



**Registered Office:**  
Regency Court  
Gategny Esplanade  
St Peter Port  
Guernsey  
GY1 1WW

Registered in Guernsey  
under registration  
number 50877

## Notes

1. A registered member of the Company may appoint one or more proxies (who need not be a member of the Company, but must attend the Meeting in person to represent you) to exercise all or any of their rights to attend and to speak and vote at the Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by them. A member may appoint a proxy or proxies by:

- completing and returning the proxy form enclosed in this pack to Computershare Investor Services (Guernsey) Limited c/o The Pavilions, Bridgwater Road, Bristol, BS99 6ZY; or
- if you are a user of the CREST system (including CREST Personal Members), having an appropriate CREST message transmitted.

**IMPORTANT: In any case, your proxy form must be received by the Company's registrars, Computershare Investor Services (Guernsey) Limited, in accordance with the instructions above no later than 48 hours before the time fixed for holding the Meeting (excluding any part of a non-working day) (i.e. by no later than 4:00 p.m. on 11 May 2020).**

2. To appoint a proxy or to give or amend an instruction to a previously appointed proxy via the CREST system, the CREST message must be received by the agent of the Company's registrar Computershare Investor Services (Guernsey) Limited (3RA50) by no later than 4:00 p.m. on 11 May 2020. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the Company's agent is able to retrieve the message. After this time, any change of instructions to a proxy appointed through CREST should be communicated to the proxy by other means. CREST Personal Members or other CREST sponsored members and those CREST Members who have appointed voting service provider(s) should contact their CREST sponsor or voting service provider(s) for assistance with appointing proxies via CREST. For further information on CREST procedures, limitations and system timings, please refer to the CREST Manual. We may treat a proxy appointment sent by CREST as invalid in the circumstances set out in Regulation 34 of the Uncertificated Securities (Guernsey) Regulations 2009.

3. The chairman of the Meeting is willing to be your proxy. If you wish to appoint the chairman, you need not change this part of the proxy form. If you are an ordinary shareholder and wish to appoint someone else to be your proxy, you should delete the words "the chairman of the Meeting or, failing that person" and write the name and address of the person you wish to be your proxy in the space provided.

4. You may instruct your proxy how to vote by marking the appropriate box next to each resolution. Details of the resolutions are contained in the notice of the Meeting and the explanatory notes thereto. If in respect of any resolution, you have not given specific instructions on how your proxy should vote, then your proxy will have discretion to vote on that resolution, in respect of your total holding, as they see fit. Your proxy will also have discretion to vote as they see fit on any other business which may properly come before the Meeting, including amendments to resolutions, and at any adjournment of the Meeting. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution.

5. In order that this proxy form shall be valid, it must be completed, signed and deposited at Computershare Investor Services (Guernsey) Limited, c/o The Pavilions, Bridgwater Road, Bristol, BS99 6ZY by no later than 4:00 p.m. on 11 May 2020 or not less than 48 hours before the time appointed for any adjourned meeting at which the person named in this proxy form proposes to vote (or, in the case of a poll, shall be deposited at the time the poll is demanded or, if the poll is to be taken more than 48 hours after it is demanded, at least 24 hours before the time appointed for taking the poll) and if not, (unless the board of the Company directs otherwise) the proxy form shall not be treated as valid (in each case excluding any part of a non-working day).

In the case of joint holders (i) only one need sign, and (ii) the vote of the senior holder who tenders a vote, whether in person or by proxy or (in the case of a corporation) by authorised representative, will alone be counted. For this purpose, seniority will be determined by the order in which the names appear in the Register of Members in respect of the joint holding.

If necessary, someone else may sign the form on your behalf. In that case, the authority (or a notarially certified copy of such authority) under which the proxy form is signed must be sent with the form. If a proxy is being appointed by an attorney, the power of attorney (or a notarially certified copy of such power of attorney) must be sent with the proxy form, unless it has been previously lodged with the Company's registrar.

6. To appoint more than one proxy, you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Each proxy may only be appointed to exercise the rights attached to a different share or shares. Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be executed and should be returned together in the same envelope.

7. In the case of a corporation, the proxy form should be executed by a duly authorised officer or person or under its common seal or in any other manner authorised by its constitution.

8. Return of this form will not prevent a registered member from attending the Meeting and voting in person.

9. If you wish to revoke a proxy form instruction, then you will need to send a notice of revocation to Computershare Investor Services (Guernsey) Limited, Proxy Department, c/o The Pavilions, Bridgwater Road, Bristol, BS99 6ZY United Kingdom and executed in accordance with notes 1, 2 and 5 above. The revocation notice must be received by Computershare before the time fixed for the commencement of the Meeting (or any adjournment thereof) or before the taking of the poll at which the proxy is used.

## Burford Capital Limited (the "Company")

Proxy form for use by shareholders of the Company at the annual general meeting of the Company to be held at 4:00 p.m. on 13 May 2020 at Regency Court, Gategny Esplanade, St Peter Port Guernsey, GY1 1WW (the "Meeting") and at any adjournment(s) thereof.

I/We \_\_\_\_\_  
(full name(s) in BLOCK CAPITALS)  
of \_\_\_\_\_  
(address in BLOCK CAPITALS)

being (a) holder(s) of ordinary shares in the capital of Burford Capital Limited (the "shares") and entitled to vote,

**HEREBY APPOINT** the chairman of the Meeting or, failing that person **(see Note 3 overleaf – to appoint the chairman of the Meeting, please do not insert a name or address of a proxy below)**

(full name(s) in BLOCK CAPITALS)  
of \_\_\_\_\_  
(address in BLOCK CAPITALS)

as my/our proxy to attend and vote for me/us on my/our behalf at the Meeting of the Company to be held at 4:00 p.m. on 13 May 2020 at Regency Court, Gategny Esplanade, St Peter Port, Guernsey, GY1 1WW and at any adjournment(s) thereof.

I/We wish my/our proxy to vote as indicated below in respect of the resolutions as more fully set out in the notice of the Meeting dated 28 April 2020. **Please indicate which way you wish your proxy to vote by ticking the appropriate box alongside each resolution (see Note 4 overleaf).** Resolutions 12, 13 and 14 will be proposed as special resolutions and all the other resolutions will be proposed as ordinary resolutions.

Resolutions	For	Against	Vote withheld
1. To receive the accounts for the year ended 31 December 2019 and the directors' and auditors' reports thereon	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-appoint Sir Peter Middleton as director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-appoint Charles Parkinson as director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To appoint Robert Gillespie as director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To appoint John Siewwright as director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To appoint Christopher Bogart as director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-appoint Ernst & Young LLP as the Company's auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To authorise the directors to agree the auditors' remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To authorise the directors to allot shares up to a specified amount	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To authorise the Company to purchase its own shares up to a specified amount	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To approve renewal of, and amendments to, the Company's 2016 Long Term Incentive Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To authorise the directors to allot shares for cash without making a pre-emptive offer to shareholders (subject to the limitation set out in the resolution)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To authorise the directors to allot shares for cash without making a pre-emptive offer to shareholders (subject to the limitation set out in the resolution) for an acquisition or specified capital investment	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To adopt new articles of incorporation of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

(See Note 5 overleaf)

Signed: \_\_\_\_\_ Dated: \_\_\_\_\_

Name: \_\_\_\_\_ Number of shares held: \_\_\_\_\_

(Please complete in BLOCK CAPITALS)