

Brewin Dolphin Holdings PLC
12 Smithfield Street
London
EC1A 9BD
United Kingdom

EQUATEPLUS
POWERED BY COMPUTERSHARE

Your Participant ID:

##PARTICIPANT_ID##

Scheme of Arrangement – Form of Election

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the contents of this document or the action you should take, you are recommended to seek your own personal financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000 if you are taking advice in the United Kingdom, or from another appropriately authorised independent financial adviser if you are in a territory outside the United Kingdom

This Form of Election is for holders of awards granted under the Brewin Dolphin Deferred Profit Share Plan 2019 and the Brewin Dolphin Holdings PLC Deferred Profit Share Plan 2010 (together, the DPSP).

I, **##FIRST_NAME## ##LAST_NAME##**,

Address ## being a participant of the DPSP administered by Computershare hereby instruct:

Computershare Investor Services PLC (Share Plan Administrator)

to participate in the sale of Brewin Dolphin Holdings PLC ("**Brewin Dolphin**") to RBC Wealth Management (Jersey) Holdings Limited ("**Bidco**") on my behalf and indicate how I wish my awards under the DPSP ("**DPSP Awards**") and shares in Brewin Dolphin ("**Brewin Dolphin Shares**") arising from the exercise of the DPSP Awards (other than any 2021 DPSP Award) to be treated below.

Your Choices

Please refer to your portfolio in EquatePlus to view the number of Brewin Dolphin Shares subject to your DPSP Awards.

If you wish to exercise your DPSP Awards (other than any 2021 DPSP Award), please tick the appropriate box under Section 1. (Election) below as soon as possible and in any event by 17.00 on 27 May 2022.

If you do not tick the appropriate box below and make your Election by 17.00 on 27 May 2022, your DPSP Awards (other than any 2021 DPSP Award) will lapse and be of no value.

Nothing in this Form of Election or the accompanying letter relating to the DPSP from Brewin Dolphin and Bidco dated 22 April 2022 (the "Letter") shall be construed as investment advice or any investment recommendation given by or on behalf of any other person.

1. Election and Declarations

Election

[[Insert Tick Box]] Tick this box if you would like to exercise your DPSP Awards (other than any 2021 DPSP Award).

Your Election given above is subject to the Letter the rules of the DPSP, the Scheme Document, the Declarations and the Terms and Conditions at Section 2 below and will be processed on the date of sanction of the Scheme by the Court.

Declarations

I declare that:

- I have read and understood the terms of the Scheme as detailed in this Form of Election, the Letter and the Scheme Document;
- By ticking the box to make the Election at Section 1 above, I hereby irrevocably elect to exercise the DPSP Awards (other than any 2021 DPSP Award) set out in my portfolio in EquatePlus in full conditional on sanction of the Scheme by the Court;
- I have read, understood and agree to the terms and conditions of the Share Plan Account Service for Brewin Dolphin available via the My Library tab on EquatePlus and the further Terms and Conditions specific to the exercise of options or awards in connection with the Acquisition contained in the Letter and at Section 2 below;
- I acknowledge that making the Election at Section 1 above will have no effect if the Scheme does not become effective; and
- my decision has been made based on the information available to me.

[[Insert Tick Box]] By ticking this box you confirm that you agree to the above statements and to the Offer Terms and Conditions set out in Section 2 below.

IN ORDER FOR THIS FORM OF ELECTION TO BE VALID THE ELECTION MUST BE MADE BY TICKING THE BOX AT SECTION 1 ABOVE NO LATER THAN 17.00 ON 27 May 2022.

2. Offer Terms and Conditions

By making the Election at Section 1 above, you are agreeing as follows:

General

- a) You have received and read the **Letter**, have read, understood and agree to these Terms and Conditions and you are aware of the terms of the Scheme Document.
- b) You confirm that all the DPSP Awards detailed in your portfolio in EquatePlus are valid and have not lapsed (or will not have lapsed by the date of the sanction of the Scheme by the Court) and that if any of the DPSP Awards have lapsed or lapse before the date of the sanction of the Scheme by the Court, the making of the Election at Section 1 above will be of no effect in relation to those DPSP Awards.
- c) You accept that documents or payment sent by or to you in connection with your DPSP Awards or the Election will be sent at your own risk.
- d) You confirm that the decision which you have made by making the Election is irrevocable and cannot be withdrawn or altered except with the agreement of Brewin Dolphin.
- e) You agree that it is a condition of exercise of your DPSP Award that you shall execute, complete, sign and/or submit any document and do anything which Brewin Dolphin or Bidco may consider necessary or desirable to give effect to the choice you have made by making the Election.

Incorrect Elections

- a) You acknowledge that neither Brewin Dolphin nor Bidco will be responsible for any consequential loss in the event that the completion of the Election is delayed or fails for any reason.
- b) you agree that making the Election may, if Brewin Dolphin determines it appropriate, be treated as if it were duly made and received by any deadline specified in this Letter, notwithstanding that it is not made or received strictly in accordance with this Form of Election, and these Terms and Conditions, or by the deadline specified and therefore you understand that in such a case you will be treated as having exercised all of your DPSP Awards (other than any 2021 DPSP Award) in full on the date of the sanction of the Scheme by the Court.

Employee tax and social security contributions

By making the Election at Section 1 above you agree and irrevocably authorise Brewin Dolphin or Bidco to deduct from the Acquisition Price payable to you in relation to the Brewin Dolphin Shares you beneficially acquire pursuant to your DPSP Awards an amount equal to any employee tax and employee National Insurance (or other social security contributions) due in any jurisdiction on the exercise of your DPSP Awards.

Governing Law

This Form of Election is governed by, and shall be construed in accordance with, the laws of England.