

Dalata Hotel Group p.l.c. (the "Company") notifies you of the Annual General Meeting of the Company to be held at The Gibson Hotel, Point Square, North Dock, Dublin, D01 XZPZ, Ireland, on Thursday 27th April 2023 at 11.30 a.m.

Shareholder Reference Number

Please detach this portion before posting this proxy form.

Form of Proxy - Annual General Meeting to be held on Thursday 27th April 2023 at 11.30 a.m. (the "AGM")



Cast your Vote online...It's fast, easy and secure!

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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: 918418

SRN:

PIN:



To view the Annual Report and Notice of Meeting online visit: **www.dalatahotelgroup.com**

To be effective, all proxy appointments must be lodged with the Company's Registrar at:
Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82.
Or through the voting website, www.eproxyappointment.com, by 11.30 a.m. on Tuesday, 25th April 2023

Explanatory Notes:

1. A member entitled to attend, speak, ask questions and vote is entitled to appoint a proxy to attend, speak, ask questions, vote on and to demand or join in demanding a poll on his or her behalf at the Meeting or, attend, speak, ask questions, vote and to demand or join in demanding a poll at any adjourned Meeting thereof. A member may appoint more than one proxy to attend, speak, ask questions, vote and to demand or join in demanding a poll at the Meeting or any adjourned Meeting thereof in respect of shares held in different securities accounts. A member acting as an intermediary on behalf of one or more clients may grant a proxy to each of its clients or their nominees provided each proxy is appointed to exercise rights attached to different shares held by that member. The appointment of a proxy will entitle the proxy to attend, speak, ask questions, vote and to demand or join in demanding a poll on the member's behalf at the relevant meeting or at any adjournment of such meeting. A proxy shall be bound by the constitution of the Company. A proxy need not be a member of the Company. If you wish to appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on +353 (1) 447 5566 or you may photocopy the reverse only of this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a member, the full voting entitlement for that designated account). All forms must be signed and should be returned in the same envelope. Where a poll is taken at the Meeting, a member, present in person or proxy, holding more than one share is not required to cast all their votes in the same way.
2. To be effective, the Form of Proxy duly completed and executed, together with any original power of attorney or in the case of a corporate member (subject to this facility being available based on the manner in which shares are held) any authority under which it is executed or a copy of such authority certified notarially or by a solicitor practising in the Republic of Ireland, must be deposited with the Registrars of the Company (as provided for in note 7 et seq below) so as to be received no later than 48 hours before the time appointed for the Meeting or any adjourned Meeting thereof or (in the case of a poll taken otherwise than at or on the same day as the Meeting or any adjourned Meeting thereof) at least 48 hours before the taking of the poll at which it is to be used. Any alteration to the form must be initialled by the person who signs it.
3. Pursuant to the Companies Act 2014 (as amended), entitlement to attend and vote at the Meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at 6pm on Sunday, 23 April 2023 (or in the case of an adjournment as at close of business on the day immediately preceding the date which falls 72 hours before the date of the adjourned meeting). Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the Meeting.
4. The address on the Proxy Form is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on +353 (1) 447 5566 to request a change of address form or go to www.investorcentre.com to use the online Investor Centre service.
5. The process for appointing a proxy depends on the manner in which you hold your interest in the Company. All proxy voting instructions (whether submitted directly or through the Euroclear Bank system or the CREST system (the latter for those holding Crest Depository Interests (CDIs) must be received by the Company's Registrar not less than 48 hours before the time appointed for the Meeting or any adjournment of the Meeting. However, persons holding through the Euroclear Bank system or the CREST system will also need to comply with any additional voting deadlines imposed by the respective service offerings. **All persons affected are recommended to consult with their stockbroker or other intermediary at the earliest opportunity. If you hold your shares in uncertificated form, details on how you can vote at the Meeting are available in the Notice of Meeting.**
6. For shareholders whose name appears on the register of members of the Company (being shareholders holding shares in the company in certificated (paper) form), this Form of Proxy may:
 - i. be submitted by telefax to +353 (1) 447 5572, provided it is received in legible form; or
 - ii. be submitted electronically by accessing the Registrar's website, www.eproxyappointment.com. You will require your Control Number, Shareholder Reference Number (SRN) and PIN number as printed on your Form of Proxy. A member who wishes to appoint more than one proxy by electronic means must contact the Registrar by sending an email to clientservices@computershare.ie. Full details of the procedures, including voting instructions are given on the website; or
 - iii. be submitted by post to Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland
7. This Form of Proxy must (i) in the case of an individual member be signed or submitted electronically by the member or his/ her attorney; or (ii) in the case of a body corporate be executed either under its common seal or signed on its behalf by a duly authorised officer or attorney or submitted electronically in accordance with notes 7(ii) and 7(iii) above.
8. In the case of joint holders, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
9. If you desire to appoint a proxy other than the Chairman of the Meeting or any adjourned Meeting, please insert the proxy's name in block capitals in the space provided and delete the words "the Chairman of the Meeting or" (see reverse). If you intend to appoint a proxy other than the Chairman of the Meeting, we ask that, as a contingency measure, you additionally appoint the Chairman of the Meeting as an alternative in the event that the initially attended proxy is unable to attend for any reason (and does not appoint a substitute). This facilitates the inclusion of your vote in a wider range of contingent scenarios.
10. A proxy (including a substitute proxy) shall be entitled at his or her discretion and without notice to you to (i) nominate and appoint any person to be a substitute proxy for him or her for any of the purposes contemplated by this Form of Proxy with liberty to revoke any such appointment at his or her discretion and/or (ii) replace such substitute proxy with any other person at his or her discretion (each of the foregoing being, a Substitute Proxy). A proxy shall provide any Substitute Proxy with a copy (electronic or otherwise) of this Form of Proxy. A Substitute Proxy shall be bound by, and shall be entitled to act in all respects in accordance with, the terms of this Form of Proxy. All references to 'proxy' shall be deemed to include persons who are Substitute Proxies for the time being.
11. Please indicate how you wish your proxy to vote by marking the appropriate box. You may direct your proxy to vote "For", "Against", or to "Abstain". If no such specific instructions are given, the proxy will vote your vote at his/her discretion. A vote cast as abstain is not a vote in law and will not be counted in the calculation of the proportion of votes "for" or "against" the resolution.
12. On any other business which may properly come before the Meeting and or any adjourned Meeting thereof and whether procedural, administrative and/or substantive in nature (including any motion to amend a resolution or adjourn the Meeting) not specified in the Notice of the Meeting or this Form of Proxy, the proxy will act at his/her discretion in voting on such matters.
13. The completion and return/submission of this Form of Proxy will not preclude a member from attending and voting in person.
14. If you are appointing a proxy other than the Chairman of the Meeting (or any adjourned Meeting) or any other officer of the Company, where possible please provide him/her with the Attendance Card attached hereto to facilitate his/her attendance.

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 (Ireland) Limited accept no liability for any instruction that does not comply with these conditions.

All Named Holders

Poll Card

To be completed **only** at the AGM if a Poll is called.

As Ordinary Resolutions

	For	Against	Abstain
1. To receive and consider the annual report and financial statements of the company for the year ended 31 December 2022 together with the Directors and Auditors Reports and a review of the affairs of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To receive and consider the Directors' Report on Remuneration for the year ended 31 December 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To receive and consider the Company's Remuneration Policy.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint the following Directors:			
(a) John Hennessy;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(b) Dermot Crowley	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(c) Elizabeth McMeikan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(d) Cathriona Hallahan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(e) Gervaise Slowey	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(f) Shane Casserly	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(g) Carol Phelan.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Abstain
5. To authorise the Directors to determine the remuneration of the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Authority to allot relevant securities up to customary limits.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

As Special Resolutions

7. Disapplication of statutory pre-emption rights in specified circumstances.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Disapplication of statutory pre-emption rights in additional circumstances for financing an acquisition or capital investment by the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Authorisation of market purchases of the Company's shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Authorisation for the re-allotment of treasury shares.	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
11. To authorise the Directors to hold certain general meetings on 14 days notice.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

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

You can also instruct your proxy not to vote on a resolution by inserting an "X" in the vote withheld box.

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

*

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

as my/our proxy to attend, speak, vote and to demand or join in demanding a poll in respect of my/our full voting entitlement* on my/our behalf on any matter at the Annual General Meeting of Dalata Hotel Group p.l.c. to be held at The Gibson Hotel, Point Square, North Dock, Dublin, D01 XZPZ, Ireland, on Thursday, 27th April 2023 at 11.30 a.m. and at any adjournment thereof. I/We direct that my/our vote(s) be cast on the specified resolutions as indicated by an X in the appropriate box.

* For the appointment of more than one proxy, please refer to Explanatory Note 1 (see front).

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

As Ordinary Resolutions

	For	Against	Abstain
1. To receive and consider the annual report and financial statements of the company for the year ended 31 December 2022 together with the Directors and Auditors Reports and a review of the affairs of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
2. To receive and consider the Directors' Report on Remuneration for the year ended 31 December 2022.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To receive and consider the Company's Remuneration Policy.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint the following Directors:			
(a) John Hennessy;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(b) Dermot Crowley	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(c) Elizabeth McMeikan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(d) Cathriona Hallahan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(e) Gervaise Slowey	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(f) Shane Casserly	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(g) Carol Phelan.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Abstain
5. To authorise the Directors to determine the remuneration of the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Authority to allot relevant securities up to customary limits.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

As Special Resolutions

7. Disapplication of statutory pre-emption rights in specified circumstances.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Disapplication of statutory pre-emption rights in additional circumstances for financing an acquisition or capital investment by the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Authorisation of market purchases of the Company's shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Authorisation for the re-allotment of treasury shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To authorise the Directors to hold certain general meetings on 14 days notice.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We direct my/our proxy to vote on the resolutions proposed at the AGM as indicated on this form. Where no instruction appears above as to how the proxy should vote the proxy may 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).