NOTICE OF AVAILABILITY

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The Notice of General Meeting and Circular to which this Proxy Form relates are available on the Company's website at www.wheelsure.co.uk

NOTES TO THE FORM OF PROXY

- A member entitled to attend and vote at the above meeting is entitled to appoint a proxy or proxies to attend and vote, on a poll, instead of him. If a member appoints more than one proxy, each proxy must be entitled to exercise the rights attached to different shares. A proxy need not be a member of the Company. The appointment of a proxy will not preclude a member from attending and voting at the meeting in person should he subsequently decide to do so.
- 2 A proxy may only be appointed using the procedures set out in these notes and the enclosed proxy form. To be valid, the proxy form must reach the Company's Registrars, Neville Registrars Limited, at Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA not less than 48 hours before the time of holding of the meeting. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be enclosed with the proxy form.
- Pursuant to Regulation 41 of The Uncertificated Securities Regulations 2001, the Company specifies that only those Shareholders of the Company on the register at 6 p.m. on 5 June 2017 shall be entitled to attend or vote at the General Meeting in respect of the number of shares registered in their name at the time. Changes to the register of members after that time will be disregarded in determining the rights of any person to attend or vote at the meeting.
- 4 CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so by utilising the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message must be transmitted so as to be received by the Company's agent, Neville Registrars (whose CREST ID is 7RA11) by the specified latest time(s) for receipt of proxy appointments. 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 the Company's agent is able to retrieve the message by enquiry to CREST in the manner prescribed. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35 (5)(a) of the Uncertificated Securities Regulations 2001.
- 5 The right to appoint a proxy does not apply to persons whose shares are held on their behalf by another person and who have been nominated to receive communications from the Company in accordance with section 146 of the Companies Act 2006 ("nominated persons"). Nominated persons may have a right under an agreement with the registered shareholder who holds the shares on their behalf to be appointed (or to have someone else appointed) as a proxy. Alternatively, if nominated persons do not have such a right, or do not wish to exercise it, they may have a right under such an agreement to give instructions to the person holding the shares as to the exercise of voting rights.

Please complete and return this Form of Proxy to the Registrar at the address shown overleaf. If you wish to use an envelope, please address it to 'FREEPOST NEVILLE'. If it is posted outside the United Kingdom, please return it in an envelope using the address shown overleaf and pay the appropriate postage charge.

heelsure Holdings plc orporated in England and Wales with Registered Number	475749	97)		FORM OF PROXY
being (a) mer	mber(s) c	of the C	ompa	any and entitled to vote at the General Meeting, hereby appoint
se only complete if appointing someone other than the Chairman of the N	leeting)			
				and on my/our behalf at the General Meeting of the Company, to be held on 7 June 2017 at the offices of
Solutions (*Special Resolution)	S.	IGAINST	WITHHELD	
To authorise the directors to allot shares for the purposes of section 551 of the Companies Act 2006 the Act		Ò		
To empower the directors to allot equity securities pursuant to section 570 of the Act as if section 561 of the Act did not apply				
	being (a) mer se only complete if appointing someone other than the Chairman of the M ing him/her, the Chairman of the Meeting as my/our proxy, to attend, speak el Stewart, 33 Creechurch Lane, London, EC3A 5EB at 11:00 a.m. and at any ac solutions (*Special Resolution) To authorise the directors to allot shares for the purposes of section 551 of the Companies Act 2006 the Act To empower the directors to allot equity securities pursuant to	being (a) member(s) of see only complete if appointing someone other than the Chairman of the Meeting) ing him/her, the Chairman of the Meeting as my/our proxy, to attend, speak and votel Stewart, 33 Creechurch Lane, London, EC3A 5EB at 11:00 a.m. and at any adjournment of the Meeting) To authorise the directors to allot shares for the purposes of section 551 of the Companies Act 2006 the Act To empower the directors to allot equity securities pursuant to	being (a) member(s) of the Cose only complete if appointing someone other than the Chairman of the Meeting) ing him/her, the Chairman of the Meeting as my/our proxy, to attend, speak and vote for mel Stewart, 33 Creechurch Lane, London, EC3A 5EB at 11:00 a.m. and at any adjournment the Solutions (*Special Resolution) To authorise the directors to allot shares for the purposes of section 551 of the Companies Act 2006 the Act	being (a) member(s) of the Compasse only complete if appointing someone other than the Chairman of the Meeting) ing him/her, the Chairman of the Meeting as my/our proxy, to attend, speak and vote for me/us and Stewart, 33 Creechurch Lane, London, EC3A 5EB at 11:00 a.m. and at any adjournment thereof. Solutions (*Special Resolution) To authorise the directors to allot shares for the purposes of section 551 of the Companies Act 2006 the Act To empower the directors to allot equity securities pursuant to

Mark this box with an "X" if you are appointing more than one proxy:	Leave blank to au enter the number
Signed.	Date:
	DD-

ve blank to authorise your proxy to act in relation to your full entitlement or er the number of shares in relation to which your proxy is authorised to vote:



If you are planning to attend the General Meeting, please tick the following box:



Wheelsure Holdings plc

Attendance Card



The General Meeting will start at 11:00 a.m. and is being held on 7 June 2017 at the offices of Daniel Stewart, 33 Creechurch Lane, London, EC3A 5EB.

If you plan to attend the General Meeting, please bring this card with you to ensure you gain entry as quickly as possible.

Please present this card at the registration desk. It will be used to show that you have the right to attend, speak and vote at the General Meeting.





Business Reply Plus Licence Number RSTY-SAKX-RZSL

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Neville Registrars Limited Neville House 18 Laurel Lane Halesowen B63 3DA