

**Ashmore Group plc  
Form of Proxy**

**for the 2013 Annual General Meeting to be held at 12 noon, on Wednesday 30 October 2013**

I/We the undersigned, being (a) holder(s) of Ordinary Shares of 0.01 pence each of the capital of Ashmore Group plc (the “Company”), hereby appoint the duly appointed Chairman of the meeting (see note 1 below) or

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(BLOCK CAPITALS PLEASE)

to act as my/our proxy at the Annual General Meeting of the Company to be held at 12 noon on Wednesday 30 October 2013, and at any adjournment thereof, and to vote on my/our behalf as directed below.

☐ Please tick here if this proxy appointment is one of multiple appointments being made by the same shareholder (see note 2 below)

Please indicate with an ‘X’ in the spaces provided how you wish your votes to be cast on a poll. Should this card be returned duly signed, but without specific direction, the proxy will vote or abstain at his/her discretion.

Resolutions	For	Against	Vote withheld
1. To receive and adopt the Report and Accounts for the year ended 30 June 2013			
2. To declare a final dividend for the year ended 30 June 2013 of 11.75 pence per Ordinary Share			
3. To re-elect Michael Benson as a Director			
4. To re-elect Mark Coombs as a Director			
5. To re-elect Graeme Dell as a Director			
6. To re-elect Nick Land as a Director			
7. To re-elect Melda Donnelly as a Director			
8. To re-elect Simon Fraser as a Director			
9. To elect Charles Outhwaite as a Director			
10. To elect Dame Anne Pringle as a Director			
11. To approve the Remuneration report for the year ended 30 June 2013			
12. To re-appoint KPMG Audit Plc as auditors			
13. To authorise the Directors to agree the remuneration of the auditors			
14. To authorise political donations and political expenditure			
15. To authorise the Directors to allot shares			
16. To authorise the dis-application of pre-emption rights			
17. To authorise market purchases of shares			
18. To approve the renewal of the waiver of the obligation under Rule 9 of the Takeover Code			
19. To reduce the notice period for general meetings other than an Annual General Meeting			
20. To increase the limit on aggregate Directors’ fees set out in Article 86 of the Company’s Articles of Association from £500,000 to £750,000			

Unless otherwise instructed, the proxy may vote as he/she thinks fit or abstain from voting in respect of the resolutions specified and also on any other business (including amendments to resolutions) which may properly come before the meeting.

Signature	Dated
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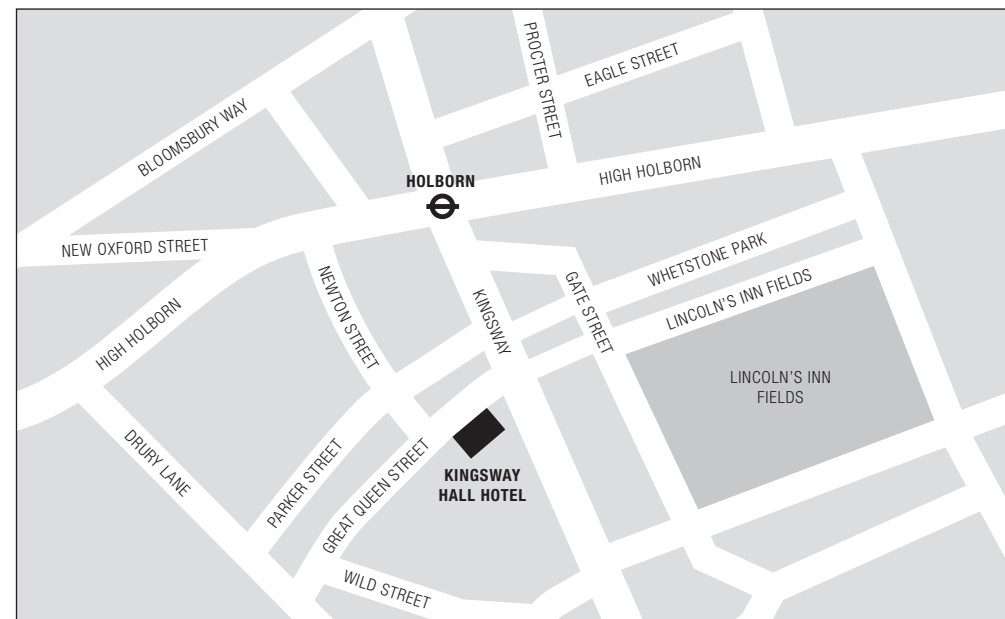
Full name of registered holder(s)	
Address	
	Postcode

☐ To facilitate arrangements for the Annual General Meeting, please tick here (without commitment on your part) if you propose to attend.

**Ashmore Group plc  
Annual General Meeting**

**Wednesday 30 October 2013**

**Kingsway Hall Hotel, 66 Great Queen Street, London WC2B 5BX**



**Notes: The following notes relate to the Proxy Card for the Annual General Meeting to be held on Wednesday, 30 October 2013.**

1. You may appoint one or more proxies of your choice. If you require any proxy, other than the Chairman of the meeting, delete the words ‘the Chairman of the meeting’, add the name of the proxy you wish to appoint in block capitals and initial the alteration. The proxy need not be a member of the Company and is entitled to vote on any other business which may properly come before the meeting. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder’s name the number of shares in relation to which he or she is authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement.
2. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the Registrars on 0871 384 2812 (Calls to this number cost 8p per minute plus network extras). Lines open 8.30am to 5.30pm, Monday to Friday. When dialling from overseas, use +44 121 415 7047) or you may copy this form. Please indicate in the box next to the proxy holder’s name the number of shares in relation to which he or she is authorised to act as your proxy. Please also indicate by marking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope. No proxy may be authorised to exercise votes which any other proxy has been authorised to exercise.
3. Please see the AGM notice for further advice on how to appoint /instruct proxies via CREST.
4. This form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. If the appointer is a corporation, the form of proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised in writing.
5. The signature of any one of joint holders will be sufficient. The vote of the senior joint holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority will be determined by the order in which the names stand in the register of members for the joint holding.
6. If this form of proxy is returned without an indication as to how the proxy shall vote on any particular resolution, the proxy will exercise his/her discretion as to whether, and if so how, he/she votes.
7. The ‘Vote Withheld’ option is provided to enable you to abstain on any resolution. 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.
8. To be valid this form of proxy must be received at the address on the reverse of this card, together with the power of attorney or other authority (if any) under which it is signed or a copy of such authority certified notarially, not later than 12 noon on 28 October 2013, 48 hours before the Annual General Meeting.
9. Any alterations to this form should be initialled.
10. Completion and return of your form of proxy or appointing your proxy electronically will not prevent you from attending and voting at the meeting instead of your proxy if you so wish.

BUSINESS REPLY SERVICE  
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