

SigmaRoc plc

(the “Company”)

(incorporated and registered in England and Wales under No. 05204176)

Proxy for use at the General Meeting of the Company to be held at the offices of Artemis Trustees Limited, Trafalgar Court, 2nd Floor, East Wing, Admiral Park, St Peter Port, Guernsey GY1 3EL on 3 January 2017 at 12.00 p.m.

I/WeMultiple Proxy.....Shares.....
(please use BLOCK LETTERS) (see note 3)

of

being (a) member(s) of the Company, hereby appoint the Chairman of the general meeting or
.....(see note 2)

as my/our proxy to attend, speak and vote for me/us and on my behalf at the general meeting to be held at 12.00 p.m. on 3 January 2017 at the offices of Artemis Trustees Limited, Trafalgar Court, 2nd Floor, East Wing, Admiral Park, St Peter Port, Guernsey GY1 3EL, UK and at any adjournment thereof.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an ‘X’. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

Capitalised terms used but not defined herein shall have the meaning ascribed thereto in the Admission Document dated 15 December 2016, with which this proxy was sent to shareholders of the Company (the “Admission Document”).

ORDINARY RESOLUTIONS	FOR	AGAINST	VOTE WITHHELD
1. To approve the Company entering into the Acquisition Agreement whereby the Company is to acquire the entire issued share capital of Ronez Limited from Aggregate Industries Limited.			
2. To approve the Share Consolidation.			
3. To authorise the directors of the Company to allot shares in the Company (“Shares”) and grant subscription and conversion rights over the Shares in connection with the Placing and the Issue of the Convertible Loan Notes and certain grants of Warrants and Options, pursuant to section 551 of the Act.			
SPECIAL RESOLUTIONS			
4. To approve, subject to and conditional upon the passing of Resolution 2, the adoption of the New Articles as the articles of association of the Company in substitution for, and to the exclusion of, the current articles of association of the Company.			
5. To disapply, subject to and conditional upon the passing of Resolution 3, the pre-emption provision of section 561 of the Act, in connection with the Placing and the Issue of the Convertible Loan Notes and certain grants of Warrants and Options.			

Signature.....(see note 6) Dated thisday of.....2016

Joint holders (if any) (see note 9)

Name..... Name

Name..... Name

NOTES

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. If you wish to appoint some other person as your proxy please insert his/her name and address, initial and strike out the words "the Chairman of the Meeting". A proxy need not be a member of the Company. Appointing a proxy will not preclude you from personally attending and voting at the meeting (in substitution for your proxy vote) if you subsequently decide to do so.
3. You may appoint more than one proxy provided that each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the registrar on 01252 821390 or you may photocopy this form. Please indicate next to the word "Shares" next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate, by marking the space next to the words "Multiple Proxy" with an "X", if the proxy instruction is one of multiple instructions being given. All of the forms must be signed and should be returned together in the same envelope to the address shown on the reverse of the form.
4. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
5. To be valid this Form of Proxy and any power of attorney or other authority under which it is executed (or a duly notarised copy thereof) must be lodged with the Company's registrars, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR no later than 12.00 p.m. on 29 December 2016.
6. This Form of Proxy must, in the case of an individual, be signed by the appointer or his/her attorney or, in the case of a corporation, be given under its common seal or signed on its behalf by an attorney or a duly authorised.
7. In the case of joint holders of a share the vote of the senior who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the register of members in respect of the share.
8. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
9. Any alteration in this Form of Proxy must be initialled by the person in whose hand it is signed or executed.

PLEASE SEND YOUR REPLY TO:

Share Registrars Limited
The Courtyard
17 West Street
Farnham
Surrey
GU9 7DR