

## Form of Proxy

For use at the 20th annual general meeting ("AGM") of Liontrust Asset Management Plc to be held in the Boardroom, Liontrust Asset Management Plc, 2 Savoy Court, London WC2R 0EZ on Tuesday 22 September 2020 at 2.00 p.m.

I/we\* (BLOCK CAPITALS) ..... of .....

in respect of ALL my/our shares OR insert number of shares if not all .....

being a member/members of Liontrust Asset Management Plc hereby appoint [the Chairman of the Meeting]\*\* or .....

as my/our proxy to attend, speak and vote for me/us on my/our behalf at the AGM to be held on Tuesday 22 September 2020 at 2.00 p.m. and at any adjournment thereof.

I/we require my/our proxy to vote in particular as follows:

### Resolutions

		<i>For</i>	<i>Against</i>	<i>Vote Withheld ***</i>
<b>Please mark 'X' to indicate how you wish to vote</b>				
1.	To receive and adopt the Annual Report and Financial Statements of the Company for the year ended 31 March 2020			
2.	To approve the dividend policy of the Company			
3.	To approve the Annual Report on Remuneration for the year ended 31 March 2020			
4.	To re-elect Alastair Barbour as a Director			
5.	To re-elect John Ions as a Director			
6.	To re-elect Vinay Abrol as a Director			
7.	To re-elect Mike Bishop as a Director			
8.	To elect Mandy Donald as a Director			
9.	To re-elect Sophia Tickell as a Director			
10.	To re-elect George Yeandle as a Director			
11.	To reappoint PricewaterhouseCoopers LLP as auditors			
12.	To authorise the Directors to determine the auditors' remuneration			
13.	To authorise the Directors to allot shares in the capital of the Company pursuant to section 551 of the Companies Act 2006			
14.	To authorise the Company to incur political expenditure			
15.	To disapply pre-emption rights in relation to the allotment of shares			
16.	To disapply pre-emption rights in relation to allotment of shares for the purposes of an acquisition or capital investment			
17.	To authorise the Company to make market purchases of its own ordinary shares			
18.	To authorise the Company to call general meetings on not less than 14 clear days' notice			
19.	To cancel the Company's share premium account			

Signature..... Dated this ..... day of ..... 2020

In the absence of instructions, the proxy is authorised to vote (or abstain from voting) at his/ her discretion on the specified resolutions. The proxy is also authorised to vote (or abstain from voting) at his/ her discretion on any business which may properly come before the meeting.

(To be valid, this Form of Proxy must be signed and dated.)

This Form of Proxy must be lodged by 2.00 p.m. on Sunday 20 September 2020.

**FORM OF PROXY  
NOTES**

- 1\* Please complete in block capitals with your full name and address.
- 2\*\* If you wish to appoint a proxy other than the Chairman of the AGM, please delete the words in brackets and insert the full name and address of your chosen proxy in block capitals on the line provided and initial alterations. If you sign and return this proxy form with no name inserted on the line, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman of the meeting, it is your responsibility to ensure that that person attends the meeting and is aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman of the meeting and give that person your directions. **In light of the social distancing measures imposed by the UK Government as a result of the current COVID-19 pandemic, any proxy you appoint other than the Chairman will be refused entry to the meeting.**
- 3 As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend and to speak and vote at a meeting of the Company. A proxy does not need to be a member of the Company. You may appoint more than one proxy in relation to a meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. If you wish to appoint more than one proxy, please photocopy the form of proxy and lodge all forms together at the address provided, deleting the word "ALL" and specifying (on each form) the number of shares in respect of which that proxy is appointed. **In light of the social distancing measures imposed by the UK Government as a result of the current COVID-19 pandemic, any proxy you appoint other than the Chairman will be refused entry to the meeting.**
- 4 If you want your proxy to vote in a certain way on the resolutions specified please place a mark in the relevant boxes. If you fail to select any of the given options your proxy can vote as he/she chooses or can decide not to vote at all. The proxy can also do this on any other business (including a motion to adjourn the AGM or to amend a resolution) which may properly come before the AGM.
- 5\*\*\* The "Vote withheld" option is provided to enable you to abstain on a 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" the resolution.
- 6 To be valid, this Form of Proxy must be received by post or (during normal business hours only) by hand at Link Asset Services, PXS, 34 Beckenham Road, Kent BR3 4TU, NOT LATER THAN 2.00 p.m. on Sunday 20 September 2020 (or in the case of any adjournment, not later than 48 hours before the time fixed for the holding of the adjourned meeting), together with the power of attorney or other authority (if any) under which it is signed or a duly certified copy of such power or authority. The completion and return of this Form of Proxy will not, however, preclude you from attending and voting at the AGM if you so wish. **You are reminded that in light of social distancing measures imposed by the UK Government as a result of the current Covid-19 pandemic, any member seeking to attend the meeting in person will be refused entry.**
- 7 If you submit more than one valid proxy appointment in respect of the same share for the purposes of the same meeting, the appointment last delivered or received shall prevail in conferring authority on the person named in it to attend the meeting and speak and vote.
- 8 Any alterations to this Form of Proxy should be initialled.
- 9 In the case of joint holders, the signature of the first named on the register of members will be accepted, but the names of all joint holders should be given.
- 10 This form must be signed and dated by the member or his/her attorney duly authorised in writing. In the case of a corporation, this Form of Proxy should be either given under its common seal or signed on its behalf by an officer or attorney duly authorised.
- 11 You may not use any electronic address provided in this proxy form or in any accompanying document for delivering this proxy form or communicating with the Company for any purposes other than those expressly stated.
- 12 If you prefer, you may return the proxy form to the Registrar in an envelope addressed to **FREEPOST PXS, 34 Beckenham Road, BR3 9ZA (please note that this service can take up to five working days).**