 2016 (the "Resolutions") and any other business (including adjournments and amendments to the Resolutions) which may properly come before the Annual General Meeting or any adjournment thereof and I/we direct my/our proxy to vote as indicated below (Note 2).

Please indicate with a cross in the box opposite if this proxy appointment is one of multiple appointments being made.

For the appointment of one or more proxies, please refer to explanatory Note 4.

Please indicate with a cross in each appropriate box how you wish your votes to be cast on each resolution. Unless so instructed, your proxy will vote or abstain at his/her discretion. This proxy will be used only in the event that a poll be directed or demanded.

		For	Against	Withheld
<b>Resolution 1</b>	To receive the report and accounts for the year ended 30 September 2016	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 2</b>	To approve the remuneration report for the year ended 30 September 2016	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 3</b>	To approve the proposed grant of share plan awards	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 4</b>	To approve a final dividend of 0.22p per ordinary share	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 5</b>	To re-elect Scott Somerville Christie as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 6</b>	To re-appoint BDO LLP as auditors and authorise the directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Number of shares (Note 3): .....

Signed.....Date..... day of ..... 2016/17\*

\* Delete as appropriate



## Form of Proxy continued

### Notes:

1. A member who is entitled to attend, speak and vote may appoint a proxy to attend, speak and vote instead of him. A proxy need not also be a member of the Company but must attend the Meeting in order to represent you. A member wishing to appoint someone other than the Chairman of the Meeting as his or her proxy should insert that person's name in the space provided in substitution for the reference to "the Chairman of the Meeting" (and delete that reference) and initial the alteration.
2. Please indicate by inserting an "X" in the appropriate box how you wish your vote to be cast on each resolution. 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.
3. If the proxy is being appointed for less than your full entitlement, please indicate above your signature the number and class of shares in relation to which that person is authorised to act as your proxy. If left blank, your proxy will be deemed to be authorised in respect of your full entitlement.
4. A member may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares (so a member must have more than one share to be able to appoint more than one proxy). A separate form of proxy must be deposited for each proxy appointed. Further copies of this form may be obtained from the Company's Registrars at the address set out in Note 5 below or you may photocopy this form. If you appoint multiple proxies, please indicate above your signature the number and class of shares in relation to which the person named on this form is 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 returned to the Company's registrars at the address in Note 5 below, together in the same envelope.
5. To be valid, this form of proxy, together with any power of attorney or other authority under which it is signed or a notarised copy thereof, must be received by post or (during normal business hours only) by hand at the offices of the Company's registrars at Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU by 10.30am on 19 January 2017.
6. An individual member or his attorney must sign this form. If the member is a company, this form of proxy must be executed under the common seal or signed on its behalf by an officer or attorney of the company.
7. In the case of joint holders, the proxy appointment of the most senior holder will be accepted to the exclusion of any appointments by the other joint holders. For this purpose, seniority is determined by the order in which the names are stated in the register of members of the Company in respect of the joint holding (the first named being the most senior).
8. A member wishing to change his or her proxy instructions should submit a new proxy appointment using the methods set out, and by the time limit specified, in Note 5. Any changes to proxy instructions received after that time will be disregarded. A member who requires another form should contact the Company's registrar at the address specified in Note 5 above. Subject to Note 4, if a member submits more than one valid proxy appointment, the appointment received last before the time limit in Note 5 will take precedence.
9. A member wishing to revoke his or her proxy appointment should do so by sending a notice to that effect to the Company's registrars to the address set out in Note 5. The revocation notice must be received by the Company's registrars by the time limit set out in Note 5. Any revocation notice received after this time will not have effect.
10. To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number RA10) not later than 10.30am on 19 January 2017, being 48 hours before the time appointed for holding the meeting, weekends and bank holidays excluded. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.