

**ATTENDANCE CARD**  
**VOLEX PLC - ANNUAL GENERAL MEETING 2017**

To be held at 2.00 pm at Meeting Room 2, The Novotel Reading Centre, 25b Friar Street Reading RG1 1DP on Tuesday 25 July 2017.

If you wish to attend this meeting in your capacity as a holder of ordinary shares, please sign this card and on arrival hand it to the Company's registrars. This will facilitate entry to the meeting.

Signature of person attending

Barcode:

Investor Code:

**Notice of Availability  
 – Notice of AGM and  
 Annual Report**

**IMPORTANT – PLEASE READ  
 CAREFULLY**

You can now access the Annual Report and Notice of AGM by visiting the website: [www.volex.com](http://www.volex.com)

If you wish to receive a paper copy of the Annual Report, please contact Capita Asset Services, 34 Beckenham Road, Beckenham, Kent, BR3 4TU. Telephone 0871 664 0300 (calls cost 12 pence per minute plus network extras, lines are open 9.00am to 5.30pm Monday to Friday excluding public holidays) or on +44 (0)371 664 0300 (if calling from outside the UK).

**Please note the deadline for receiving proxies is 2.00 pm on 23 July 2017.**

**FORM OF PROXY**  
**VOLEX PLC - ANNUAL GENERAL MEETING**

Bar Code:

Investor Code:

I/We being a member of the Company hereby appoint the Chairman of the meeting or (see note 1 overleaf) Event Code:

Name of proxy

Number of shares proxy appointed over



as my/our proxy to attend, speak and vote in respect of my/our voting entitlement on my/our behalf at the Annual General Meeting of the Company to be held at 2.00 pm on Tuesday 25 July 2017 and at any adjournment thereof. I/we have indicated with a 'X' how I/we wish my/our votes to be cast on the following resolutions below: If you wish to appoint multiple proxies please see note 2 overleaf and tick here.

Please mark 'X' to indicate how you wish to vote

**RESOLUTIONS**

For  
Against  
Vote Withheld

- |  |                                     |                                     |                                     |
|--|-------------------------------------|-------------------------------------|-------------------------------------|
| 1. To receive the audited accounts of the Company for the financial year ended 2 April 2017.     | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 2. To approve the Directors' Remuneration Report (excluding the Directors' Remuneration Policy). | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 3. To approve the Directors' Remuneration Policy.  | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 4. To elect Dean Moore as a Director of the Company.   | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 5. To re-appoint PricewaterhouseCoopers LLP as auditors of the Company.                          | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 6. To authorise the Directors of the Company to determine the auditors' remuneration.            | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |

Please mark 'X' to indicate how you wish to vote

**RESOLUTIONS**

For  
Against  
Vote Withheld

- |   |                                     |                                     |                                     |
|---|-------------------------------------|-------------------------------------|-------------------------------------|
| 7. To authorise the Directors to allot shares in the Company pursuant to section 551 of the Companies Act 2006. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
|---|-------------------------------------|-------------------------------------|-------------------------------------|

**SPECIAL RESOLUTIONS**

- |   |                                     |                                     |                                     |
|---|-------------------------------------|-------------------------------------|-------------------------------------|
| 8. To authorise the Directors to allot equity securities pursuant to sections 560, 561(1) and 570 of the Companies Act 2006.            | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 9. To approve the purchase of ordinary shares pursuant to section 701 of the Companies Act 2006.  | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 10. To permit general meetings of the Company other than an annual general meeting to be called on not less than 14 clear days' notice. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |

Signature

Date

Notes

1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his or her proxy to exercise all or any of his or her rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see overleaf). If you sign and return the proxy form with no name inserted in the space provided, the Chairman will be deemed to be your proxy. If the proxy is being appointed in relation to less than your full voting entitlement, please enter 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). Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting instructions.
2. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). 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.
3. 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 communication 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 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.
4. The 'Vote Withheld' option is provided to enable you to abstain on any particular resolution. 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.
5. Please indicate with a cross in the appropriate box how you wish your votes to be cast. If you do not make a specific direction, the proxy will vote (or abstain from voting) at his or her discretion. On any other business which properly comes before the meeting (including a motion to amend or adjourn the meeting) the proxy will vote or abstain at his or her discretion.
6. Entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the register of members of the Company at close of business on 23 July 2017. Changes to entries on the register of members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
7. Shares held in uncertificated form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual.
8. The completion and return of this form will not preclude a member from attending the meeting and voting in person.
9. This proxy form must arrive at Capita Asset Services, 34 Beckenham Road, Beckenham, BR3 4TU during usual business hours accompanied by any power of attorney under which it is executed (if applicable) no later than 2.00 pm on 23 July 2017.
10. If you prefer, you may return the proxy form to the Registrar in an envelope addressed to FREEPOST CAPITA PXS (this is the only address information required on the envelope). Please note that the Freepost address must be completed in block capitals and that delivery using this service can take up to 5 business days.
11. A corporation who is a member can appoint one or more corporate representatives who may exercise on its behalf all powers as a member provided they do not do so in relation to the same shares.
12. In the case of a corporation, the proxy form must be executed either;
  - a) under its common seal; or
  - b) under the hand of two authorised signatories or under the hand of a director in the presence of a witness who attests the signature; or
  - c) on its behalf by an attorney or a duly authorised officer of the corporation.
13. In the case of proxy appointments whereby one or more joint holders appoints a proxy, it is only the appointment by the most senior holder that will be accepted. Seniority is determined by the order in which the names of the holders appear in the Company's register of members.

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