



LIGHTWAVERF PLC

NON-CREST APPLICATION FORM

THIS NON-CREST APPLICATION FORM IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. THIS NON-CREST APPLICATION FORM IS PERSONAL TO THE SHAREHOLDER(S) NAMED IN IT AND MAY NOT BE ASSIGNED OR TRANSFERRED OR SPLIT (EXCEPT TO SATISFY *BONA FIDE* MARKET CLAIMS). IT IS NOT A NEGOTIABLE DOCUMENT AND CANNOT BE TRADED. If you are in any doubt about the 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 authorised under the Financial Services and Markets Act 2000 if you are resident in the United Kingdom. If you are not resident in the United Kingdom you should seek advice from an appropriate authorised independent adviser. Information on LightwaveRF and full details of the Open Offer are set out in the circular relating to the Open Offer dated 3 November 2017 (the "Circular"), which should be read carefully before any action is taken. A copy of the Circular is available for inspection on the LightwaveRF website at www.lightwaverf.com and during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted) from 3 November 2017 until the date which is one month from the date of Admission at the registered office of LightwaveRF plc, Innovation Campus Birmingham, Faraday Wharf, Holt Street, Birmingham B7 4BB. Unless the context otherwise requires, expressions defined in the Circular bear the same meanings in this Non-CREST Application Form. The Open Offer Shares have not been and will not be registered under the US Securities Act of 1933, as amended (the "US Securities Act"), or qualified for sale under the law of any state or other jurisdiction of the United States and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act. Neither the US Securities and Exchange Commission nor any securities regulatory body of any state or other jurisdiction of the United States, nor any securities regulatory body of any other country or political subdivision thereof, has approved or disapproved this Application Form, the Circular or the securities discussed herein or passed on the accuracy or adequacy of the contents of this Application Form or the Circular. Any representation to the contrary is unlawful.

Helpline Number

UK	0121 585 1131*
Overseas	+44 121 585 1131

*calls charged at your provider's normal rates, call charges may vary if using telephone operators. Calls to the helpline from outside the UK will be charged at applicable international rates.

Your telephone number if we need to contact you

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LIGHTWAVERF PLC

(Incorporated in England and Wales under the Companies Act 1985 with registered no. 06690180)

Open Offer by LightwaveRF plc to Qualifying Shareholders to apply for 1 Open Offer Share for every 8 Qualifying Shares held at 16 pence per share payable in full on application by not later than 11.00 a.m. on 20 November 2017

Box 1 Your registered shareholding of Qualifying Shares at 6.00 p.m. on 2 November 2017 (the "Record Date")	Box 2 Maximum Number of Open Offer Shares comprising your Basic Entitlement (entitlement rounded down to nearest whole number)	Box 3 The amount you must pay at 16 pence per share if you apply for your Basic Entitlement in full (set out in Box 2)	Box 4 PLEASE LEAVE BLANK	Box 5 PLEASE LEAVE BLANK
Box 6 Number of Open Offer Shares for which application is being made pursuant to your Basic Entitlement (up to the maximum shown in Box 2)	Box 7 Number of Excess Shares (if any) for which application is being made under the Excess Application Facility	Box 8 Total number of Open Offer Shares for which application is being made (Box 6 + 7)	Box 9 Amount enclosed (at 16 pence per Open Offer Share applied for as shown in Box 8) (Box 8 x 16 pence)	

Fractions of Open Offer Shares have been disregarded for the purpose of calculating your Basic Entitlement.

ACTION TO BE TAKEN:

There are 4 choices:

- If you wish to apply for your Basic Entitlement in full (as shown in Box 2) please sign, date and return this Non-CREST Application Form together with a pounds sterling cheque (duly endorsed) for the sum set out in Box 3.
- If you wish to apply under the Excess Application Facility for more than your Basic Entitlement, please complete Boxes 6 (which must be equal to the number of Open Offer Shares in Box 2), 7, 8 and 9 and then sign, date and return this Non-CREST Application Form together with a pounds sterling cheque for the sum inserted by you in Box 9. If you apply for more than your Basic Entitlement and your application is not satisfied in whole or in part, you confirm that the Company as your agent is authorised to return that part of the excess application money which relates to the additional Open Offer Shares which are not allotted to you, without payment of interest to you, by post at your risk.
- If you wish to apply for less than your Basic Entitlement, please complete Boxes 6 (this should show the number of Open Offer Shares for which you want to apply) 8 and 9 and then sign, date and return this Non-CREST Application Form together with a pounds sterling cheque for the sum inserted by you in Box 9.
- If you do not want to apply under the Open Offer, you do not need to take any action.

Please sign and date below if you want to apply under the Open Offer. All joint holders must sign.

I/WE DECLARE THAT I/WE AM/ARE MAKING THE APPLICATION FOR OPEN OFFER SHARES ON THE TERMS SET OUT IN THIS NON-CREST APPLICATION FORM AND IN THE CIRCULAR (INCLUDING THE UNDERTAKINGS, REPRESENTATIONS AND WARRANTIES SET OUT ON PAGE 3 OF THIS NON-CREST APPLICATION FORM AND IN THE CIRCULAR)			
Signature First Holder/Director	<input style="width: 100%; height: 30px;" type="text"/>	Second Holder (if any) Director or secretary	<input style="width: 100%; height: 30px;" type="text"/>
Third Holder (if any)	<input style="width: 100%; height: 30px;" type="text"/>	Fourth Holder (if any)	<input style="width: 100%; height: 30px;" type="text"/>
		Date:	<input style="width: 100%; height: 30px;" type="text"/>
A corporate shareholder should execute this instruction under its common seal or otherwise in accordance with applicable statutory requirements			
<input style="width: 100%; height: 30px;" type="text"/>		Please place an "X" in the box if you are affixing a company seal	<input style="width: 30px; height: 30px;" type="checkbox"/>
Executed and delivered as a deed by the company named above			
POWER OF ATTORNEY If signing under a power of attorney or other authority please put your full name here and enclose the original or a duly certified copy of the power of attorney or other authority with the Non-CREST Application Form			



FURTHER INFORMATION

1. More information on the Open Offer and how to complete the Non-CREST Application Form can be found in Part III (Details of the Open Offer) of the Circular.

NOTES

1. Except pursuant to an applicable exemption, this Non-CREST Application Form does not constitute an offer to sell or issue or the solicitation of an offer to buy or to subscribe for, Open Offer Shares in any jurisdiction where such an offer or solicitation is unlawful and any failure to comply with these restrictions may constitute a violation of applicable securities laws in such jurisdictions. The Open 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 any applicable securities laws of any state of the United States or qualify for distribution under any of the relevant securities laws of Australia, Canada, Japan, New Zealand, the Republic of Ireland, the Republic of South Africa or any state, province or territory thereof or any other jurisdiction outside the UK and no regulatory clearances in respect of the Open Offer Shares have been, or will be, applied for in any jurisdiction other than the UK. Accordingly, the Open Offer Shares are not being, and may not be, taken up, offered, sold, resold, delivered or distributed, directly or indirectly, through CREST or otherwise within, into or from the United States, Australia, Canada, Japan, New Zealand, the Republic of Ireland, or the Republic of South Africa or to or for the account of any person with a registered address in, or who is resident or ordinarily resident in, or a citizen of such jurisdictions or to any person in any country or territory where to do so would or might contravene local securities laws or regulations except pursuant to an applicable exemption.
2. If you have sold or otherwise transferred all of your registered holding of Existing Ordinary Shares on or prior to 6.00 p.m. on the Record Date please complete Box 10 on page 4 of this Non-CREST Application Form and read the instructions overleaf and forward this Non-CREST Application Form together with the accompanying documentation at once to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee (save that the Non-CREST Application Form should not be submitted or otherwise transferred to the United States, Australia, Canada, Japan, New Zealand, the Republic of Ireland, the Republic of South Africa or any other jurisdiction where it would be unlawful to do so except in the circumstances set out in the Circular), since the benefits arising under the Open Offer may, in such event, be claimed from you by the purchaser or transferee under the Rules of the London Stock Exchange. If you have sold or transferred only part of your holding on or prior to 6.00 p.m. on the Record Date, please see the instructions for transfer and splitting below.
3. The Open Offer is not a rights issue. Qualifying Shareholders should be aware that, unlike a rights issue, any Open Offer Shares not applied for will not be sold in the market on behalf of, or placed for the benefit of, Qualifying Shareholders who do not apply under the Open Offer but will be made available to Qualifying Shareholders under the Excess Application Facility with the net proceeds released for the benefit of the Company.

INFORMATION ON HOW TO COMPLETE THIS FORM

1. This Non-CREST Application Form should be completed and returned, in the pre-paid envelope provided or returned by post or by hand during normal office hours, to Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands B62 3DA (who will act as Receiving Agent in relation to the Open Offer), together with a cheque in respect of the number of Open Offer Shares applied for so as to arrive not later than 11.00 a.m. on 20 November 2017. If you post your Non-CREST Application Form by first class post, you are recommended to allow at least four working days for delivery. No receipt will be given for this Non-CREST Application Form or the application monies. All documents or remittances sent by or to an applicant, or as he may direct, will be sent through the post at his risk.
2. Applications may be made for Excess Shares in excess of your Basic Entitlement subject to the maximum referred to in paragraph 2 of Part III of the Circular. If you wish to apply for more than your Basic Entitlement, you should complete Boxes 6,7,8 and 9.
3. **Cheques should be drawn on a personal account in respect of which the Qualifying Shareholder has sole or joint title to the funds and should be made payable to "Neville Registrars Limited re Clients Account" and crossed "A/C payee only". Third party cheques (other than building society cheques where the building society or bank has confirmed that the relevant Qualifying Shareholder has title to the underlying funds by detailing the account holder on the back of the cheque and adding the branch stamp) will not be accepted. Payments via CHAPS, BACS or electronic transfer will not be accepted. Cheques must be drawn in Sterling on an account at a branch of a bank or building society in the UK, which is either a settlement member of the Cheque and Credit Clearing Company Limited or the CHAPS Clearing Company Limited or which has arranged for its cheques to be cleared through the facilities provided for the members of any of those institutions and must bear the appropriate sort code number in the top right hand corner, and must be for the full amount payable on application. If cheques are presented before the conditions of the Open Offer are fulfilled, application monies will be kept in a separate bank account pending the Open Offer becoming unconditional. Any interest earned on monies in such account will be retained by LIGHTWAVERF. The account name must be the same as that set out in the declaration on page 1 of this Non-CREST Application Form.**
4. An individual must sign the Non-CREST Application Form. A corporation should execute this Non-CREST Application Form under seal or as a deed or sign under the hand of a duly authorised officer who should state his/her capacity and any person(s) authorised by a corporation incorporated outside the United Kingdom may sign in accordance with the laws of the territory in which the relevant company is incorporated. In each case, execution should be expressed to be by the company. In the case of joint holders, all must sign. If this Non-CREST Application Form is signed under a power of attorney, such power of attorney or a duly certified copy thereof must accompany this Non-CREST Application Form.
5. The attention of Overseas Shareholders is drawn to the restriction on applications set out in paragraph 6 of Part III of the Circular. No person receiving this Non-CREST Application Form in any territory other than the United Kingdom, may treat the same as constituting an invitation or offer to him, nor should he in any event use such Non-CREST Application Form unless, in the relevant territory, such an invitation or offer could lawfully be made to him or such Non-CREST Application Form could lawfully be used without contravention of any registration or other legal or regulatory requirements. Any person (including without limitation, nominees and trustees) outside the United Kingdom, wishing to accept the Open Offer Shares comprised in the Non-CREST Application Form must satisfy himself as to full observance of the laws and regulatory requirements of the relevant territory in connection therewith, including obtaining all governmental or other consents, and paying all issue, transfer or other taxes due in such territory. Submission of this Non-CREST Application Form will constitute a warranty that all these requirements have been complied with. If you are in any doubt as to your position, you should consult your professional adviser.
LightwaveRF reserves the right to treat as invalid any acceptance or purported acceptance of Open Offer Shares comprised in a Non-CREST Application Form which either (a) appears to LightwaveRF or its agents to have been executed, effected or despatched in a manner which may involve a breach of the securities legislation of any jurisdiction or (b) does not contain the relevant warranty relating to Overseas Shareholders.
6. This Non-CREST Application Form may be split or transferred, but only to satisfy *bona fide* market claims in relation to sales or transfers made on or prior to 6.00 p.m. on the Record Date, and may be consolidated. Instructions for splitting and transfer and for consolidation are set out below.
7. It is expected that definitive certificates in respect of the Open Offer Shares in certificated form will be despatched to the registered address of the sole or first named shareholder shown on page 1 of this Non-CREST Application Form during the week commencing 27 November 2017 and, if applicable, relevant Open Offer Shares in uncertificated form are expected to be credited to the relevant CREST stock account on 23 November 2017.
8. All applications in respect of the Open Offer, all acceptances thereof and all contracts and non-contractual obligations resulting from such acceptances shall be governed by and construed in accordance with the laws of England and Wales.
9. The verification of identity requirements of the Money Laundering Regulations will apply and verification of the identity of applicants may be required. Applications with a value of €15,000 (approximately £13,000) or greater will be subject to the verification of identity requirements of the Money Laundering Regulations. Paragraph 4 of Part III of the Circular contains further information relating to compliance with the Money Laundering Regulations.

IF YOU HAVE TRANSFERRED YOUR SHARES OR SPLIT YOUR HOLDING

1. This Non-CREST Application Form may be transferred or split, but only to satisfy a *bona fide* market claim. If you have sold or transferred on or prior to 6.00 p.m. on the Record Date all of the Existing Ordinary Shares shown in Box 1 which were registered in your name prior to the ex-entitlement date, you should complete Box 10 on page 4 and forward this Non-CREST Application Form together with any accompanying documents at once to the purchaser or transferee (save that this Non-CREST Application Form should not be submitted or forwarded in or into the United States, Canada, Japan, the Republic of South Africa, New Zealand, Australia or the Republic of Ireland or any jurisdiction where it would or may be unlawful to do so, unless pursuant to an applicable exemption). Box 11 on page 4 must be completed by the persons(s) (non-CREST Shareholders) to whom the shares have been sold if he/she/they wish(es) to apply on this Non-CREST Application Form.
2. If you have sold or transferred on or prior to 6.00 p.m. on the Record Date only some of the Qualifying Shares shown in Box 1, you should complete Box 10 on page 4 and return this Non-CREST Application Form by post or, during nominal business hours, by hand, at once to Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands B62 3DA, accompanied by a letter stating the number of split Non-CREST Application Forms required and the total number of Open Offer Shares to be included in each split Non-CREST Application Form, the aggregate of which must equal the number shown in Box 2. Box 10 on each split Non-CREST Application Form will be marked "Declaration of sale or transfer duly made". The latest time and date for splitting is 3.00 p.m. on 16 November 2017.
3. If you are entitled to make an application for the number of Open Offer Shares shown in Box 2 by virtue of a *bona fide* market purchase or transfer on or prior to 6.00 p.m. on the Record Date and Box 10 has been completed by the registered shareholder(s) named on the top of page 1 or is marked "Declaration of sale or transfer duly made", you should complete Box 11 on page 4 and submit this Non-CREST Application Form in accordance with the instructions above. If, however, you would prefer to take up the Open Offer through CREST please follow the instructions set out below and Box 11 on page 4 should not be completed.

DO YOU WANT TO CONSOLIDATE YOUR LIGHTWAVERF SHAREHOLDING?

The following procedure should be followed if you wish to apply for Open Offer Shares in respect of entitlements comprised in several Non-CREST Application Forms which have been received in settlement of *bona fide* market claims in the name of one holder (or joint holders):

1. Box 11 on page 4 of the Non-CREST Application Form with the lowest Account Number (as shown on page 1) that you hold (the "Principal Form") should be completed.
2. The Non-CREST Application Forms should then be sorted into ascending numerical order by reference to the Allotment Number shown on page 1.
3. Box 10 must have been completed on each Non-CREST Application Form or marked "Declaration of sale or transfer duly made".
4. You should attach a letter detailing the Allotment Number detailed on the front of each Non-CREST Application Form, the Basic Entitlements represented by each Non-CREST Application Form, the total number of Non-CREST Application Forms to be consolidated and the total Basic Entitlement represented by the Non-CREST Application Forms to be consolidated (your "Aggregate Basic Entitlement").
5. If the spaces in the Consolidation Listing (see Box 14) in the Principal Form are not sufficient, the particulars should be listed on separate sheets and attached to the Principal Form.
6. All of the Non-CREST Application Forms should be lodged with the Registrars in one batch with the Principal Form on top and the others in ascending numerical order together with the attached letter referred to in note (4) above containing the relevant details as described in this note (5):
 - (a) If you wish to apply for your Aggregate Basic Entitlement in full please state this on the attached letter then sign, date and return the letter together with a pounds sterling cheque for the sum equal to your Aggregate Basic Entitlement times 16 pence per Open Offer Share.
 - (b) If you wish to apply for less than your Aggregate Basic Entitlement, please state this in the attached letter and state the number of Open Offer Shares for which you want to apply then sign, date and return the letter together with a pounds sterling cheque for the sum equal to the number of Open Offer Shares for which you want to apply times 16 pence per Open Offer Share.

DO YOU WANT TO DEPOSIT YOUR BASIC ENTITLEMENTS INTO CREST?

The following procedure should be followed if you wish to convert your entitlements under the Open Offer set out in Box 2 into uncertificated form, that is, deposit them into CREST.

Subject as provided in paragraph 1 below, normal CREST procedures (except for the last time for stock deposits) apply in relation to any such conversion. You are recommended to refer to the CREST Manual for details of such procedures. If you are a CREST sponsored member, you should contact your CREST sponsor.

1. If you are the registered holder(s) of the shares set out in Box 1, the CREST Deposit Form contained in Box 13 on page 4 should be completed and then this Non-CREST Application Form deposited with the CREST Courier and Sorting Service ("CCSS"). In addition, the normal CREST Stock Deposit procedures will need to be carried out, except that (a) it will not be necessary to complete and lodge a separate CREST Transfer Form (prescribed under the Stock Transfer Act 1963) with the CCSS and (b) only the total Open Offer Entitlement shown in Box 2 of this Non-CREST Application Form may be deposited into CREST. You may deposit some only of your entitlements under the Open Offer shown in Box 2 of this Non-CREST Application Form into CREST where you have sold part of your existing holding of Ordinary Shares prior to ex-entitlement date only once you have applied for a split Non-CREST Application Form in accordance with the instructions in the paragraph headed "If you have transferred your shares or split your holding" above.
2. If you are entitled to the Basic Entitlement shown in Box 2 by virtue of a *bona fide* market claim, the declaration in Box 10 on page 4 must have been completed or (in the case of a split Non-CREST Application Form) marked "Declaration of Sale duly made", and then the CREST Deposit Form in Box 13 on page 4 completed and deposited with the CCSS in accordance with the instructions above. If entitlements under the Open Offer represented by more than one Non-CREST Application Form received in settlement of *bona fide* market claims are to be deposited each Non-CREST Application Form must be completed and the forms deposited. Box 10 on page 4 on each Non-CREST Application Form must have been completed by the registered holder(s) whose name(s) appear on page 1 of the Non-CREST Application Form.
3. Please ensure that the conversion procedures are implemented in sufficient time to enable the person holding or acquiring the Basic Entitlement in CREST following the conversion to take all necessary steps in connection with applying under the Open Offer prior to 11.00 a.m. on 20 November 2017. In particular, having regard to processing times in CREST and on the part of the Registrars, the latest time for depositing a Non-CREST Application Form with the CCSS if you are entitled by virtue of a *bona fide* market claim (in order to enable you to take all necessary steps in connection with applying under the Open Offer) is 3.00 p.m. on 16 November 2017.

When Box 10 and the CREST Deposit Form have been duly signed, the title to your entitlements under the Open Offer shown in Box 2 of this Non-CREST Application Form will cease forthwith to be transferable by delivery and you will be unable to satisfy a claim to apply under the Open Offer by delivery of this Non-CREST Application Form. Furthermore, entries in Box 11 will not be recognised or acted upon by the Registrar. All transfers of entitlements under the Open Offer to satisfy *bona fide* market claims must be effected through the means of the CREST system once such rights have been deposited into CREST.

NOTE: Deposit of this Non-CREST Application Form with: (a) the CREST Deposit Form in Box 13 duly completed purporting to be signed by the person(s) whose name(s) appear(s) on page 1; or (b) Box 10 on page 4, duly signed by the person(s) whose name(s) appear(s) on page 1 or marked "Declaration of Sale duly made" and the CREST Deposit Form in Box 13 duly completed shall be conclusive evidence in favour of LightwaveRF and Neville Registrars of: (i) the right of the person(s) named in the CREST Deposit Form to be registered as the holder(s) of the entitlements under the Open Offer shown in Box 2 of this Non-CREST Application Form; and (ii) the authority of the person(s) completing Box 10 (if appropriate) or the CREST Deposit Form in Box 13. All documents will be despatched by post at the risk of the person(s) entitled to them.

APPLICATION LETTER

To: The Directors of LightwaveRF.

1. I/We, being the registered holder(s) at the close of business on the Record Date, of the number of Existing Ordinary Shares set out in Box 1 on page 1 (or the beneficial owner(s) of any of those Existing Ordinary Shares by virtue of a *bona fide* market claim), hereby apply irrevocably for either the number of Open Offer Shares in Box 2 on page 1 or, if fewer, the number of Open Offer Shares inserted in Box 6 on page 1 or, if more, the number of Open Offer Shares inserted in Box 8 on page 1 (subject to the further provisions set out in paragraph 4 below) and agree to accept the same on the terms and subject to the conditions set out in the Circular and in this Non-CREST Application Form and subject to the Articles of Association of LightwaveRF.
2. I/We enclose a pounds sterling cheque payable to "Neville Registrars Limited re LIGHTWAVE RF PLC Open Offer" and crossed "A/C Payee only" for either the sum in Box 3 on page 1 or, if applying for an amount greater or less than my/our Basic Entitlement, the sum inserted in Box 9 on page 1, being the amount payable in full on application for such Open Offer Shares or, if the amount inserted in Box 3 or Box 9 on page 1 (as the case may be) is inconsistent with the remittance, for the sum payable in full on application, for such number of Open Offer Shares at 16 pence per Open Offer Share as are applied for or deemed to be applied for in accordance with the provisions of this Non-CREST Application Form.
3. In the event that the number of Excess Shares applied for by me/us is scaled back in accordance with the terms and conditions of the Open Offer I/we authorise LightwaveRF or its agents to return the part of the application money which relates to the Excess Shares not allotted to me/us as a result of the scaling back without payment of interest to me/us by post at my/our risk either to the address given above or to the agent whose name appears in Box 12 on page 4 of this form.
4. I/We acknowledge that in order to ensure compliance with the Money Laundering Regulations the Registrar may, in its absolute discretion, require verification of identity from any person lodging this Non-CREST Application Form. I/We agree that pending such verification this application may be dealt with in accordance with, and I/we will comply with, the provisions set out in paragraph 4 of Part III of the Circular. I/We agree that on request by the Registrar, I/we will disclose promptly in writing to it satisfactory evidence of my/our identity and do all other acts and things as may reasonably be required so as to comply with such regulations. I/We agree for the Registrar to make a search using a credit reference agency for the purpose of confirming such identity, where deemed necessary. A record of the search will be retained. I/We agree that any monies returnable to me/us and any certificate for Open Offer Shares issuable to me/us may be retained pending clearance of my/our remittance and any verification of identity by the Money Laundering Regulations and that such monies will not bear interest and that, failing such clearance or verification of identity within the period referred to in the Circular, this application may be rejected.
5. In consideration of your agreeing to deal with this application, upon and subject to the terms and conditions set out in this Non-CREST Application Form and in the Circular, for the number of Open Offer Shares applied for or deemed applied for, I/we undertake that this application shall be irrevocable and agree that the return of this Non-CREST Application Form and accompanying payment shall constitute a conditional contract between me/us and LightwaveRF which shall be binding upon receipt by the Registrar of this Non-CREST Application Form and accompanying payment and the Open Offer becoming or being declared unconditional in all respects. I/we acknowledge that you reserve the right to treat any application not strictly complying with the terms and conditions of application as nevertheless valid. I/we acknowledge that you reserve the right to treat any application not strictly complying with the terms and conditions of this application as nevertheless valid if the number in Box 2 (where I have applied for my Open Offer Entitlement in full), Box 6 (where I have applied for fewer Open Offer Shares than my Basic Entitlement) or Box 8 (where I have applied for more Open Offer Shares than my Basic Entitlement) is inconsistent with the remittance that accompanies this Non-CREST Application Form. I/We agree Neville Registrars shall be entitled, in its absolute discretion, to deem me/us to have applied for (i) where an insufficient sum is paid, the greatest whole number of Open Offer Shares as would be able to be applied for with that discretion at the Issue Price; and (ii) where an excess sum is paid, the greatest number of Open Offer Shares inserted in Box 6, 7 and 8. I/we acknowledge that LightwaveRF reserves the right in its absolute discretion.
 - (a) to instruct the Registrar to seek special clearance of cheques to allow LightwaveRF to obtain value for remittances at the earliest opportunity and (b) to reject any acceptance or purported acceptance of the Open Offer (i) which is in breach of an irrevocable undertaking not to accept the Open Offer or subscribe for more than a specified number of Open Offer Shares or (ii) in the circumstances described in Part III of the Circular.
6. I/We request and authorise LightwaveRF or its agents, in respect of the Open Offer Shares for which this application is accepted, to send me/us a definitive share certificate by post at my/our risk to me/us to the address shown on page 1 or Box 11 on page 4 or to the agent whose name and address appear in Box 12 and to procure that my/our name(s) are placed on the register of members of LightwaveRF as holder(s) of the Open Offer Shares. Pending despatch of definitive share certificates, transfers of the Open Offer Shares to be held in certificated form will be certified against the register of members of LightwaveRF.
7. I/We represent and warrant that I/we am/are not, and that I/we am/are not applying on behalf of any shareholder who is a citizen or resident of, or which is a corporation, partnership or other entity created or organised in or under any laws of a Restricted Jurisdiction and am/are not applying with a view to re-offering, reselling, transferring or delivering any of the Open Offer Shares which are the subject of this application to, or for the benefit of, a person who is a citizen or resident of or which is a corporation, partnership or other entity created or organised in order under any laws of a Restricted Jurisdiction (except where proof satisfactory to LightwaveRF has been provided to LightwaveRF that I/we am/are able to accept the invitation by LightwaveRF free of any requirement which it (in its absolute discretion) regards as unduly burdensome, nor acting on behalf of any such person on a non-discretionary basis nor a person otherwise prevented by legal or regulatory restrictions from applying for Open Offer Shares under the Open Offer. I/we represent and warrant that I/we am/are not (a) person(s) otherwise prevented by legal or regulatory restrictions from applying for Open Offer Shares under the Open Offer and not acting on behalf of any such person(s) on a non-discretionary basis.
8. I/We represent and warrant that, except where the extension or availability of the Open Offer would not breach any applicable laws or regulations I/we have not received from or sent copies of this Application Form into the United States, Canada, Australia, the Republic of South Africa or Japan and I/we have not otherwise utilised in connection with the Open Offer, directly or indirectly, the mail or any other means of instrumentality of interstate or foreign commerce or any facilities of a national securities exchange in the United States, Canada, Australia, the Republic of South Africa or Japan. I/We further acknowledge that, subject to certain exceptions set out in the Circular, no application will be treated as valid which is received in an envelope postmarked in, or which otherwise appears to the Company or its agents to have been despatched in or from the United States, Canada, Australia, the Republic of South Africa or Japan. LightwaveRF reserves the right to treat an Application Form as invalid if it believes the making of such an application may violate any legal or regulatory requirements in any jurisdiction.
9. I/We authorise LightwaveRF or its agents to present the enclosed cheque on receipt. In the event that any of the conditions of the Open Offer set out in Part III of the Circular are not satisfied or waived by 8.00 a.m. on 23 November 2017 (or such later date that LightwaveRF and Stockdale may determine but not later than 8.00 a.m. on 30 November 2017), I/we authorise LightwaveRF or its agent to return such application monies without interest, to me/us by post at my/our risk to the first address shown on page 1 as soon as practicable after that.
10. I/We acknowledge that due completion of this Non-CREST Application Form accompanied by a cheque constitutes a representation and warranty that the cheques will be honoured on first presentation and that this shall constitute a fundamental term of this application and the Open Offer and, without prejudice to LightwaveRF's right to require payment, that this application may be deemed invalid if such cheque is not so honoured. I/We acknowledge that you reserve the right to instruct Neville Registrars to seek special clearance of cheques to allow LightwaveRF to obtain value for remittance at the earliest opportunity.
11. I/We confirm that in making this application I/we am/are not relying on any information or representation in relation to LightwaveRF, other than that contained in the Circular and I/we accordingly agree that no person responsible solely or jointly for the Circular or any part thereof or involved in the preparation thereof shall have any liability for any such other information. I/We agree that I am/we are not relying on and have not relied on Stockdale, or any person affiliated with it in connection with any investigation of the accuracy of any information contained in the Circular or my/our investment decisions. I/We agree that having had the opportunity to read the Circular I/we shall be deemed to have had notice of all the information concerning LightwaveRF contained in the Circular. I/we confirm that no person has been authorised to give any information or to make any representation concerning the Group or the Open Offer Shares (other than as contained in the Circular) and, if given or made, any such other information or representation should not be, and has not been relied upon as having been authorised by LightwaveRF or Stockdale.
12. I/We represent and warrant that I/we am/are not in breach of the provisions of note 1 under "If you have transferred your shares or split your holding" on page 2 of this Non-CREST Application Form.
13. I/We represent and warrant that I/we am/are not, and nor am/are I/we applying as a nominee or agent for a person who is or may be liable to notify and account for tax under the Stamp Duty Reserve Tax Regulations 1986 at any of the increased rates referred to in section 93 (Depository Receipts) or section 96 (Clearance Services) of the Finance Act 1986.
14. I/We acknowledge that LightwaveRF may, in its discretion amend dates and times in relation to this Non-CREST Application Form and the Open Offer.
15. I/We represent and warrant that I/we have the right, power and authority, and have taken all action necessary to make this application under the Open Offer and to execute, deliver and exercise my/our rights and perform my/our obligations under any contracts resulting therefrom. I/We agree that all applications under the Open Offer and any contracts resulting therefrom shall be governed by and construed in accordance with the laws of England and Wales.

Note: If you cannot make these representations and warranties you may not make this application.

Box 10
ONLY SIGN HERE IF YOU HAVE SOLD OR TRANSFERRED YOUR SHARES

I/we hereby declare that I/we have sold or transferred all or part of the holding of Existing Ordinary Shares set out in Box 1 on page 1 prior to the "ex" date and surrender this Application Form on the terms set out on page 2.

Signature 1 Signature 3
 Signature 2 Signature 4

ALL JOINT HOLDERS MUST SIGN. A BODY CORPORATE SHOULD EXECUTE THIS UNDER ITS COMMON SEAL OR OTHERWISE IN ACCORDANCE WITH APPLICABLE STATUTORY REQUIREMENTS.
 If you have sold part of your holding, please state the number of Qualifying Shares sold

Box 11
NOT FOR USE BY THE PERSON(S) NAMED ON PAGE 1

IN THE EVENT OF THE SALE OF ANY OF THE QUALIFYING SHARES SET OUT IN BOX 1 ON PAGE 1 PRIOR TO THE "EX" DATE THIS BOX 11 SHOULD BE COMPLETED BY THE APPLICANT FOR THE OPEN OFFER SHARES AND CONSTITUTES AN APPLICATION ON THE TERMS SET OUT HEREIN AND IN THE CIRCULAR.

Title	Name(s) in full	Signature
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"/>

Full postal address of first-named applicant or full registration of corporate body.

I/WE DECLARE THAT THE ABOVE APPLICATION IS MADE BY ME/US AS THE RESULT OF *BONA FIDE* MARKET CLAIM. I/WE DECLARE THAT I/WE AM/ARE NOT (A) U.S. PERSON(S) OR (B) RESIDENT(S) OF A RESTRICTED JURISDICTION. I/WE APPLY, UNDERTAKE, AGREE, REPRESENT AND WARRANT AS SET OUT ON PAGE 3. I/WE ACKNOWLEDGE THAT ALL OPEN OFFER SHARES ISSUED AS A RESULT OF A *BONA FIDE* MARKET CLAIM WILL BE ISSUED IN CERTIFICATED FORM.

Box 12 If you wish to use a lodging agent, please mark a cross in this box

Lodging Agents Name

Address

Post Code -

Please insert your FSA Licence Number, if applicable

Box 13
CREST DEPOSIT FORM

Before completing this form, please refer to the notes under "Do you want to deposit your Basic Entitlements into CREST" on page 3 of this Non-CREST Application Form. This form should only be completed by either (i) the person(s) named on page 1 (where such person(s) is/are a CREST member) if he wishes to convert the Basic Entitlements shown in Box 2 of this Non-CREST Application Form in uncertificated form (that is, to deposit them in CREST) or (ii) the person (or persons jointly) entitled to the Basic Entitlement by virtue of a *bona fide* market claim and who (being a CREST member) wish(es) to hold the Open Offer Entitlement shown in Box 2 of this Non-CREST Application Form in uncertificated form and, in such case, Box 10 must have been duly completed or marked "Declaration of Sale duly made". Do not complete Box 11 if you are completing the CREST Deposit Form.

Counter Location Stamp (a)	SDRN (b)	
(c) Full name(s) of the person(s) who wish(es) to convert Open Offer Entitlements into uncertificated form. Such person(s) must be a CREST member(s).		
Participant ID (d)	Member Account ID (e)	Stamp of depositing CREST participant(s) (f)

To the Directors of the Company
 I/we (being the person(s) lodging this form) request you to enter on the relevant register of securities that the Open Offer Entitlement shown in Box 2 of this Non-CREST Application Form are held in uncertificated form by the CREST member specified above as a result of conversion of such Basic Entitlement into uncertificated form.

Notes for the completion of this form

(a) The Counter Location Stamp identifies the CCSS Counter where this letter has been processed and applied by the Courier.
 (b) The Stock Deposit Reference Number (SDRN) should be written or bar-coded in this space.
 (c) No address is required as the CREST member will be identifiable by its participant ID.
 (d) Insert the participant ID of the CREST member to whom this letter has been transferred and the member account ID under which the Open Offer Entitlement will be held in CREST.
 (e) This should contain the Broker ID of the depositing CREST participant.
 By delivering this letter to Euroclear, the depositing CREST participant authorises Euroclear to deliver this letter to the Company and agrees to be deemed for all purposes to be the person(s) actually delivering this letter. Euroclear is delivering this letter at the direction and on behalf of the depositing CREST participant whose stamp appears herein and does not in any manner or to any extent warrant or represent the validity, genuineness or correctness of the instructions contained herein or the genuineness of the signature(s) of the transferor(s).

Box 14	
CONSOLIDATION LISTING FORM (instructions on pages 2 and 3)	
Allocation number	Number of Open Offer Shares
Total number of Application Forms	Total number of Open Offer Shares

Allotment Number of Principal Application Form

Insert "X" here to indicate this form as being the Principal Application Form

Box 15
 Stamp of selling broker or other agent

Box 16
 Stamp of buying broker or other agent