

**Attendance Card  
for the Court Meeting of The Restaurant Group plc (the "Company")  
to be held at 11:00 a.m. on Monday 27 November 2023**

The  
**Restaurant**  
Group plc

By an order dated 31 October 2023 made in the matter of the Company, the Court (as defined in Part IX (*Definitions*) of the scheme document of the Company dated 2 November 2023 (the "**Scheme Document**") has directed a meeting to be convened of the Scheme Shareholders (as defined in Part IX (*Definitions*) of the Scheme Document) for the purpose of considering and, if thought fit, approving (with or without modification) a scheme of arrangement pursuant to Part 26 of the Companies Act 2006 (the "**Scheme**") between the Company and the Scheme Shareholders (as defined in the Scheme Document) (the "**Court Meeting**").

The Court Meeting of the Company will be held at 11:00 a.m. on 27 November 2023 at the Company's Head Office at 5-7 Marshalsea Road, London, SE1 1EP.

**Please retain this Attendance Card as you will need the details below to attend the Court Meeting**

Any changes to these arrangements will be communicated to Scheme Shareholders in advance of the Court Meeting, via the Company's website ([www.trgplc.com/investors/](http://www.trgplc.com/investors/)) and by announcement through a Regulatory Information Service.

**Appointment of proxies**

You are entitled to appoint another person or persons as your proxy to exercise all or any of your rights to attend the Court Meeting and to vote and speak on your behalf.

It is important that as many votes as possible are cast so that the Court may be satisfied that there is a fair representation of opinion of Scheme Shareholders at the Court Meeting. Scheme Shareholders are therefore strongly encouraged to submit proxy appointments and instructions for the Court Meeting as soon as possible, using any of the methods set out below to ensure your vote is recorded. Doing so will not prevent you from attending, speaking and voting in person at the Court Meeting if you wish.

You may register your proxy appointment(s) and voting instructions by returning the Form of Proxy that accompanies this Attendance Card by post or online, either using our share portal at [www.sharevote.co.uk](http://www.sharevote.co.uk), using our online portfolio service, Shareview at [www.shareview.co.uk](http://www.shareview.co.uk) (if you have already registered), via the Proximity platform or through the CREST electronic proxy appointment service. Please see the notes to the Form of Proxy for further details.

If you plan to attend the Court Meeting in person, please bring this Attendance Card with you. You will receive a poll card at the Court Meeting after registering at the registration desk. If you appoint a proxy, it is not necessary to hand this card to your proxy.

You are advised to arrive at least 15 minutes prior to the start of the Court Meeting to allow time for registration.

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**+ THE RESTAURANT GROUP PLC – FORM OF PROXY +**

**Form of Proxy  
for the Court Meeting of The Restaurant Group plc (the "Company")  
to be held at 11:00 a.m. on Monday 27 November 2023**

The  
**Restaurant**  
Group plc

Voting ID

Task ID

Shareholder Reference No.

**Vote online at [www.sharevote.co.uk](http://www.sharevote.co.uk) or [www.shareview.co.uk](http://www.shareview.co.uk) using the above numbers**

For use in connection with the Court Meeting of the Company to be held at 11:00 a.m. on 27 November 2023 at the Company's Head Office at 5-7 Marshalsea Road, London, SE1 1EP.

**Please read the Notes on the reverse before completing this Form of Proxy in black ink.**

I/We hereby appoint the Chairman of the Court Meeting OR

Name (see Note 3)

Number of shares proxy appointed over (see Note 5)

Please tick here if this proxy appointment is one of multiple appointments being made (see Note 16)

to be my/our proxy to exercise all or any of my/our rights to attend, speak and vote on my/our behalf at the Court Meeting of the Company, to be held at 11:00 a.m. on 27 November 2023 at the Company's Head Office at 5-7 Marshalsea Road, London, SE1 1EP, and at any adjournment thereof.

I/We appoint my/our proxy to vote in the manner indicated below (see Note 6).

**The Court Meeting has been convened to consider and, if thought fit, to approve (with or without modification) the Scheme. The Board of Directors of the Company unanimously recommends that you vote in favour of the resolution to approve the Scheme.**

If you wish to vote for the Scheme, sign in the box marked 'FOR', or if you wish to vote against the Scheme, sign in the box marked 'AGAINST'.

**PLEASE SIGN IN ONLY ONE OF THE BOXES BELOW (see Note 8). THIS FORM MUST BE SIGNED IN ORDER TO BE VALID. HOWEVER, IF YOU SIGN MORE THAN ONE BOX THIS FORM OF PROXY WILL BE INVALID (see Note 9).**

FOR the Scheme  
SIGNATURE

AGAINST the Scheme  
SIGNATURE

Date:

Please detach and post this Form of Proxy to Equiniti, so as to be received by Equiniti no later than 11:00 a.m. on 23 November 2023 (see Note 8). Alternatively, you can submit your proxy electronically using the numbers above (see Note 10), via the Proximity platform (see Note 11) or through CREST using the CREST electronic proxy appointment service (see Note 12).

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## Notes to Form of Proxy

1. Terms defined in the scheme document of the Company dated 2 November 2023 (the "**Scheme Document**") shall apply equally in this Form of Proxy, unless the context otherwise requires. Full details of the resolution to be proposed at the Court Meeting, together with explanatory notes, are set out in the notice of Court Meeting below (including the sections entitled "Action to be taken" set out on pages 1 to 5 of the Scheme Document). You can access the Scheme Document at [www.trgipc.com/investors/](http://www.trgipc.com/investors/).
2. The Court has appointed Ken Hains or failing him, Graham Cennett or failing them, any other TRG Director to act as Chairman of the Court Meeting and has directed the Chairman to report the result thereof to the Court.
3. Every Scheme Shareholder is entitled to appoint another person or persons of their choice (who need not be a shareholder) as their proxy to exercise all or any of their rights to attend the Court Meeting and to vote and speak on their behalf. Scheme Shareholders are strongly encouraged to submit proxy appointments and instructions for the Court Meeting as soon as possible, using any of the methods set out below to ensure your vote is recorded. Doing so will not prevent you from attending, speaking and voting in person at the Court Meeting.
4. Scheme Shareholders who wish to appoint a proxy other than the Chairman of the Court Meeting should insert that proxy's name in the box provided (see overleaf), delete the words "the Chairman of the Court Meeting" or and initial the alteration. A proxy need not be a member of the Company but must attend the Court Meeting in person. Instructions for how your proxy to speak on your behalf at the Court Meeting, you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.

If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box beneath the proxy holder's name (see overleaf) the number of shares in relation to which they are authorised to act as your proxy. If the box beneath the proxy holder's name is left blank, your proxy will be deemed to be authorised in respect of all your Scheme Shares. To appoint more than one proxy, one or more additional proxy forms may be obtained by contacting the Registrar. Helpline using the details set out in Note 21 below or you may photocopy this Form of Proxy. All forms must be signed and should be returned together in the same envelope.
5. Unless otherwise instructed, a person appointed as proxy will exercise his or her discretion as to any business other than the resolution to approve the Scheme (including amendments to the Scheme and any procedural business, including any resolution to adjourn) which may come before the Court Meeting.
6. Any alterations made to this Form of Proxy should be initialed.
7. Any alterations made to this Form of Proxy (together with any power of attorney or other authority, if any, under which it is signed, or a duly certified copy thereof) returned to the Company's Registrar, Equiniti, by post to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA, so as to be received as soon as possible and ideally by 12 noon on the day of the Court Meeting, will be scanned and your proxy appointment will be valid. If you have already registered with Equiniti's online portfolio services, Shareview, you can appoint your proxy electronically at [www.shareview.co.uk](http://www.shareview.co.uk) by logging in with your username ID and password. For an electronic proxy appointment to be valid, the appointment must be received by Equiniti not later than 48 hours (excluding any part of such 48-hour period falling on a non-working day) before the time fixed for the Court Meeting or any adjournment thereof. If the electronic proxy appointment is not received by this time, this Form of Proxy may be (i) scanned and emailed to Equiniti at the following email address: [proxyvotes@equiniti.com](mailto:proxyvotes@equiniti.com); or (ii) presented in person to the commencement of the Court Meeting (or any adjournment thereof).
8. If you are an institutional investor, you may be able to appoint a proxy or proxies electronically for the Court Meeting (and any adjournment) via the ProxyMy platform. This platform is available to all investors who are registered with Equiniti's online portfolio services, Shareview. If you are not registered with Shareview, you may still use the ProxyMy platform. You must be registered with the ProxyMy platform. For an electronic proxy appointment to be valid, your proxy must be received no later than 48 hours (excluding any part of such 48-hour period falling on a non-working day) before the time fixed for the Court Meeting or any adjournment thereof. If the electronic proxy appointment is not received by this time, this Form of Proxy may be (i) scanned and emailed to Equiniti at the following email address: [proxyvotes@equiniti.com](mailto:proxyvotes@equiniti.com); or (ii) presented in person to the Equiniti representative who will be present in person at the Court Meeting (or any adjournment thereof).
9. The Form of Proxy (i) in the case of an individual, must either be signed by the appointor or his/her attorney; and (ii) in the case of a corporation, must be either given under its common seal or be signed on its behalf by an attorney or a duly authorised officer of the corporation. Any signature on or authentication of such appointment need not be witnessed. Where an appointment of a proxy is signed on behalf of the appointor by an attorney, the power of attorney or a copy thereof certified notarijly or in some other way approved by the TRG Directors must (falling previous registration with the Company) be submitted to the Company, failing which the appointment may be treated as invalid.
10. As alternatives to completing and returning the Form of Proxy, proxies may be appointed electronically via Equiniti's online facility. By logging on to the following website: [www.shareview.co.uk](http://www.shareview.co.uk) and following the instructions therein, alternatively, if you have already registered with Equiniti's online portfolio services, Shareview, you can appoint your proxy electronically at [www.shareview.co.uk](http://www.shareview.co.uk) by logging in with your username ID and password. For an electronic proxy appointment to be valid, the appointment must be received by Equiniti not later than 48 hours (excluding any part of such 48-hour period falling on a non-working day) before the time fixed for the Court Meeting or any adjournment thereof. If the electronic proxy appointment is not received by this time, this Form of Proxy may be (i) scanned and emailed to Equiniti at the following email address: [proxyvotes@equiniti.com](mailto:proxyvotes@equiniti.com); or (ii) presented in person to the commencement of the Court Meeting (or any adjournment thereof).
11. If you are an institutional investor, you may be able to appoint a proxy or proxies electronically for the Court Meeting (and any adjournment) via the ProxyMy platform. This platform is available to all investors who are registered with Equiniti's online portfolio services, Shareview. If you are not registered with Shareview, you may still use the ProxyMy platform. You must be registered with the ProxyMy platform. For an electronic proxy appointment to be valid, your proxy must be received no later than 48 hours (excluding any part of such 48-hour period falling on a non-working day) before the time fixed for the Court Meeting or any adjournment thereof. If the electronic proxy appointment is not received by this time, this Form of Proxy may be (i) scanned and emailed to Equiniti at the following email address: [proxyvotes@equiniti.com](mailto:proxyvotes@equiniti.com); or (ii) presented in person to the Equiniti representative who will be present in person at the Court Meeting (or any adjournment thereof).
12. Scheme Shareholders who hold their shares in uncertificated form through CREST may wish to appoint a proxy or proxies through the CREST electronic proxy appointment system. The CREST system is available to all investors who are registered with Equiniti's online portfolio services, Shareview. If you are not registered with Shareview, you may still use the CREST system. For an electronic proxy appointment to be valid, the appointment must be received by Equiniti not later than 48 hours (excluding any part of such 48-hour period falling on a non-working day) before the time fixed for the Court Meeting or any adjournment thereof. If the electronic proxy appointment is not received by this time, this Form of Proxy may be (i) scanned and emailed to Equiniti at the following email address: [proxyvotes@equiniti.com](mailto:proxyvotes@equiniti.com); or (ii) presented in person to the commencement of the Court Meeting (or any adjournment thereof). For further information on the CREST system, please refer to the Equiniti website at [www.equinिति.com](http://www.equinिति.com) or (iii) presented in person to the Equiniti representative who will be present in person at the Court Meeting (or any adjournment thereof). Should refer to their CREST sponsor or voting service providers, who will be able to take the appropriate action on their behalf. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with the specifications of Euroclear and must contain the information required for such instructions as described in the CREST Manual. The message (regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to such instructions as described in the CREST Manual, be valid, be transmitted so as to be received by Equiniti (i) by 10:00 a.m. on the day of the Court Meeting (or any adjournment thereof) and (ii) in the case of a corporation, must be either given under its common seal or be signed on its behalf by an attorney or a duly authorised officer of the corporation. Any signature on or authentication of such appointment need not be witnessed. Where an appointment of a proxy is signed on behalf of the appointor by an attorney, the power of attorney or a copy thereof certified notarijly or in some other way approved by the TRG Directors must (falling previous registration with the Company) be submitted to the Company, failing which the appointment may be treated as invalid.
13. The completion and return of this form for transmission of a proxy appointment or voting instruction electronically, through CREST or by any other procedure described in the Scheme Document) will not prevent you from attending, speaking and voting in person at the Court Meeting if you are entitled to and wish to do so.
14. Subject to Note 16 below, if the Registrar receives more than one valid proxy form in respect of the same Scheme Shares, they will accept the last one. They cannot accept proxy forms returned by fax.
15. In the case of joint holders of Scheme Shares, the vote of the senior who tenders in vote, whether in person, or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s). For this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint holding.
16. As an alternative to appointing a proxy, any holder of Scheme Shares which is a corporation may appoint one or more corporate representatives who may exercise on its behalf all its powers and authorities as if they were the holder of the shares. If two or more corporate representatives purport to exercise the power in respect of the same way as each other, the power is treated as exercised in that way, and in other cases the power is treated as not exercised.
17. Any person to whom this notice is sent who is a person nominated under section 146 of the Companies Act to enjoy information rights (a "**Nominated Person**") does not, in that capacity, have a right to appoint a proxy, such right only being exercisable by shareholders of the Company. However, Nominated Persons may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the Court Meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights.
18. Entitlement to attend and vote at the Court Meeting or any adjournment thereof and the number of votes which may be cast at the Court Meeting will be determined by the register of members of the Company at 5:30 p.m. on 23 November 2023, at the Court Meeting is adjourned, 5:30 p.m. on the date which is two Business Days before the date of the Court Meeting (or any adjournment thereof). Changes to the register of members after the relevant time shall be disregarded in determining the rights of any person to attend and vote at the Court Meeting.
19. The address printed overleaf is how your address appears on the Company's register of members. If this information is incorrect, please contact the Registrar using the details set out in Note 21 below.
20. You may not use any electronic address provided either in the notice of Court Meeting or any related documents (including this Form of Proxy) to communicate with the Company for any reason other than those expressly stated.
21. If you have any questions about this Form of Proxy, the Scheme Document or the Court Meeting, or are in any doubt as to how to complete this Form of Proxy or to submit your proxies electronically, please call Equiniti between 8:30 a.m. and 5:30 p.m. Monday to Friday (except public holidays in England and Wales) via their helpline on +44 333 201 2050. Please use a country code if calling from outside the UK. Calls from outside the UK will be charged at the applicable international rate. Different charges may apply to calls from mobile telephones. Please note that calls may be monitored or recorded and Equiniti cannot provide advice on the merits of the Acquisition or the Scheme or give any financial, legal or tax advice.