

## FORM OF PROXY

### PPHE Hotel Group Limited Annual General Meeting

I/We being [a] member[s] of PPHE HOTEL GROUP LIMITED (the "Company") appoint the Chairman of the meeting or

Insert shareholder name and address (in block capitals):

Insert name of proxies (in block capitals):

as my/our proxy to vote for me/on our behalf at the annual general meeting of the Company ("AGM") to be held on 25 April 2012 at 12 noon and at any adjournment of the meeting, on the following resolutions, as indicated by an 'X' in the appropriate box, and on any other resolutions as he thinks fit.

Please tick here if this proxy appointment is one of multiple appointments ☐

Resolution	For	Against	Vote withheld
<b>Ordinary resolutions</b>			
1. The Report of the Directors and the Accounts of the Company for the year ended 31 December 2011, together with the report of the auditors, be received.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. A final dividend for the year ended 31 December 2011 of 6.0 pence per share be declared.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Reappointment of auditors and fixing of auditors' remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Reappointment of Mr Eli Papouchado as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Reappointment of Mr Boris Ivesha as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Reappointment of Mr Chen Moravsky as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Reappointment of Mr Kevin McAuliffe as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Reappointment of Mr Elisha Flax as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Reappointment of Mr Nigel Jones as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Special resolution</b>			
10. Authorisation of market purchases of own shares, as further set out in the notice of AGM.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Extraordinary resolution</b>			
11. Disapplication of pre-emption rights, as further set out in the notice of AGM.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature

### Notes

- Any member entitled to attend and vote at the meeting may appoint one or more proxies to attend and, on a poll, vote in his stead. Such proxy need not be a member of the Company. If no specific direction to voting is given, the proxy will vote or abstain at his discretion.
- To be valid, the form of proxy must be returned in accordance with the instructions printed thereon not later than 12 noon on 23 April 2012. The form of proxy should be returned to Capita Registrars, PXS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU, United Kingdom.
- Completion and return of a form of proxy will not prevent a member from attending and voting at the meeting should he so wish.
- CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members and those CREST members who have appointed voting service provider(s), should refer to their CREST sponsor or voting service provider(s) who will be able to take the appropriate action on their behalf.  
In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's (formerly CRESTCo's) specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy, must in order to be valid, be transmitted so as to be received by Capita Registrars (ID RA 10) by no later than 12 noon on 23 April 2012.  
No such message received through the CREST network after this time will be accepted. 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 registrars are able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

Date

- CREST members and, where applicable, their CREST sponsors or voting service provider(s) should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular message. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
- The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
- Pursuant to article 16.5 of the Company's articles of incorporation, only those shareholders registered in the register of members of the Company as at 6p.m. on 23 April 2012 or, if this meeting is adjourned, 48 hours prior to the time fixed for the adjourned meeting shall be entitled to attend and vote at the AGM in respect of the number of shares registered in their name at that time. Changes to entries on the relevant register of securities after 6p.m. on 23 April 2012 or, if this meeting is adjourned, 48 hours prior to the adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at this AGM.
  - Any corporation which is a member may by resolution of its directors or other governing body, authorise such person as it thinks fit to act as its representative at any meeting of the Company or of any class of shareholders of the Company, and the person so authorised shall be entitled to exercise the same powers (other than a power to appoint a proxy) as that corporation could exercise if it were an individual shareholder of the Company.
  - As at 7 March 2012 (the latest practicable date prior to the publication of this document) the Company's issued share capital consisted of 42,677,292 ordinary shares of no par value, all carrying one vote each (1,662,000 of which were held as treasury shares).