

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the Offer or the contents of this document or what 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 duly authorised under FSMA if you are resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser in the relevant jurisdiction.**

**This Form of Acceptance should be read in conjunction with the accompanying Offer Document dated 20 December 2019**, which is available on BLME's website at <https://www.BLME.com> and on Boubyan Bank's website at <https://boubyan.bankboubyan.com/en>. Unless the context otherwise requires, the definitions contained in the Offer Document also apply in this Form of Acceptance.

If you have sold or otherwise transferred all of your BLME Shares (other than pursuant to the Offer), please send the Offer Document, but not this personalised Form of Acceptance, at once to the stockbroker, bank or other agent through whom the sale or transfer was effected (but not into a Restricted Jurisdiction), for delivery to the purchaser or transferee. If you have sold or otherwise transferred only part of your holding of BLME Shares, you should retain these documents and consult the stockbroker, bank or other agent through whom the sale or transfer was effected. If you have recently purchased or otherwise acquired BLME Shares in certificated form, notwithstanding receipt of the Offer Document and any accompanying documents from the transferor, you should contact the Receiving Agent to obtain a personalised Form of Acceptance.

The Offer is not being communicated, and will not be communicated, directly or indirectly, in or into or by use of the mails of, or by any means or instrumentality (including, but not limited to, by mail, telephonically or electronically by way of internet or otherwise) of interstate or foreign commerce of, or by any facilities of a national, state or securities exchange of, any Restricted Jurisdiction and the Offer is not capable of acceptance by any such use, means, instrumentality or facility or from within any Restricted Jurisdiction.

Further information for Overseas Shareholders is set out in paragraph 7 of Part B of Appendix I of the Offer Document. Any person (including, without limitation, any custodian, nominee or trustee) who would, or otherwise intends to, or who may have a contractual or legal obligation to forward the Offer Document, together with this accompanying Form of Acceptance, to any jurisdiction outside the United Kingdom should read that paragraph.

## FORM OF ACCEPTANCE AND AUTHORITY

### Recommended cash offer

by

### BOUBYAN BANK K.S.C.P.

for

### BLME HOLDINGS PLC

*(Incorporated and registered in England and Wales with Registered No. 08503102)*

**Acceptances of the Offer must be received by 1.00 p.m. (London time)**

**on 27 January 2020**

**BLME Shareholders who only hold BLME Shares through the Nasdaq Dubai CSD should NOT complete this Form of Acceptance**

#### ACTION TO BE TAKEN

Before completing this Form of Acceptance, please read the section headed "ACTION TO BE TAKEN IF YOU WISH TO ACCEPT THE OFFER OR PROCURE ACCEPTANCE OF THE OFFER ON YOUR BEHALF" on pages (i) to (vii) of the Offer Document, paragraph 17 of the letter from Boubyan Bank to BLME Shareholders contained in Part 2 of the Offer Document and Appendix I to the Offer Document, the terms of which are incorporated into and form part of this Form of Acceptance.

To accept the Offer in respect of BLME Shares held in certificated form, complete this Form of Acceptance on page 3 by following the instructions and notes for guidance set out on pages 2 and 4. In particular, please sign Box 3 on page 3 of this Form of Acceptance in the presence of a witness who must also sign in the box and state his or her name and address.

- If your BLME Shares are in certificated form (that is, not held through the Nasdaq Dubai CSD), return this Form of Acceptance, duly completed, signed and accompanied by your share certificate(s) and/or other document(s) of title, by post or by hand (during normal business hours) to Lucid Issuer Services Limited at Tankerton Works, 12 Argyle Walk, London WC1H 8HA, United Kingdom so as to arrive by no later than 1.00 p.m. (London time) on 27 January 2020. No acknowledgement of receipt of documents will be given.
- If your BLME Shares are in certificated form and your share certificate(s) and/or other document(s) of title is/are with your bank, stockbroker or other agent, you should complete and sign this Form of Acceptance and arrange for it to be lodged by such agent, together with the relevant share certificate(s) and/or other document(s) of title, unless your share certificate(s) and/or other document(s) of title is/are not readily available, in which case please refer to note 5 on page 4 of this Form of Acceptance. If your share certificate(s) and/or other document(s) of title is/are lost, please refer to note 6 on page 4 of this Form of Acceptance.
- If your BLME Shares are in dematerialised form (that is, held through the Nasdaq Dubai CSD), you should not complete or return a Form of Acceptance, but take the action set out in paragraph 17 of the letter from Boubyan Bank to BLME Shareholders contained in Part 2 of the Offer Document and either request a personalised Letter of Instruction from the Receiving Agent and return the duly completed and signed Letter of Instruction to the Receiving Agent by post or by hand at Lucid Issuer Services Limited, Tankerton Works, 12 Argyle Walk, London, WC1H 8HA, United Kingdom, or complete a Letter of Instruction online at [www.lucid-is.com/boubyan](http://www.lucid-is.com/boubyan) to enable the Receiving Agent to process your Letter of Instruction and authorise the Escrow Agent to instruct Nasdaq Dubai CSD to transfer your BLME Shares to the Escrow Account. **You should ensure that your Letter of Instruction is received by the Receiving Agent by no later than 1.00 p.m. (London time) on 24 January 2020.**
- If you hold BLME Shares in both certificated and dematerialised form, you should complete a Form of Acceptance in relation to the certificated holding(s) only. Similarly, if you hold BLME Shares in certificated form but under different designations you should complete a separate Form of Acceptance in respect of each designation. You can obtain further Forms of Acceptance by contacting Lucid Issuer Services Limited between 9.00 a.m. and 5.00 p.m. (London time) Monday to Friday (except UK public holidays) by telephone on +44 (0) 20 7704 0880 or by email to [boubyan@lucid-is.com](mailto:boubyan@lucid-is.com).
- If you hold BLME Shares jointly with others, you must arrange for all your co-holders to sign this Form of Acceptance.
- A Form of Acceptance that is received in an envelope postmarked in a Restricted Jurisdiction, or which otherwise appears to Boubyan Bank or its agents to have been sent from a Restricted Jurisdiction, may be treated as invalid.

**If you are in any doubt as to how to complete this Form of Acceptance, please contact Lucid Issuer Services Limited between 9.00 a.m. and 5.00 p.m. (London time) Monday to Friday (except UK public holidays) by telephone on +44 (0) 20 7704 0880 or by email to [boubyan@lucid-is.com](mailto:boubyan@lucid-is.com). For legal reasons, Lucid Issuer Services Limited will not be able to provide advice on the merits of the Offer or provide financial advice.**

**DO NOT DETACH ANY PART OF THIS FORM OF ACCEPTANCE**

## HOW TO COMPLETE THE FORM OF ACCEPTANCE ON PAGE 3

The provisions of Appendix I to the Offer Document are deemed to be incorporated in and form part of this Form of Acceptance.

1

If your address details in Box 1 have changed or are incomplete please tick the box and show the updated information, in **BLOCK CAPITALS** using **BLACK INK**.

2

### THE OFFER

To accept the Offer, insert in Box 2 the total number of BLME Shares in respect of which you wish to accept the Offer. You must also sign Box 3 in accordance with the instructions set out below, which will constitute your acceptance of the Offer.

**PLEASE REMEMBER TO SEND US YOUR VALID BLME ORDINARY SHARE CERTIFICATE(S)**

3

### SIGNATURES

To accept the Offer you must sign Box 3 and, in case of a joint holding, arrange for ALL joint holders to do likewise. All registered holders, including joint holders, who are individuals must sign Box 3 in the presence of a witness who must also sign Box 3 where indicated. If these instructions are not followed, this Form of Acceptance will be invalid. The witness must be over 18 years of age and should not be another joint holder signing the Form of Acceptance. The same witness may witness the signature of each joint holder. The witness should also print his/her name where indicated.

A company must execute this Form of Acceptance under its common seal, the seal being affixed and witnessed in accordance with its articles of association or other regulations. Alternatively, a company to which section 44 of the Companies Act 2006 applies may execute this Form of Acceptance by: (i) a director and the company secretary; or (ii) by two directors of the company; or (iii) by a director of the company in the presence of a witness who attests the signature, in each case signing the Form of Acceptance and inserting the name of the company above their signatures. Each such person signing this Form of Acceptance for a company should state the office which he/she holds. A body corporate incorporated outside Great Britain may execute this Form of Acceptance in accordance with the laws of the territory in which it is incorporated provided that execution is expressed to be by the Company or otherwise in accordance with the provision of the Overseas Companies (Execution of Documents and Registration of Charges) Regulation 2009 of the United Kingdom.

If the Form of Acceptance is not signed by the registered holder(s), insert the name(s) and capacity (e.g. attorney or executor(s)) of the person(s) signing the Form of Acceptance in the presence of a witness who must also sign Box 3 where indicated. You should also deliver evidence of your authority in accordance with the notes on page 4.

This Form of Acceptance should not be signed in a Restricted Jurisdiction. This Form of Acceptance shall, when executed and delivered, take effect as a deed.

4

### RESTRICTED JURISDICTIONS

If you are unable to give the warranties and representations required by paragraph (b) of Part C of Appendix I to the Offer Document, you must put "NO" in Box 4 and you should read paragraph (7) of Part B of Appendix I to the Offer Document. If you do not put "NO" in Box 4 you will be deemed to have given such warranties and representations.

5

### BANK ACCOUNT DETAILS

Complete Box 5 to receive the consideration for your certificated shares via bank transfer. The name of the account holder, as it appears on the bank account, must be the same as the name of the BLME Shareholder on the register of BLME. The BLME Shareholder's bank's address must not be in a Restricted Jurisdiction.

Please fill in your SWIFT/BIC Code, your IBAN (and, if known, the SWIFT/BIC Code of any intermediary bank), along with the name of your bank and its address. All payments will be made in US dollar. If the bank account specified is not a US dollar account, you may be charged by your receiving bank or the intermediary bank for receiving US dollar, and you will be responsible for any such charges levied.

If Box 5 is left blank, or completed incorrectly, or if the payment to the bank account specified in Box 5 is rejected or otherwise fails, the consideration will be sent via cheque issued in the name of the BLME Shareholder and sent to the address set out in Box 1, or Box 6 (if completed).

6

### ALTERNATIVE ADDRESS FOR DESPATCH OF CONSIDERATION

Complete Box 6 if you wish the consideration and/or other documents to be sent to someone other than the sole or first-named registered holder at the address set out in Box 1 (e.g. your bank manager or stock broker). Box 6 must also be completed by holders with registered addresses in a Restricted Jurisdiction. You must not insert into Box 6 an address in a Restricted Jurisdiction.

**Kindly Note:** This form is issued only to the addressee(s) and is specific to the class of security and the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; (ii) classes of security; or (iii) uniquely designated accounts. Boubyan Bank, BLME and Lucid Issuer Services Limited accept no liability for any instruction that does not comply with these conditions.

1

Please tick this box if your address details in Box 1 **have** changed or are incomplete and update below in BLOCK capitals:

House Number:  Post Code:

Street/Road Name .....  
 (BLOCK CAPITALS)

Town/City .....  
 (BLOCK CAPITALS)

Country .....  
 (BLOCK CAPITALS)

For information purposes only: Number of **BLME Shares** held by you as at the close of business on 19 December 2019.

Please enter here a daytime telephone number (including STD Code) where you can be contacted in the event of any query arising from completion of this Form of Acceptance.

Please enter here an email address where you can be contacted in the event of any query arising from completion of this Form of Acceptance.

2

**TO ACCEPT THE OFFER**  
 Complete Boxes 2, 3 and 5 and, if appropriate Boxes 4 and /or 6

Number of **BLME Shares** for which you are accepting the Offer.

3A


**ALL SHAREHOLDERS ARE TO SIGN HERE TO ACCEPT THE OFFER. NB ALL SHAREHOLDER SIGNATURE(S) MUST BE WITNESSED.**  
 Execution by individuals Signed and delivered as a deed by:

	Signature(s) of Shareholder(s)	Name of Witness	Signature of Witness
1	<input type="text"/>	<input type="text"/>	<input type="text"/>
2	<input type="text"/>	<input type="text"/>	<input type="text"/>
3	<input type="text"/>	<input type="text"/>	<input type="text"/>
4	<input type="text"/>	<input type="text"/>	<input type="text"/>

**NOTE:** The witness must be a person who is over 18 years of age who is not another joint holder and the same witness may witness on behalf of all or any registered holders

3B

**Execution by a Company:** The common seal was affixed/executed as a deed on behalf of the Company named above in the presence of:



Signature  Name of Director

Signature  Name of \*Director/Secretary/ Witness

\*Delete as appropriate

4

**RESTRICTED JURISDICTIONS**

Only complete this box by inserting "NO" if you are a restricted overseas person and UNABLE to give the representations and warranties required by paragraph (b) of Part C of Appendix I of the Offer document.

5

**BANK ACCOUNT DETAILS**

Please complete this section to receive consideration via bank transfer.

PAYMENT DETAILS			
Name of Beneficiary Account		Correspondent Bank Details (if available):	
Beneficiary Account Number/IBAN		Correspondent Bank Name	
Beneficiary Bank and address		Correspondent Bank Swift Code	
Swift Code		Beneficiary Bank's Account with Correspondent Bank	
Sort Code		Correspondent Bank Sort Code	

6

**ALTERNATIVE ADDRESS FOR DESPATCH OF CONSIDERATION**

Address outside a Restricted Jurisdiction to which consideration may be sent, if not as specified above and if consideration is not being received via bank transfer.

Name .....

Address .....

..... Postcode .....

**PLEASE REMEMBER TO SEND US YOUR VALID BLME ORDINARY SHARE CERTIFICATE(S).**

If you have lost your certificate(s) and have already applied for a Letter of Indemnity, place a cross  in this box

## ADDITIONAL NOTES REGARDING THE COMPLETION OF THIS FORM OF ACCEPTANCE

In order to be effective, this Form of Acceptance must, except as mentioned below, be signed by the registered holder or, in the case of a joint holding, by ALL the joint holders or under a power of attorney. A body corporate incorporated in England and Wales may execute this Form of Acceptance under its common seal, the seal being affixed and witnessed in accordance with its articles of association or other regulations. Alternatively, a company to which section 44 of the Companies Act 2006 applies may execute this Form of Acceptance by (i) a director and the company secretary; or (ii) by two directors; or (iii) by a director in the presence of a witness who attests the signature, in each case signing this Form of Acceptance and inserting the name of the company above their signatures. Each such person signing this Form of Acceptance should state the office which he/she holds in the relevant company.

In order to avoid inconvenience and delay, the following points may assist you:

**1. If a holder is away from home (e.g. abroad or on holiday):**

Send this Form of Acceptance by the quickest means (e.g. airmail) to the holder (but not in or into a Restricted Jurisdiction) for execution or, if he has executed a power of attorney, have this Form of Acceptance signed by the attorney in the presence of a witness who must also sign this Form of Acceptance. In the latter case, the original power of attorney (or a copy thereof duly certified in accordance with the Powers of Attorney Act 1971 by, for example, a solicitor) must be lodged with this Form of Acceptance. **No other signatures are acceptable.**

**2. If you have sold or transferred all, or wish to sell or transfer part, of your holding of BLME Shares:**

If you have sold or otherwise transferred all of your BLME Shares, you should send the Offer Document, but not this personalised Form of Acceptance, at once to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee (but not in or into a Restricted Jurisdiction). If your BLME Shares are in certificated form, and you wish to sell or transfer part of your holding of BLME Shares and to accept the Offer in respect of the balance but are unable to obtain the balance share certificate by 1.00 p.m. (London time) on 27 January 2020, you should ensure that the stockbroker, bank or other agent through whom you make the sale or transfer obtains the appropriate endorsement or indication, signed on behalf of BLME's registrars, Link Market Services (EMEA) (DIFC) Limited, in respect of the balance of your holding of BLME Shares. If you have recently purchased or otherwise acquired BLME Shares in certificated form, notwithstanding receipt of the Offer Document and any accompanying documents from the transferor, you should contact Lucid Issuer Services Limited to obtain a personalised Form of Acceptance.

**3. If the sole holder has died:**

A grant of probate or letters of administration must be obtained in respect of the relevant BLME Shares. If the grant of probate or letters of administration has/have been registered with BLME's registrars, Link Market Services (EMEA) (DIFC) Limited, this Form of Acceptance must be signed by the personal representative(s) of the deceased holder each in the presence of an independent witness who must also sign this Form of Acceptance. This Form of Acceptance should then be lodged with Lucid Issuer Services Limited at the address given on the cover page of this Form of Acceptance, together with the relevant share certificate(s) and/or other document(s) of title, and, in all cases, death certificate(s). If the grant of probate or letters of administration has/have not been registered with BLME's registrars, the personal representative(s) or the prospective personal representative(s) should sign this Form of Acceptance and forward it to Lucid Issuer Services Limited at the address given on the cover page of this Form of Acceptance, together with the relevant share certificate(s) and/or other document(s) of title. However, once obtained, the grant of probate or letters of administration must be lodged before the consideration due under the Offer can be forwarded to the personal representative(s).

**4. If one of the joint holders has died:**

This Form of Acceptance is valid if signed by the surviving holder(s) (each in the presence of an independent witness) and, if the BLME Shares are held in certificated form, lodged with the share certificate(s) and/or other document(s) of title and, in all cases, death certificate(s), and an office copy grant of probate or letters of administration of the deceased holder. These documents will be returned as directed.

**5. If your BLME Shares are in certificated form and the certificate(s) are held by your stockbroker, bank or other agent:**

- a) If your share certificate(s) and/or other document(s) of title is/are with your stockbroker, bank or other agent, you should complete this Form of Acceptance and, if the certificate(s) is/are readily available, arrange for this Form of Acceptance to be lodged by such agent with Lucid Issuer Services Limited at the address given on the cover page of this Form of Acceptance, accompanied by the share certificate(s) and/or other document(s) of title so as to arrive by no later than 1.00 p.m. (London time) on 27 January 2020.
- b) If the certificate(s) is/are not readily available, lodge this Form of Acceptance with Lucid Issuer Services Limited at the address given on the cover page of this Form of Acceptance, duly completed together with a note saying e.g. "certificate(s) to follow", and arrange for the certificate(s) to be forwarded as soon as possible thereafter but in any event so as to arrive by no later than 1.00 p.m. (London time) on 27 January 2020. It will be helpful for your agent, unless he is in a Restricted Jurisdiction, to be informed of the full terms of the Offer.

**6. If your BLME Shares are in certificated form and you have lost any of your share certificate(s) and/or other document(s) of title:**

Complete and execute this Form of Acceptance and lodge it, together with a letter of explanation and any share certificate(s) and/or other document(s) of title which are available, with Lucid Issuer Services Limited at the address given on the cover page of this Form of Acceptance. At the same time you should write as soon as possible to BLME's registrars, Link Market Services (EMEA) (DIFC) Limited, Office No.35, Level 15, The Gate Building, Dubai International Financial Centre, P.O. Box 506875, Dubai, UAE, requesting a letter of indemnity for the lost share certificate(s) and/or other document(s) of title. When completed in accordance with the instructions given, you should return the letter of indemnity to Lucid Issuer Services Limited at the address given on the cover page of this Form of Acceptance so as to arrive by no later than 1.00 p.m. (London time) on 27 January 2020.

**7. If your BLME Shares are held through the Nasdaq Dubai CSD:**

You should take the action set out in paragraph 17.2 of the letter from Boubyan Bank to BLME Shareholders contained in Part 2 of the Offer Document and sign and return to the Receiving Agent a Letter of Instruction.

**8. If the Form of Acceptance is signed under a power of attorney:**

The completed Form of Acceptance, together with any share certificate(s) and/or other document(s) of title, should be lodged with Lucid Issuer Services Limited at the address set out on the cover page of this Form of Acceptance, accompanied by the original power of attorney (or a copy thereof duly certified in accordance with the Powers of Attorney Act 1971 by, for example, a solicitor). The power of attorney will be duly noted by Lucid Issuer Services Limited and returned as directed.

**9. If your full name or other particulars differ from those appearing on your share certificate:**

- a) Incorrect name e.g.:

Name on the certificate(s) ..... John Smith

Correct name ..... Jon Smyth

complete this Form of Acceptance with the correct name and lodge it, accompanied by a letter from your bank, stockbroker or solicitor confirming that the person described on the certificate and the person who has signed this Form of Acceptance are one and the same.

- b) Incorrect address: insert the correct address in Box 1 of this Form of Acceptance.

- c) Change of name: lodge your marriage certificate or the deed poll with this Form of Acceptance for noting. These documents will be returned as directed.

**10. If you are outside the United Kingdom:**

The attention of Overseas Shareholders is drawn to paragraph 7 of Part B, paragraph (b) of Part C and/or paragraph (b) of Part D of Appendix I to the Offer Document. Without prejudice to Appendix I to the Offer Document, Boubyan Bank and/or its agents reserve the right (subject to the Code and the TKO) to treat as valid any acceptance of the Offer which is not entirely in order or which is not accompanied by the relevant share certificate(s) and/or other document(s) of title.

**11. Payment of consideration:**

The consideration payable under the Offer cannot be sent to you until all relevant documents have been properly completed and sent by post or by hand (during normal business hours) to Lucid Issuer Services Limited at the address set out on the cover page of this Form of Acceptance.

**12. Incomplete forms:**

Without prejudice to Appendix I to the Offer Document, Boubyan Bank and/or its agents reserve the right (subject to the Code and the TKO) to treat as valid any acceptance of the Offer which is not entirely in order or which is not accompanied by the relevant share certificate(s) and/or other document(s) of title. In either event, no consideration due under the Offer will be sent until after the relevant share certificate(s) and/or other document(s) of title or indemnities satisfactory to Boubyan Bank have been received.