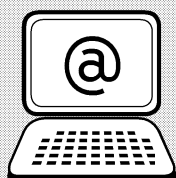


**Coronavirus (COVID-19)**

In response to the COVID-19 pandemic and ongoing restrictions on travel and public gatherings across the globe, the AGM will be restricted to two attendees, both of whom will be members of management that are also shareholders for the purposes of forming a quorum. The Company advises that all other shareholders are not permitted to attend the AGM in person. Any other shareholder above the number necessary to form a quorum seeking to attend the AGM will not be permitted entry. Consequently, shareholders are strongly encouraged to vote in advance of the meeting and appoint the Chairman of the Meeting as their proxy for the purposes of this AGM.

**Form of Proxy - Annual General Meeting to be held on 30 October 2020**



**Cast your Proxy online...It's fast, easy and secure!**  
[www.investorcentre.co.uk/eproxy](http://www.investorcentre.co.uk/eproxy)

You will be asked to enter the Control Number, Shareholder Reference Number (SRN) and PIN shown opposite and agree to certain terms and conditions.

**Control Number:** 916812

**SRN:**

**PIN:**



To View the Company's Report and Accounts please <https://www.atlasmara.com/investor-relations/results-centre/>

Register at [www.investorcentre.co.uk](http://www.investorcentre.co.uk) - elect for electronic communications & manage your shareholding online!

To be effective, all proxy appointments must be lodged with Computershare Investor Services (BVI) Limited (the "Registrars") at:  
 c/o The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 28 October 2020 at 4:00 pm (GMT).

**Explanatory Notes:**

1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. However, in light of the COVID-19 restrictions on attendance, shareholders are strongly encouraged to appoint the Chairman of the Meeting as their proxy for the purposes of this AGM. If you appoint the Chairman of the meeting as your proxy, this will ensure your votes are cast in accordance with your wishes.
2. The 'Vote Withheld' option overleaf 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.
3. The above is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on +44 (0)370 707 4040 to request a change of address form or go to [www.investorcentre.co.uk](http://www.investorcentre.co.uk) to use the online Investor Centre service.
4. Any alterations made to this form should be initialed.

**Kindly Note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different: (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services (BVI) Limited accept no liability for any instruction that does not comply with these conditions.

**All Named Holders**

# Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement\* on my/our behalf at the Annual General Meeting of Atlas Mara Limited to be held at **477 Madison Avenue, 22nd Floor, New York, New York 10022** on **30 October 2020** at **12:00 pm (EDT)/ 4:00 pm (GMT)**, and at any adjourned meeting.

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

## Ordinary Resolutions

	For	Against	Vote Withheld
1. THAT the Directors' Report and Accounts and the Auditors' Report for the financial years ended 31 December 2018 and 31 December 2019 be and are received.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. THAT Mr. Michael Wilkerson be re-appointed as a director of the Company until the conclusion of the next Annual General Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. THAT Mr. Robert E. Diamond, Jr. be re-appointed as a director of the Company until the conclusion of the next Annual General Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. THAT Ms. Rachel F. Robbins be re-appointed as a director of the Company until the conclusion of the next Annual General Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. THAT Mr. Simon Lee be re-appointed as a director of the Company until the conclusion of the next Annual General Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. THAT following the appointment of Mr. Jawaid Mirza as a director of the Company, effective 1 April 2019, that his appointment be approved until the conclusion of the next Annual General Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. THAT following the stepping down of Mr. Amadou Raimi, as a director of the Company, effective 7 October 2020, his resignation from the board of the Company, be noted and ratified.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. THAT KPMG Inc. be re-appointed as auditors of the Company to hold office from the conclusion of this annual general meeting until the conclusion of the next annual general meeting on such remuneration and terms of engagement as may be fixed by the Board.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

## Signature

## Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

