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The annual general meeting (the "AGM") of IG Group Holdings PLC (the "Company") will be held at the offices of Financial Dynamics, located at Holborn Gate, 26 Southampton Buildings, London WC2A 1PB on Thursday 6 October 2011 at 10.30am. 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 a representative of the Company's registrars. This will facilitate entry to the AGM.

Signature of person attending

Bar Code:

Investor Code:

### Notice of Availability - Notice of AGM and Annual Report 2011

Important - Please read carefully.

You can now access the 2011 Annual Report and Notice of AGM by visiting this website: [www.iggroup.com](http://www.iggroup.com)

If you wish to receive a paper copy of the Annual Report and/or the Notice of AGM, please contact Capita Registrars, 34 Beckenham Road, Beckenham, Kent BR3 4TU. Telephone 0871 664 0300 (calls cost 10 pence per minute plus network extras, lines are open 8:30am to 5:30pm Monday to Friday) or on +44 (0)20 8639 3399 (if calling outside the UK).

**Please note the deadline for receiving proxies is 10:30am on Tuesday 4 October 2011, which is 48 hours before the start of the AGM.**

If you are planning to attend the meeting in person, you may appoint a proxy to attend and vote on your behalf by completing and returning the proxy form attached below in the pre-paid envelope enclosed. Sending a proxy form will not prevent you from attending the AGM in person and voting if you subsequently decide to do so.

Instructions for completing the proxy form are set out on the reverse.

## IG Group Holdings PLC - Annual General Meeting 2011 - Form of Proxy

Shareholder name to be personalised here

I / We being (a) member(s) of the Company hereby appoint the Chairman of the meeting or (see note 3)

Bar Code:

Name of Proxy

Number of shares if less than total holding

Investor Code:

as my / our proxy to vote on my / our behalf at the AGM of the Company to be held on Thursday 6 October at 10:30am and at any adjournment thereof. The proxy is instructed to vote on the Resolutions as indicated below.

Event Code:

☒ Please mark "X" here if this appointment is one of multiple appointments being made.

Please mark "X" to indicate how you wish to vote

### Ordinary Resolutions

- To receive the accounts for the year ended 31 May 2011 and accompanying reports.
- To approve the Directors' Remuneration Report.
- To declare a final dividend of 14.75 pence per share.
- To elect Christopher Hill as a Director.
- To elect Stephen Hill as a Director.
- To re-elect David Currie as a Director.
- To re-elect Jonathan Davie as a Director.
- To re-elect Peter Hetherington as a Director.
- To re-elect Timothy Howkins as a Director.
- To re-elect Martin Jackson as a Director.

| For                                 | Against                             | Vote Withheld                       |
|-------------------------------------|-------------------------------------|-------------------------------------|
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
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| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |

- To re-elect Andrew MacKay as a Director.
- To re-elect Nat Le Roux as a Director.
- To re-elect Roger Yates as a Director.
- To re-appoint PriceWaterhouseCoopers LLP as auditors of the Company.
- To authorise the Audit Committee to determine the auditors' remuneration.
- To authorise the Directors to allot shares pursuant to section 551 of the Act.

| For                                 | Against                             | Vote Withheld                       |
|-------------------------------------|-------------------------------------|-------------------------------------|
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
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### Special Resolutions

- To disapply statutory pre-emption rights pursuant to section 570 of the Act.
- To renew the Company's authority to make market purchases of its own shares.
- That a general meeting (other than an AGM) may be called on not less than 14 clear days' notice.

| For                                 | Against                             | Vote Withheld                       |
|-------------------------------------|-------------------------------------|-------------------------------------|
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |

By order of the Board

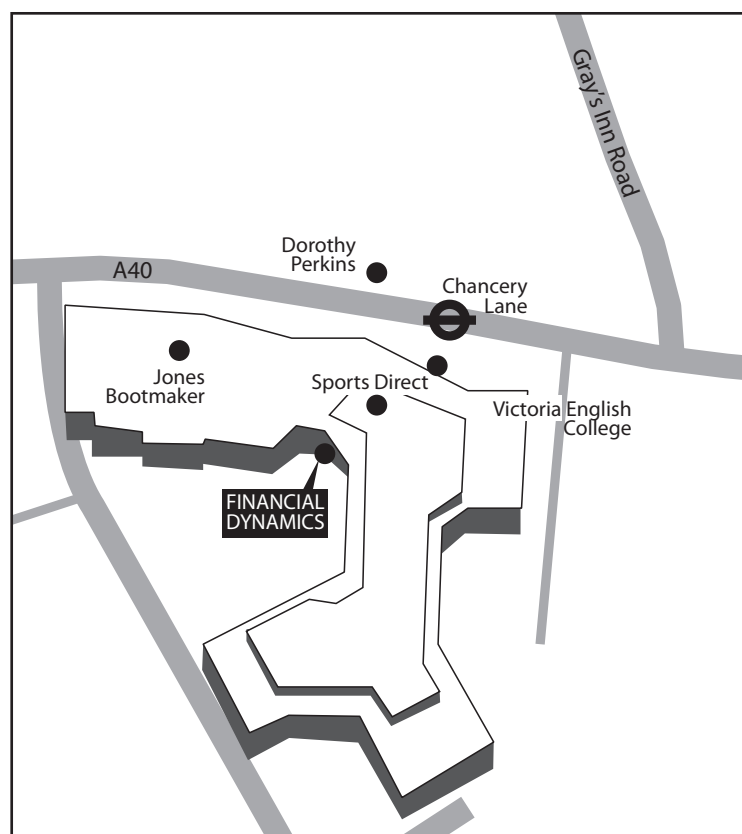
Signature of execution

Date

**Kindly note:** This form is issued only to the addressee(s) and is specific to the class of security and the unique designated account printed hereon. The personalised form is not transferable between different (i) account holders; (ii) classes of security; or (iii) uniquely designated accounts. The Company and Capita Registrars accept no liability for any instructions that does not comply with these conditions.

# IG Group Holdings PLC

## Location of Annual General Meeting 2011



Offices of Financial Dynamics  
Holborn Gate  
26 Southampton Buildings  
London WC2A 1PB

### Notes

1. You are entitled to appoint a proxy to exercise all or any of your rights to attend and to speak and vote on your behalf at the meeting. A proxy need not be a shareholder of the Company.
2. You may appoint more than one proxy in relation to the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by you. To appoint more than one proxy, you should contact the Company's registrars, Capita Registrars, on 0871 664 0300 (calls cost 10 pence per minute plus network extras, lines are open 8:30am to 5:30pm Monday to Friday) or on +44 (0)208 639 3399 (if calling from outside of UK), for further forms of proxy, or photocopy this form of proxy as required. Please ensure that, for each proxy appointed this way, you fill in, alongside the proxy's details, the number of shares in respect of which each proxy is appointed.
3. To appoint a person other than the Chairman of the meeting as a proxy, insert their full name in the box. **If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy.**
4. To direct your proxy how to vote on the resolutions mark the appropriate box with an "X". If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
5. A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes for and against a resolution.
6. **To be valid, this proxy form (together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority) must be received by post, by hand or by courier by the Company's registrars, Capita Registrars, at 34 Beckenham Road, Beckenham, Kent BR3 4TU by 10:30am on Tuesday 4 October 2011.**
7. The return of a completed proxy form or any CREST Proxy instruction (as described in note 12 below) will not prevent a shareholder attending the meeting and voting in person if he or she wishes to do so.
8. In the case of a shareholder which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
9. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
10. In the case of joint holders, 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. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
11. Only those shareholders entered on the register of members of the Company at 6:00pm on 4 October 2011 or, in the event that the meeting is adjourned, in the register of members of the Company at 6:00pm on the day two days before the date of any adjourned meeting, shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. Changes to the entries on the register of members after this time shall be disregarded in determining the rights of any person to attend and vote at the meeting or any adjourned meeting.
12. If you are a CREST member and you wish to appoint a proxy or proxies through the CREST electronic proxy appointment service, details of how to do so are set out in the Notice of AGM.

### Voting via the internet

You can submit your proxy vote via the internet at [www.capitashareportal.com](http://www.capitashareportal.com). To do so, you will need to log on to your share portal account or register for the share portal if you have not already done so. To register for the share portal you will need your investor code set out on the form of proxy. Once registered, you will immediately be able to vote.