

THE CONTENT OF THIS DOCUMENT HAS NOT BEEN APPROVED BY AN AUTHORISED PERSON WITHIN THE MEANING OF THE FINANCIAL SERVICES AND MARKETS ACT 2000 (AS AMENDED). RELIANCE ON THIS DOCUMENT FOR THE PURPOSE OF ENGAGING IN ANY INVESTMENT ACTIVITY MAY EXPOSE AN INDIVIDUAL TO A SIGNIFICANT RISK OF LOSING ALL AMOUNTS INVESTED.

1. Qualifying Participant(s)

Name and Address of Qualifying Participant (name(s) and address to which the definitive share certificate(s) will be sent, unless alternative details are inserted in Box 5):

BOX 1

Holder No.:

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document and/or the action that you should take, you should immediately seek your own financial advice from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) if you are in the United Kingdom or, if not, from another appropriately authorised independent financial adviser.

AB Dynamics plc

(Incorporated in England and Wales under the Companies Act 2006 with registered number 8393914)

Qualifying Participant(s) Application Form for Offer Shares at 475 pence per share

This Application Form for Offer Shares is for use by the Qualifying Participant(s) in AB Dynamics plc named in Box 1 above. This Application Form should be read in its entirety and in conjunction with, and is subject to, the detailed provisions contained in the circular issued by AB Dynamics plc on 6 December 2016 (the "Circular") which is hereby incorporated into this Application Form.

Unless otherwise defined in this Application Form capitalised terms used in this Application Form shall bear the same meaning as those terms defined in the Circular.

This document does not constitute a prospectus for the purposes of the Prospectus Rules and has not been, and will not be, approved by or filed with the FCA. In issuing this Application Form, AB Dynamics plc is relying on the exemption from issuing a prospectus in section 86 and paragraph 9 of Schedule 11A of the Financial Services and Markets Act 2000 (as amended) and on paragraphs 43 and 60 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended). Details of these exemptions are set out in Part II of the Circular. Applications in respect of the Offer from persons not falling within such exemptions will be rejected and the Offer is not capable of acceptance by such persons.

Copies of the Circular will be available for inspection during normal business hours on any weekday (Saturdays, Sundays and public holidays excepted) at the offices of the Company's solicitors, Pinsent Masons LLP, 30 Crown Place, Earl Street, London EC2A 4ES from the date of the Circular until the date of Admission of the Offer Shares.

If you wish to apply for Offer Shares under the Offer, please complete and return this Application Form, by post or by hand (during normal business hours only) to Share Registrars Ltd, The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR, so as to be received together, in each case, with payment in full in respect of your application under this Application Form by no later than 11.00 a.m. on 20 December 2016.

If you do not wish to apply for Offer Shares, do not complete and return this Application Form. IMPORTANT: Before completing this Application Form, you should read the notes set out in the "Procedure for Application" section of this document and Part IV (Terms and Conditions of the Offer) of the Circular which are hereby incorporated into this Application Form. You must complete Boxes 2, 3 and 6 and, if relevant, Boxes 4 and 5 overleaf; please also complete Box 2A if applicable. Where existing Ordinary Shares are held in joint names then joint applicants must also complete Box 3 overleaf.

THIS APPLICATION FORM AND THE CIRCULAR SHOULD NOT BE VIEWED AS, AND ARE NOT, FINANCIAL ADVICE AND THE DIRECTORS ARE NOT MAKING ANY RECOMMENDATION TO QUALIFYING PARTICIPANTS IN RELATION TO TAKING UP THE OFFER.

Any Qualifying Participant who is in a jurisdiction outside of the United Kingdom is advised to consult a professional adviser immediately.

Any Qualifying Participant who is in any doubt as to his or her taxation position should consult a professional adviser without delay.

This Application Form does not constitute an offer to sell or issue or the solicitation of an offer to buy or subscribe for any securities in any jurisdiction in which such an offer is unlawful and any failure to comply with these restrictions may constitute a violation of applicable securities laws in such jurisdictions. The Offer Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act") or under the securities laws of any state or other jurisdiction in the United States nor will they qualify for distribution under any of the relevant securities laws of Canada, Australia, South Africa or Japan. The Offer Shares may not be, directly or indirectly, offered, sold, taken up, delivered or transferred in or into the United States, Canada, Australia, South Africa or Japan or in any country, territory or possession where to do so may contravene local securities laws or regulations. Overseas shareholders and any person (including, without limitation, nominees and trustees) who have a contractual or other legal obligation to forward this Application Form to a jurisdiction outside the United Kingdom should seek appropriate advice before taking any action.

If you have any questions on how to complete this Application Form, please contact Share Registrars Ltd on telephone number 01252 821 390 from within the UK or +44 (0)1252 821 390 if calling from outside the UK. Calls may be recorded and randomly monitored for security and training purposes. The helpline cannot provide advice on the merits or demerits of the matters set out in this document nor give any financial, legal or tax advice.

2. Application

I/We offer to subscribe for the number of Offer Shares completed in Box 2 below, subject to the terms and conditions of application set out in the Circular and subject to the articles of association of the Company.

Number of Offer Shares:	BOX 2
£	

Write, in figures, the number of Offer Shares that you wish to subscribe for and the amount, in cash, payable at the Issue Price per new Ordinary Share subject to the Offer Maximum.

Nominees

If you are offering to subscribe for Offer Shares as nominee on behalf of one or more individual investors, please provide in column 1 of Box 2A the names of those investors, please also provide in column 2 of Box 2A the number of Offer Shares applied for in respect of each such individual investor.

BOX 2A	
1 Name of individual investor	2 Offer Shares applied for in respect of that individual investor

Please note that (without prejudice to the right of the directors to exercise their absolute discretion in the allocation of successful applications under the Offer) the above information may or may not be taken into account in the allocation of successful applications for Offer Shares.

3. Execution of this Application Form

All Qualifying Participant(s) named in Box 1 should sign in Box 3

BOX 3			
Sign Here 	_____ First named Qualifying Participant	_____ Date	_____ Second named Qualifying Participant (if applicable)
Sign Here 	_____ Third named Qualifying Participant (if applicable)	_____ Date	_____ Fourth named Qualifying Participant (if applicable)

4. CREST details

Only complete this Box 4 if the applicable Offer Shares are to be deposited into a CREST account which must be in the same name as the holder(s) given in Box 1

BOX 4
CREST Participant ID:
CREST Member Account ID:

5. Change of address

If the details shown in Box 1 are incorrect, please complete Box 5 with correct details

BOX 5
Name: <hr/>
Address (to which definitive share certificate(s) will be sent, if included): <hr/> <hr/>

6. Contact telephone number

(Insert a daytime contact telephone number, including STD, in the case of any queries regarding your application)

BOX 6
Telephone number: <hr/>

7. How to pay

Payments must be made by cheque or banker's draft in pounds sterling drawn on a branch in the United Kingdom of a bank or building society and bear a UK bank sort code number in the top right hand corner. Cheques, which must be drawn on your personal account where you have sole or joint title to the funds, should be made payable to "Share Registrars Limited Receiving Agent Account". Third party cheques will not be accepted with the exception of building society cheques or banker's drafts where the building society or bank has confirmed the name of the account holder by stamping or endorsing the building society cheque/banker's draft to such effect. The account name should be the same as that shown on the Application Form.

Please also see note paragraphs (c) and (e) in Part IV (Terms and Conditions of the Offer) of the Circular, and the additional notes below relating to compliance with the requirements of the UK Money Laundering Regulations 2007.

8. Excess applications

In the event that applications for the Offer Shares exceed the Offer Maximum, the Directors reserve the right to exercise their absolute discretion to scale back some or all of the applications such that the Offer Maximum is not exceeded. The Directors have reserved the right to exercise complete discretion in the acceptance and allocation of applications.

PROCEDURE FOR APPLICATION

Before completing the application form, **ALL QUALIFYING PARTICIPANTS** should read notes 1-6 and 8-10 below.

JOINT QUALIFYING PARTICIPANTS should also read note 7 below.

1. Personal details

Please check carefully your personal details set out in Box 1. If these details are incorrect, please insert your correct name and address in Box 5. If you have changed your name, you should forward your marriage certificate or deed poll for noting. If the name is incorrect, you should send a letter from your bank, stockbroker or solicitor to accompany this Application Form confirming that the person described on this Application Form and the person who has signed this Application Form are one and the same person. All original documents will be returned by post as soon as possible but at your sole risk.

2. Application

Fill in (in figures) in Box 2 the number of Offer Shares and the amount (in pounds sterling) that you wish to apply for under the Offer. Your application must not exceed the Offer Maximum. Please note that this Application Form is personal and cannot be assigned or transferred. An application once made shall be irrevocable and may not be withdrawn.

3. Beneficial holders and related items

If you are offering to subscribe Offer Shares as nominee on behalf of one or more individual investors, please provide in column 1 of Box 2A the names of those investors, please also provide in column 2 of Box 2A the number of Offer Shares applied for in respect of each such individual investor.

Please note that (without prejudice to the right of the directors to exercise their absolute discretion in the allocation of successful applications under the Offer) the information that investors provide in respect of the items referred to in this note 3.

4. Signature

The Qualifying Participant(s) named in Box 1 must sign and date Box 3.

This Application Form may be signed by another person on behalf of a Qualifying Participant if that person is duly authorised to do so under a power of attorney. The original of the relevant power of attorney (or a complete copy certified by a solicitor or notary) must be enclosed for inspection together with this duly completed Application Form. A corporation should sign under the hand of a duly authorised official whose representative capacity should be stated.

5. CREST

If you wish to have your Offer Shares delivered through CREST you acknowledge that, if the Offer Shares for which this Application Form is accepted are credited to the CREST Stock Account having the CREST Member Account ID provided in Box 4, save as otherwise provided herein or in the Circular, you will not be sent a share certificate, confirmation of the credit to the CREST Stock Account or any other written communication from the Company in respect of this issue of Offer Shares. Provision of the CREST Member Account ID in Box 4 will be taken as instruction to the Company to take all steps to procure that your name(s) is/are placed on the register of members maintained by the Company and that pending alteration of CREST Stock Accounts, transfers will be certified against the register of members of the Company. You acknowledge that the Company retains the right, for any reason, to provide the Offer Shares in certificated form only.

6. How to pay

Attach a cheque or banker's draft for the exact amount you have written in Box 2.

Payments must be made by cheque or banker's draft in pounds sterling drawn on a branch in the United Kingdom of a bank or building society and bear a UK bank sort code number in the top right hand corner. The amount of your cheque or banker's draft should be the Issue Price (475 pence) multiplied by the number of Offer Shares inserted in Box 2. Cheques, which must be drawn on your personal account where you have sole or joint title to the funds, should be made payable to "Share Registrars Limited Receiving Agent Account". Third party cheques will not be accepted with the exception of building society cheques or banker's drafts where the building society or bank has confirmed the name of the account holder by stamping or endorsing the building society cheque/banker's draft to such effect. The account name should be the same as that shown in Box 1 of this Application Form.

By returning this Application Form together with your remittance you warrant that your cheque or banker's draft (which the Company reserves the right to have presented on receipt) will be honoured on first presentation. The Company may elect not to treat as invalid acceptances in respect of which cheques or banker's drafts are not so honoured.

United Kingdom Money Laundering Regulations 2007 – applications in excess of €15,000

Under the Money Laundering Regulations 2007, Share Registrars Limited may be required to check the identity of persons who subscribe for more than the sterling equivalent of €15,000 of Offer Shares. Share Registrars Limited may therefore undertake electronic searches for the purposes of verifying your identity. To do so, Share Registrars Limited may verify the details against your identity, but may also request further proof of identity. Share Registrars Limited reserve the right to withhold any entitlement (including any refund cheque) until such verification of identity is completed to its satisfaction.

If satisfactory evidence of identity has not been obtained within a reasonable time, and in any event by 11.00 a.m. on 20 December 2016, your application may not be accepted.

7. Joint Qualifying Participants

All joint Qualifying Participants must complete and sign Box 3. Another person may sign on behalf of any joint Qualifying Participants if that other person is duly authorised to do so under a power of attorney. The original of the relevant power of attorney (or a complete copy certified by a solicitor or notary) must be enclosed for inspection together with this duly completed Application Form. Certificates, cheques or other correspondence will be sent at your sole risk to the address in Box 1 or, if different, subject to applicable law and/or regulation, the address completed in Box 5.

8. Change of address

If the address printed in Box 1 is incorrect, please complete Box 5 with the correct address. Certificates, cheques or other correspondence will then, subject to applicable law and/or regulation, be sent to the address in Box 5.

9. Contact telephone number

Insert in Box 6 a daytime contact telephone number, including STD, in the case of any queries regarding your application.

10. Instructions for delivery of completed Application Forms

This Application Form should be completed and returned, by post or by hand (during normal business hours only) to Share Registrars Ltd, The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR, **so as to be received by not later than 11.00 a.m. on 20 December 2016**, together, in each case, with payment in full in respect of your application. If you post your completed Application Form, you are recommended to use first class post and to allow at least three business days for delivery. Application Forms received after 11.00 a.m. on 20 December 2016 may be unsuccessful and may be returned.

Any remittance not accepted shall be sent at your sole risk to the address in Box 1 or, if different, subject to applicable law and/or regulation, the address in Box 5.