

STV Group plc (the 'Company') - Annual General Meeting 2023 - Form of Proxy

You may appoint a proxy at www.signalshares.com instead of using this form.

For guidance on how to complete this Form of Proxy please refer to the Notice of Meeting on STV Group plc's website.

I/We being (a) member/members hereby appoint the Chairman of the meeting/the following person:

Name of proxy (if not the Chairman of the meeting):

Number of ordinary shares appointed over:
(if less than your full voting entitlement)

as my/our proxy, to attend, speak and vote on my/our behalf at the Meeting of the Company and at any adjournment thereof. Please indicate below how you would like your proxy to vote on your behalf on the resolutions.

Please put an 'X' in the box opposite if this proxy appointment is one of multiple appointments being made:

Resolutions:

For

Against

Withheld

1 To receive the Annual Report and Financial Statements for the year ended 31 December 2022

2 To approve the Directors' Annual Report on Remuneration for the year ended 31 December 2022

3 To declare a final dividend of 7.4p per ordinary share in respect of the year ended 31 December 2022

4 To re-elect Paul Reynolds as a Director of the Company

5 To re-elect Simon Pitts as a Director of the Company

6 To re-elect Lindsay Dixon as a Director of the Company

7 To re-elect Simon Miller as a Director of the Company

8 To re-elect Ian Steele as a Director of the Company

9 To re-elect David Bergg as a Director of the Company

10 To re-elect Aki Mandhar as a Director of the Company

11 To appoint Deloitte LLP as the auditors of the Company

12 To authorise the Audit and Risk Committee to determine the remuneration of the auditors

13 To authorise the Company to make political donations and incur political expenditure

14 To authorise the Directors to allot shares

15 To authorise the Directors to disapply statutory pre-emption rights in respect of 5% of the Company's issued share capital

16 To permit the Company to purchase its own shares

17 That the Company be entitled to hold general meetings of the shareholders of the Company on the provision of 14 clear days' notice

If you intend on attending the meeting in person please place a 'X' in the box opposite

Signature: _____

Date: _____

Please send this Form of Proxy to FREEPOST PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL. Shareholders outside the United Kingdom should send this Form of Proxy to Link Group, PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL, United Kingdom.