

ATTENDANCE CARD

RICARDO plc - ANNUAL GENERAL MEETING

You may submit your proxy electronically using The Share Portal service at www.ricardo-shares.com.

If not already registered for The Share Portal, you will need your Investor Code below.

For use only by holders of shares having the right to attend and vote at the Annual General Meeting of Ricardo plc to be held at the offices of Investec Bank plc, 2 Gresham Street, London EC2V 7QP at 10.00 a.m. on 14 November 2013.

If you wish to attend this meeting in your capacity as a holder of Ordinary Shares, please sign this card and on arrival hand it to the Company's registrars. This will facilitate entry to the meeting.

Signature of
person attending

Barcode:

Investor Code:

FORM OF PROXY

RICARDO plc - ANNUAL GENERAL MEETING

Bar Code:

Investor Code:

I/We being (a) member(s) of the above named Company hereby appoint the Chairman of the Meeting (see note 1)

Name of Proxy

Number of shares proxy appointed over

Event Code:

as my/our proxy to attend, speak and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 10.00 a.m. on 14 November 2013 or at any adjournment thereof, as directed below. I have indicated with a cross in the space provided how I wish my votes to be cast in respect of the resolutions to be proposed at the meeting.

Please tick here if the proxy appointment is one of multiple appointments being made, for the appointment of more than one proxy, please refer to note 5 below

RESOLUTIONS

Please mark with an 'X' to indicate how you wish to vote

- | | FOR | AGAINST | VOTE WITHHELD |
|--|-------------------------------------|-------------------------------------|-------------------------------------|
| 1. To receive the Company's accounts for the year ended 30 June 2013 | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 2. To approve the Directors' remuneration report | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 3. To declare a final dividend of 10p per ordinary share | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 4. To re-appoint PricewaterhouseCoopers LLP as Auditors | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 5. To authorise the Audit Committee to determine the remuneration of the Auditor | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 6. To elect Ian Gibson as a Director | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 7. To re-elect Michael Harper as a Director | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 8. To re-elect Ian Lee as a Director | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 9. To re-elect David Hall as a Director | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 10. To re-elect Hans-Joachim Schöpf as a Director | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |

RESOLUTIONS

Please mark with an 'X' to indicate how you wish to vote

- | | FOR | AGAINST | VOTE WITHHELD |
|--|-------------------------------------|-------------------------------------|-------------------------------------|
| 11. To re-elect Dave Shemmans as a Director | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 12. To re-elect Peter Gilchrist as a Director | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 13. To re-elect Mark Garrett as a Director | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 14. To authorise the Company to make political donations | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 15. To authorise the directors to allot shares | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |

SPECIAL RESOLUTIONS

- | | | | |
|--|-------------------------------------|-------------------------------------|-------------------------------------|
| 16. To renew the directors' authority to allot shares without rights of pre-emption | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 17. To give the Company authority to purchase the Company's shares | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 18. To authorise the calling of a general meeting other than an AGM on notice of not less than 14 clear days | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |

Signature or COMMON SEAL

Date

Notes

1. A person entitled to attend and vote is entitled to appoint a proxy or proxies to attend and exercise all or any of his or her rights to speak and vote at the meeting instead of him or her. If you desire someone else to act as your proxy, please delete the words "the Chairman of the Meeting" and insert the full name and address of the person chosen in the space provided. All alterations to this Form of Proxy must be initialled. A proxy need not be a member of the Company.
2. To be effective, this Form of Proxy and any authority under which it is executed or a copy of such authority certified notarially must be received by Capita Registrars, The Proxy Department, PO Box 25, Beckenham, Kent BR3 4TU not less than 48 hours before the time for holding the meeting, i.e. by 10.00 a.m. on 12 November 2013. Deposit of this Form of Proxy will not preclude shareholders from attending and voting in person at the meeting.
3. In the case of a corporation, this Form of Proxy must be executed either under its common seal or the hand of a duly authorised officer or attorney, but the execution need not be attested.
4. In the case of joint holders of a share, the vote of the senior who tenders a vote shall be accepted to the exclusion of the votes of the other joint holders. Additionally, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. For this purpose, seniority shall be determined by the order in which the names stand in the Register.
5. A member is entitled to appoint more than one proxy, provided that each proxy is appointed to exercise the rights attached to different shares. To do so, additional proxy form(s) must be obtained by contacting Capita Registrars on 08716640300 (calls cost 10p per minute plus network extras) or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see * above) the number of shares in which they are authorised to act as your proxy. Please also indicate by ticking the box below if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together. If the number of shares for which a proxy is appointed is not completed above, the appointment will be deemed to related to all shares held by the appointor, and if multiple appointments are received, the earliest received will be accepted as valid.
6. The vote withheld option is to enable you to abstain on any of the specified resolutions. It should be noted that a "vote withheld" direction is not a vote in law, and will result in no vote being cast and the relevant shares will not be counted in the calculation of votes "for" and "against" that resolution.
7. If no indication is given as to how the proxy should vote on any resolution, the proxy will exercise their discretion as to whether, and if so how, to vote on that resolution, as they will do in respect of any other business which may properly be conducted at the meeting
8. CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent (ID RA10) by 10.00am. on 12 November 2013.

Business Reply
Licence Number
RSBH-UXKS-LRBC



PXS
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