

# TEN ALPS PLC – EXTRAORDINARY GENERAL MEETING

## FORM OF PROXY

Before completing this form of proxy, please read the explanatory notes.

I/We being a member of Ten Alps PLC (the “Company”) appoint the Chairman of the meeting or\* ..... as my/our proxy to attend, speak and vote all my/..... (number of) shares on my/our behalf as indicated below at the Extraordinary General Meeting of the Company to be held at 9.00 a.m. on 25 April 2012 at the offices of Reynolds Porter Chamberlain LLP, Tower Bridge House, St Katharine's Way, London E1W 1AA and at any adjournment of the meeting.

\* If it is desired to appoint another person as your proxy, please delete the words “the Chairman of the meeting or”, initial the alteration and insert the name of that person. If you wish to appoint the Chairman as your proxy, please leave this space blank. The person appointed as proxy does not have to be a shareholder of the Company but must attend the meeting in person.

Resolutions	For	Against
1. To approve the Rule 9 Waiver in relation to the Concert Party's shareholding following the Subscription.†		
2. To authorise the directors to allot securities.		
3. To disapply pre-emption rights.		

† Resolution to be determined on a poll of the Independent Shareholders (who are the shareholders other than the members of the Concert Party).

Please indicate which way you wish your proxy to vote by inserting ‘X’ in the appropriate box. If you do not give such an indication regarding any resolution, the proxy will be authorised to vote or abstain from voting as he/she sees fit.

Please tick here if this proxy appointment is one of multiple appointments being made. For the appointment of more than one proxy, please refer to explanatory note 2.

Signature: ..... Date: ..... Full Name: .....

### Explanatory Notes to the Form of Proxy

1. A shareholder entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint a proxy or proxies to attend, speak and vote instead of him/her. A proxy need not be a shareholder of the Company but must attend the meeting to vote.
2. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to any one share. To appoint more than one proxy you may photocopy this form. Please return all the Forms of Proxy together and tick the box to indicate each form is one of multiple instructions being given. Please take care when completing the number of shares: if the total number of shares exceeds the total held by the shareholder, all appointments may be invalid.
3. To be valid, a Form of Proxy and any power of attorney or other authority under which it is executed (or a duly certified copy thereof) must be completed, signed, returned to and received by the Company's registrar (Capita Registrars, PXS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU) not less than 48 hours before the time for holding the meeting or any adjournment of it or (in the case of a poll taken otherwise than at or on the same day as the meeting or adjourned meeting) for the taking of the poll at which it is to be used. Completion and return of a Form of Proxy will not preclude a shareholder subsequently from personally attending and voting at the meeting (in substitution for their proxy vote) if the shareholder decides to do so.
4. The Form of Proxy must be executed by or on behalf of the shareholder making the appointment. A corporation which is a shareholder must execute the Form of Proxy under its common seal or signed on its behalf by an authorised officer of the company or an attorney for the company. A corporation which is a shareholder can appoint one or more corporate representatives who may exercise on its behalf, all its powers as a member provided that no more than one corporate representative exercises power over the same share.
5. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand on the Company's Register of Members in respect of the relevant joint holdings.
6. Shares held in uncertificated form (i.e. in CREST) should be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual. Reference should also be made to Note 4 of the Notice of Extraordinary General Meeting.
7. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
8. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Register of Members of the Company as at 6.00 p.m. on 23 April 2012 or, if the meeting is adjourned, on the Company's Register of Members 48 hours before the time fixed for the adjourned meeting, shall be entitled to attend and/or vote at the Meeting in respect of the number of shares registered in their names at that time. Changes to entries on the Register of Members after 6.00 p.m. on 23 April 2012 or, if the meeting is adjourned 48 hours before the time fixed for the adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at the meeting.

Business Reply  
Licence Number  
RSBH-UXKS-LRBC

PXS  
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BECKENHAM  
BR3 4TU

