

Attendance Card

 $Please \ bring \ this \ card \ with \ you \ to \ the \ Meeting \ and \ present \ it \ at \ Shareholder \ registration/accreditation.$

The Chairman of Chemring Group PLC invites you to attend the Annual General Meeting of the Company to be held at **Holborn Bars**, 138-142 **Holborn**, **London EC1N 2HG** on **20 March 2014** at **11.30 am**.

Shareholder Reference Number

Please detach this portion before posting this proxy form.

Form of Proxy - Annual General Meeting to be held on 20 March 2014



Cast your Proxy online...It's fast, easy and secure! www.investorcentre.co.uk/eproxy

You will be asked to enter the Control Number, Shareholder Reference Number (SRN) and PIN shown opposite and agree to certain terms and conditions.

Control Number: 912101

SRN: PIN:



View the Annual Report online: www.chemring.co.uk

Register at www.investorcentre.co.uk - elect for electronic communications & manage your shareholding online!

To be effective, all proxy appointments must be lodged with the Company's Registrars at: Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 18 March 2014 at 11.30 am.

Explanatory Notes:

- 1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse). 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 (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If returned without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise his discretion as to whether, and if so how, he votes (or if this proxy will exercise his discretion as to whether, and if so how, he votes).
- 2. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 889 3289 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are 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.
- 3. The "Vote Withheld" option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a "Vote Withheld" is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.

- 4. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at close of business on the day which is two days before the day of the meeting. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- 5. To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) not later than 48 hours before the time appointed for holding the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
- 6. The above is how your address appears on the Register of Members. If this information is incorrect please ring the Registrar's helpline on 0870 889 3289 to request a change of address form or go to www.investorcentre.co.uk to use the online Investor Centre service.
- 7. Any alterations made to this form should be initialled.
- 8. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different: (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

All Named Holders		

Signature Signature Signa	Poll Card To be completed only at the AGM if a Poll is		Poll is ca	مالوط	Ordina	ry Resolutions	Fo	r Agai	inst Wit	thheld	
Signature Signature Signa			IVI II a I	011 13 06	illeu.	1.	To receive and adopt the Company's annual accounts for the year ended 31 October 2013, together with the directors report and the auditor's report on those accounts.				
Signature Signature Signa						2.	To receive and approve the directors' remuneration policy, as set out on pages 65 to 73 of the directors' remuneration report contained within the Company's annual report and accounts for the year ended 31 October 2013.				
Signature Signature In the case of a Congressor, a latter of consecution will be request in a consistence of the consecution will be request in a consistence of the consecution will be request of the consecution will be request in a consistence of the consecution will be request in a consistence of the consecution will be request in a consistence of the consecution will be request of the consecution will be request of the consecution will be request in a consistence of the consecution will be request of the consecution will be request of the consecution will be requested to the consecution will be requested in the box above as a requested will be consecuted by the consecution will be requested in the consecution will be requested by the co						3.	To receive and approve the directors' remuneration report (other than the part containing the directors' remuneration policy) contained within the Company's annual report and accounts for the year ended 31 October 2013.			7 [<u> </u>
Signature Signature Signature The country of process of the contract of the Medicing OR the person indicated in the box above as anytour proxy to attend, speak and vote in respect of mylour full voting medicine to the box and of the Medicing OR the person indicated in the box above as mylour proxy to attend, speak and vote in respect of mylour full voting medicine to the second of the Medicine OR the person indicated in the box above as mylour proxy to attend, speak and vote in respect of mylour full voting medicine to the second of the se						4.	To approve the payment of a final dividend of 3.8p per ordinary share for the year ended 31 October 2013, to be paid on 9 May		<u> </u>	<u> </u>	一
Signature						5.					_
Signature							To re-appoint Mr Nigel Young who retires under the provisions of Article 87.1 of the Company's Articles of Association				ᆜ
Signature Signature In the same of Concentral a lotter of concentration will be required in accordance with 5000 of the Concentral Accordance and 5000 of the Concentral Accordance an						_		L	<u> </u>		Ш
Signature Signature Signa						<i>1.</i>			<u>] [</u>	<u> </u>	
Signature						8.	To re-elect Mr Steve Bowers as a director.] [] [
Signature It is considered to Composition in the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement on my/our bothal at the Annual General Meeting of Cheming Group PLC to be held at Holborn Bars, 138-142 Holborn, London ECTN 2HG The Please leave the box blank if you want to select the Chairman. Do not insert your own name(s). We hereby appoint the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement on my/our bothal at the Annual General Meeting of Cheming Group PLC to be held at Holborn Bars, 138-142 Holborn, London ECTN 2HG The Season of the Please in the Neet to Indicate that this proxy appointment is one of multiple appointments being made. For Against Withheld To consider the Chairman of the Season that the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement on my/our bothal at the Annual General Meeting of Cheming Group PLC to be held at Holborn Bars, 138-142 Holborn, London ECTN 2HG The Please match the Please of the Neet to Indicate that this proxy appointment is one of multiple appointments being made. For Against Withheld To come of the Chairman of the Season that the Chairman of the Season that the Se						9.	To re-elect Mrs Sarah Ellard as a director.	Г	7 [7 [$\overline{\Box}$
Signature In case of a Comparation, a size of imponentation will be regarded jie accordance with 5000 of the Comparation, a size of imponentation will be regarded jie accordance with 5000 of the Comparation, a size of imponentation will be regarded jie accordance with 5000 of the Comparation, a size of imponentation will be regarded jie accordance with 5000 of the Comparation of the Meeting Off Charming Group will be in deviced by the order of the comparation of the Meeting Off Charming Group will be accordance on the size of the Charminan of the Meeting Off Charming Group will be accordance on the size of the Charminan of the Meeting Off Charming Group will be accordance on the size of the Charminan of the Meeting Off Charming Group will be accordance on the size of the charminan of the Meeting Off Charming Group will be accordance on the size of the charminan of the Meeting Off Charming Group will be accordance on the size of the charminan of the Meeting Off Charming Group will be accordance on the size of t						10.	To re-elect Mr Ian Much as a director.		<u> </u>	 i	一
Signature Signature Signa						11.	To re-elect Mrs Vanda Murray as a director.				_
Signature Signature Signa						12.	To re-elect Mr Mark Papworth as a director.				ᆜ
Signature						-		L	<u> </u>		Ш
Signature						13.	To re-appoint Detroite LEP the Company's auditors.]_[
Signature In this case of a Copposition, a lister of representations will be required from white the companient of the Companient Act The Action of Proxy Please complete this box only if you wish to appoint a third party proxy other than the Chairman. Please leave this box blank if you want to select the Chairman. Do not insert your own name(s). In the case of a Copposition of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting ontitlement or on my/our behalf at the Annual Conneral Meeting of Cheming Group PLC to be held at Holborn Bars, 138-142 Holborn, London EC1N 2HG The Companient of mice than one proxy, please refer to Explanatory Nova 2 (see freet). Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please use a black port. Mark with an X inside the box as shown in this example. Vote To make a ded appets Corpuspy amount accords to the past or door in the past or door in the past or door in the past of the past or door in the past or door in the past of the p						14.	To authorise the directors to agree the remuneration of the auditors.] [
Signature									7 [7 [$\overline{\Box}$
Signature									<u> </u>	; i	一
The case of 2 Copportion, a letter of representation at the negative (in accordance with SCD2 of the Compones Act Copportion Copp						17.	To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006.				믐
The case of 2 Copportion, a letter of representation at the negative (in accordance with SCD2 of the Compones Act Copportion Copp	Sic	inature				18	To authories the Company to hold general meetings on fourteen clear dass' notice				ᆜ
Please complete this box only if you wish to appoint a third party proxy other than the Chairman. Please leave this box blank if you want to select the Chairman. Do not insert your own name(s). We hereby appoint the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entirement on my/our behalf at the Annual General Meeting of Cheming Group PLC to be held at Holborn Bars, 138-142 Holborn, London ECHI 2HG on 20 March 2014 at 11.30 am, and at any adjourned meeting. For the appointment of more than one proxy, please refer to Explanatory loke 2 (see front). Please must here to indicate that this proxy appointment is one of multiple appointments being made. To reduce and adoptive five feedors remainstance to the power reductd. To reduce and adoptive five feedors remainstance proxy appointment is one of multiple appointments being made. To reduce and adoptive five feedors remainstance proxy appointment is one of multiple appointments being made. To reduce and adoptive five feedors remainstance proxy appointment of the remainstance and adoptive management and control for the reductive remainstance proxy appointment is being made. To reduce and adoptive five feedors remainstance proxy appointment is being made. To reduce and adoptive five feedors remainstance proxy appointment is being made. To reduce and adoptive five feedors remainstance proxy and adoptive five feedors and adoptive five feedors remainstance proxy appointment is being made. To reduce the feedors remainstance proxy appointment is being made. To reduce the feedors remainstance proxy and adoptive five feedors. To reduce the feedors remainstance proxy and adoptive five feedors. To reduce the feedors remainstance proxy and adoptive five feedors. To reduce the feedors remainstance proxy and adoptive five feedors. To reduce the feedors in add reputative socialists. To reduce the feedors in add reputative socialists. To reduce the	In th	e case of a Corporation, a letter of representation will be required (in accordant	nce with S3	23 of the Con	npanies Act	10.	to automore the company to how general meetings on numbers used usys house.	L	JL	J l	Ш
We hereby appoint the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement on my/our behalf at the Annual General Meeting of Chemring Group PLC to be held at Holborn Bars, 138-142 Holborn, London EC1N 2HG on 20 March 2014 at 11.30 am, and at any adjourned meeting. For the appointment of more than one proxy, please refer to Explanatory, Note 2 (see front). Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please use a black pen. Mark with an X inside the box as shown in this example. Vote Vote Vote School 1 and 1 a			a thiud	north; nu	.a.v atha	u 4han 4	ha Chairman				
In the hereby appoint the Chairman of the Meeting OR the person indicated in the box above as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Chemring Group PLC to be held at Holborn Bars, 138-142 Holborn, London EC1N 2H6 on 20 March 2014 at 11.30 am, and at any adjourned meeting. Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please were at skept the Company's around arounds for the year existed. To receive and approve the director's manuscration picky, as set out on pages 65 to 72 for director's manuscration picky, as at out on pages 65 to 72 for director's manuscration picky, as at out on pages 65 to 72 for director's manuscration picky as a forector. To receive and approve the director's manuscration picky, as at out on pages 65 to 72 for director's manuscration picky as a forector. To receive and approve the director's manuscration picky as a forector of a food divided of 3.50 person end of company's around at the other company's around a forector of the director's manuscration picky as a forector. To re-elect Miss Names the pages and the food of company's around a forector of the director's manuscration picky as a director. To re-elect Miss Names the pages and the food of the pages and the food of the director's manuscration picky as a director. To re-elect Miss Names the pages and the food of the pages and the food of the pages and the food of the director's manuscration picky as a director. To re-elect Miss Names the pages and the food of the picky and the food of the pages and the food of the director's manuscration picky as a director. To re-elect Miss Names the pages and the food of the pages and the food of the pages and the food of the director's manuscration picky as a director. To re-elect Mis Names the pages and the food of the pages and the food	PIE	ease complete this box only it you wish to appoint ease leave this hox blank if you want to select the	. a tnird Chairm	party pr an. Do n	oxy otne	ı ulan t volir ol	ne Giaiffian. vn name(s).				
antitlement* on my/our behalf at the Annual General Meeting of Chemming Group PLC to be held at Holborn Bars, 138-142 Holborn, London EC1N 2HG on 20 March 2014 at 11.30 am, and at any adjourned meeting. For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front). Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please use a black pen. Mark with an X inside the box as shown in this example. Vote For Against Withheld 1 To revealed Mr lan Mach as a director. Proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the year ended 31 Cen		ase leave this box blank if you want to select the	Citalili	all. DO II	iot iliseit	your o	wii iidiiie(5).				_
antitlement* on my/our behalf at the Annual General Meeting of Chemming Group PLC to be held at Holborn Bars, 138-142 Holborn, London EC1N 2HG on 20 March 2014 at 11.30 am, and at any adjourned meeting. For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front). Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please use a black pen. Mark with an X inside the box as shown in this example. Vote For Against Withheld 1 To revealed Mr lan Mach as a director. Proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the year ended 31 Cen				*							T
antitlement* on my/our behalf at the Annual General Meeting of Chemming Group PLC to be held at Holborn Bars, 138-142 Holborn, London EC1N 2HG on 20 March 2014 at 11.30 am, and at any adjourned meeting. For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front). Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please mark here to indicate that this proxy appointment is one of multiple appointments being made. Please use a black pen. Mark with an X inside the box as shown in this example. Vote For Against Withheld 1 To revealed Mr lan Mach as a director. Proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the proximal proximal accounts for the year ended of 10 center of the year ended 31 Cen	L			_							
For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).	ent	itlement* on my/our behalf at the Annual General Med	eting of							voting	g
Prelation Presentations Presentations Procession Procession Presentations Present			_	ote 2 (see f	ront).					_	
Vote Ordinary Resolutions 1. To receive and select the Company's annual accounts for the year creded 1. To receive and select the Company's annual accounts for the year creded 1. To receive and select the Company's annual accounts for the year creded 1. To receive and select the Company's annual accounts for the year creded 1. To receive the director's remumeration report and the seaffor's report on the company's annual report and accounts for the year ended 31 Colober 2713. 2. To receive the director's remumeration potic, as service the company's annual report and accounts for the year ended 31 Colober 2713. 3. To receive the director's remumeration report (or their than the part containing the directors' remumeration potic) contained within the Company's annual report and accounts for the year ended 31 Colober 2713. 3. To re-second Mark Variable Murray as a director. 3. To re-second the finance of the previous of the second 31 Colober 2713. 4. To re-second Mark Papoundth as a director. 4. To authorise the directors to agree the menumeration of the auditors. 4. To authorise the directors to agree the menumeration of the auditors. 5. To re-second Mink Months as a director. 6. To re-second Mink Months as a director. 6. To re-second Mink Months as a director. 6. To re-second Mink Months as a director. 7. To re-dect Mink Stand Eleval as a director. 7. To re-dect Mink Stand Eleval as a director. 7. To re-dect	Г	Please mark here to indicate that this proxy appoin	tment is	one of n	nultiple ap	pointme				2	X
1. To revelect Mr Safer Processor and depote the Company's annual accounts for the year ended 3 10 cobber 2013, together with the directors report and the auditor's report on those accounts. 2. To revelect Mr Safer Processor Secure and accounts for the year ended 31 Cobber 2013. 3. To revelect Mr Safer Processor Secure and accounts for the year ended 31 Cobber 2013. 4. To appoint the directors remuneration project contained within the Company's annual report and accounts for the year ended 31 Cobber 2013. 5. To revelect Mr Safer Processor Secure and accounts for the year ended 31 Cobber 2013. 6. To revelect Mr Safer Processor Secure and accounts for the year ended 31 Cobber 2013. 7. To revelect Mr Safer Processor Secure and accounts for the year ended 31 Cobber 2013. 8. To revelect Mr Safer Processor Secure and the provisions of Article 87.1 or Intervention of the Company's Article of Association. 9. To revelect Mr Safer Processor Secure and accounts for the year ended 31 Cobber 2013. 10. To revelect Mr Mark Paparorth as a director. 11. To revelect Mr Mark Paparorth as a director. 12. To revelect Mr Mark Paparorth as a director. 13. To re-algorit Mr Endower Harment who retires under the provisions of Article 87.1 or Intervention of the Company's Articles of Association. 14. To authorise the directors to agree the remuneration of the auditors. 15. To authorise the directors to agree the remuneration of the auditors. 16. To endower the section 501 of the Company's Articles of Association. 17. To revelect Mr Stave Bowers as a director. 18. To revelect Mr Stave Bowers as a director. 19. To revelect Mr Stave Bowers as a director. 19. To revelect Mr Stave Bowers as a director. 19. To revelect Mr Stave Bowers as a director. 19. To revelect Mr Stave Bowers as a director. 19. To revelect Mr Stave Bowers as a director. 19. To revelect Mr Stave Bowers as a director. 19. To revelect Mr Stave Bowers as a director. 19. To revelect Mr Stave Bowers as a director. 19. To revelect Mr Stave Properties Ar	_	. ,				•	Inside the box as snown in	nis ex	ampie.	Vo	ote
31 Cotecher 2015, together with the directors report and the auditor's report on phase accounts. 2. To receive and approve the director's renumeration policy, as set out on pages 65 to 73 of the directors renumeration report contained within the Company's annual report and accounts for the year ended 31 October 2013. 3. To receive and approve the director's renumeration report (often than the part containing the director's renumeration report (often than the part containing the director's renumeration report (often than the part containing the director's renumeration report (often than the part containing the director's renumeration report (often than the part containing the director's renumeration report (often than the part containing the director's renumeration report (often than the part containing the director's renumeration report (often than the part containing the director's renumeration report (often than the part containing the director's renumeration report (often than the part containing the director's renumeration report (often than the part containing the director's renumeration report (often than the part containing the director's renumeration of the company's annual report and accounts for the year certified 31 October 2013. 4. To approve the payment of a final dividend of 3.8 per ordinary share for the year ended 31 October 2013. 5. To re-appoint I/M Andrew Hamment where refers under the provisions of Article 67.1 or the Company's Articles of Association. 4. To authorise the directors to add requity securities under section 551 of the Company's Articles of Association. 5. To re-elect Mr Najet Young who refress under the provisions of Article 67.1 or the Company's Articles of Association. 6. To re-elect Mr Najet Young who refress under the provisions of Article 67.1 or the Company's Articles of Association. 7. To re-elect Mr Najet Young who refress under the provisions of Article 67.1 or the Company's Articles of Association. 9. To re-elect Mr Najet Young who refress under the provision	Ordi	-	For	Against	Withheld	II		r A	gainst	With	ıheld
## To re-elect Mrs Vanda Murray as a director. 11. To re-elect Mrs Vanda Murray as a director. 12. To re-elect Mrs Vanda Murray as a director. 13. To re-elect Mrs Vanda Murray as a director. 14. To appoint Mr Mark Payworth as a director. 15. To re-elect Mrs Vanda Murray as a director. 16. To re-point Mr Mark Payworth as a director. 17. To re-elect Mrs Vanda Murray as a director. 18. To re-elect Mrs Vanda Murray as a director. 19. To re-elect Mrs Vanda Murray as a director. 19. To re-elect Mrs Vanda Murray as a director. 19. To re-elect Mrs Vanda Murray as a director. 19. To re-elect Mrs Vanda Murray as a director. 19. To re-elect Mrs Mark Payworth as a director. 19. To authorise the directors to allot rejurns a director. 19. To authorise the directors to allot rejurns accurate under section 551 of the Companies Ard 2008. 19. To re-elect Mrs Mark Payworth as a director. 19. To authorise the directors to allot rejurns accurate under section 551 of the Companies Ard 2008. 19. To authorise the Companies Ard 2008. 19	1.					10.	To re-elect Mr Ian Much as a director.	7	П	Г	\neg
to 73 of the director's mountained within the Company's ainnual report and accounts for the year ended 31 October 2013. To receive and approve the director's remuneration opport (other than the part containing the director's remuneration policy) contained within the Company's annual report and accounts for the year ended 31 October 2013. To receive the payment of a final dividend of 3.8p per ordinary share for the year ended 31 October 2013, to be paid on 9 May 2014 to share-holders on the register and the concentration of the Company's Articles of Association. To re-eject Mr Mark Payworth as a director. 13. To re-eject Mr Mark Payworth as a director. 14. To authorise the directors to agree the remuneration of the auditors. 15. To authorise the directors to agree the remuneration of the auditors. 16. To re-eject Mr Mark Payworth as a director. 17. To re-eject Mr Mark Payworth as a director. 18. To re-eject Mr Mark Payworth as a director. 19. To re-eject Mr Mark Payworth as a director. 10. To authorise the directors to allot relevant securities under section 551 of the Companies Ard 2006. 18. To re-eject Mr Mark Payworth as a director. 19. To re-eject Mr Mark Payworth as a director. 10. To authorise the directors to allot relevant securities under section 551 of the Companies Ard 2006. 19. To re-eject Mr Mark Payworth as a director. 10. To authorise the directors to allot relevant securities under section 551 of the Companies Ard 2006. 10. To authorise the Gompany to make market purchase of its ordinary shares under section 701 of the Companies Ard 2006. 10. To authorise the Company to hold general meetings on fourteen clear days' notice. 11. To authorise the Company to hold general meetings on fourteen clear days' notice. 12. To re-eject Mr Mark Payworth as a director. 13. To re-eject Mr Mark Payworth as a director. 14. To authorise the directors to allot relevant securities under section 551 of the Companies Ard 2006. 15. To authorise the Company to hold general meetings on fourteen clea			ш	ш	ш		L-	_	ш	_	_
to 73 of the director's mountained within the Company's ainnual report and accounts for the year ended 31 October 2013. To receive and approve the director's remuneration opport (other than the part containing the director's remuneration policy) contained within the Company's annual report and accounts for the year ended 31 October 2013. To receive the payment of a final dividend of 3.8p per ordinary share for the year ended 31 October 2013, to be paid on 9 May 2014 to share-holders on the register and the concentration of the Company's Articles of Association. To re-eject Mr Mark Payworth as a director. 13. To re-eject Mr Mark Payworth as a director. 14. To authorise the directors to agree the remuneration of the auditors. 15. To authorise the directors to agree the remuneration of the auditors. 16. To re-eject Mr Mark Payworth as a director. 17. To re-eject Mr Mark Payworth as a director. 18. To re-eject Mr Mark Payworth as a director. 19. To re-eject Mr Mark Payworth as a director. 10. To authorise the directors to allot relevant securities under section 551 of the Companies Ard 2006. 18. To re-eject Mr Mark Payworth as a director. 19. To re-eject Mr Mark Payworth as a director. 10. To authorise the directors to allot relevant securities under section 551 of the Companies Ard 2006. 19. To re-eject Mr Mark Payworth as a director. 10. To authorise the directors to allot relevant securities under section 551 of the Companies Ard 2006. 10. To authorise the Gompany to make market purchase of its ordinary shares under section 701 of the Companies Ard 2006. 10. To authorise the Company to hold general meetings on fourteen clear days' notice. 11. To authorise the Company to hold general meetings on fourteen clear days' notice. 12. To re-eject Mr Mark Payworth as a director. 13. To re-eject Mr Mark Payworth as a director. 14. To authorise the directors to allot relevant securities under section 551 of the Companies Ard 2006. 15. To authorise the Company to hold general meetings on fourteen clea	2	To receive and approve the directors' remuneration policy, as set out on pages 65.		_		11	To re-elect Mrs Vanda Murray as a director	_	_		_
To receive and agrove the director: remuneration report of the from the part containing the directors remuneration policy contained with the Company's sential poor and accounts for the year ended 31 Cotablez 2013. 4. To approve the payment of a final dividend of 3.8 pper ordinary share for the year ended 31 Cotablez 2013, to be paid on 9 May 2014 to shareholders on the register at the close of business on 22 April 2014. 5. To re-appoint Mr Andrew Hamment who retires under the provisions of Article 87.1 ordinary for the Company's Articles of Association. 6. To re-appoint Mr Peter Hickson as a director. 7. To re-elect Mr Steve Bowers as a director. 8. To re-elect Mr Steve Bowers as a director. 9. To re-elect Mr Steve Bowers as a director. 10. To re-lect Mr Steve Bowers as a director. 11. To authorise the Greators to allot relevant securities under section 551 of the Companies Act 2006. 12. To re-elect Mr Mark Payworth as a director. 13. To re-appoint Defotte LLP the Company's auditors. 14. To authorise the directors to agree the remuneration of the auditors. 15. To authorise the directors to allot relevant securities under section 551 of the Companies Act 2006. 16. To endower the directors to allot relevant securities under section 570 of the Companies Act 2006. 17. To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. 18. To authorise the Company to hald general meetings on fourteen clear days' notice. 19. To authorise the Company to hald general meetings on fourteen clear days' notice. 10. To authorise the Company to hald general meetings on fourteen clear days' notice. 10. To authorise the Company to hald general meetings on fourteen clear days' notice. 10. To authorise the Company to hald general meetings on fourteen clear days' notice. 11. To authorise the Company to hald general meetings on fourteen clear days' notice. 12. To authorise the directors to allot relevant securities under section 551 of the Companies Act 2006. 1	-	to 73 of the directors' remuneration report contained within the Company's annual	Ш	Ш	\sqcup		10 To clock with Vallad manay as a director.	J	Ш	L	╛
containing the directors' memoration policy) contained within the Company's annual report and accounts for the year ended 31 October 2013. 4. To approve the payment of a find dividend of 3.8 pp are ordinary share for the year ended 31 October 2013, to be paid on 9 May 2014 to shareholders on the register at the obserol Districts on 22 April 2014. 5. To re-appoint Mr Andrew Hamment who retires under the provisions of Article 87.1 14. To authorise the directors to agree the remuneration of the auditors. 6. To re-appoint Mr Nigel Young who retires under the provisions of Article 87.1 of the Company's Articles of Association. 7. To re-elect Mr Peter Hickson as a director. 8. To re-elect Mr Steve Bowers as a director. 9. To re-elect Mr Steve Bowers as a director. 10. To authorise the Company to make market purchase of its ordinary shares under section 570 of the Companies Ard 2006. 11. To authorise the Company to hold general meetings on fourteen clear days' notice. 12. To re-elect Mr Steve Bowers as a director. 13. To re-elect Mr Steve Bowers as a director. 14. To authorise the directors to allot relevant securities under section 551 of the Companies Ard 2006. 15. To re-elect Mr Steve Bowers as a director. 16. To empower the directors to allot equity securities under section 570 of the Companies Ard 2006. 17. To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Ard 2006. 18. To authorise the Company to hold general meetings on fourteen clear days' notice. 19. To re-elect Mr Steve Bowers as a director. 19. To re-elect Mr Steve Bowers as a director. 10. To authorise the Company to hold general meetings on fourteen clear days' notice. 11. To authorise the Company to hold general meetings on fourteen clear days' notice. 11. To authorise the Company to hold general meetings on fourteen clear days' notice. 12. To authorise the Company to hold general meetings on fourteen clear days' notice. 13. To re-elect Mr Steve Bowers as a director. 14. To		report and accounts for the year ended 51 October 2015.						_			_
4. To approve the payment of a fired dividend of 3 ap or ordinary share for the year ended 31 To reappoint Deloitle LLP the Company's auditors. 13. To re-appoint Deloitle LLP the Company's auditors. 14. To authorise the directors to agree the remuneration of the auditors. 15. To re-appoint Mr Andrew Hamment who retires under the provisions of Article 87.1 of the Company's Articles of Association. 16. To re-appoint Mr Ngel Young who retires under the provisions of Article 87.1 of the Company's Articles of Association. 17. To re-elect Mr Peter Hickson as a director. 18. To re-elect Mr Steve Bowers as a director. 19. To re-elect Mrs Sarah Ellard as a director. 10. To re-elect Mrs Sarah Ellard as a director. 10. To re-elect Mrs Sarah Ellard as a director. 11. To authorise the Company to hold general meetings on fourteen clear days' notice. 12. To authorise the Company to hold general meetings on fourteen clear days' notice. 13. To re-appoint Deloitle LLP the Company's auditors. 14. To authorise the directors to agree the remuneration of the auditors. 15. To authorise the directors to allot relevant securities under section 551 of the Companies Act 2006. 16. To empower the directors to allot equity securities under section 570 of the Companies Act 2006. 17. To authorise the Company to make market purchase of its ordinary shares under section 770 of the Companies Act 2006. 18. To authorise the Company to hold general meetings on fourteen clear days' notice. 19. To authorise the Company to hold general meetings on fourteen clear days' notice. 10. To authorise the Company to hold general meetings on fourteen clear days' notice. 11. To authorise the Company to hold general meetings on fourteen clear days' notice. 11. To authorise the Company to hold general meetings on fourteen clear days' notice. 12. To authorise the Company to hold general meetings on fourteen clear days' notice. 13. To authorise the Company to make market purchase of its ordinary shares under notice. 14. To authorise the direc	3.					12.	To re-elect Mr Mark Papworth as a director.	7	$\overline{}$	Г	$\overline{}$
ended 31 October 2013, to be paid on 9 May 2014 to shareholders on the register at the close of business on 22 April 2014. 5. To re-spoint Mr Andrew Hamment who retires under the provisions of Article 87.1			Ш	Ш	Ш		L	J	Ш	L	┙
ended 31 October 2013, to be paid on 9 May 2014 to shareholders on the register at the close of business on 22 April 2014. 5. To re-spoint Mr Andrew Hamment who retires under the provisions of Article 87.1						_					
at the close of business on 22 April 2014. 5. To re-appoint Mr Andrew Hamment who retires under the provisions of Article 87.1 14. To authorise the directors to agree the remuneration of the auditors. 15. To authorise the directors to allot relevant securities under section 551 of the Companys Articles of Association. 15. To authorise the directors to allot relevant securities under section 551 of the Companies Act 2006. 16. To enpower the directors to allot relevant securities under section 570 of the Companies Act 2006. 16. To enpower the directors to allot equity securities under section 570 of the Companies Act 2006. 17. To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to hold general meetings on fourteen clear days' 18. To authorise the Company to make market purchase of its ordinary shares under the provisions of the meeting of the company to hold general meeting of its ord	4.					13.	To re-appoint Deloitte LLP the Company's auditors.	7	П	Г	٦
of the Company's Articles of Association. 15. To authorise the directors to allot relevant securities under section 551 of the Companies Act 2006. Special Resolutions 16. To en-elect Mr Peter Hickson as a director. 17. To re-elect Mr Steve Bowers as a director. 18. To re-elect Mr Steve Bowers as a director. 18. To re-elect Mr Sarah Ellard as a director. 18. To re-elect Mr Sarah Ellard as a director. 18. To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. 18. To authorise the Company to hold general meetings on fourteen clear days' notice. 19. We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting. Signature In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly		at the close of business on 22 April 2014.	ш	ш	ш			_	ш	_	_
of the Company's Articles of Association. 15. To authorise the directors to allot relevant securities under section 551 of the Companies Act 2006. Special Resolutions 16. To en-elect Mr Peter Hickson as a director. 17. To re-elect Mr Steve Bowers as a director. 18. To re-elect Mr Steve Bowers as a director. 18. To re-elect Mr Sarah Ellard as a director. 18. To re-elect Mr Sarah Ellard as a director. 18. To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. 18. To authorise the Company to hold general meetings on fourteen clear days' notice. 19. We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting. Signature In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly	_	To an artist Ma Andrew House at the artists and at the artists of Artists 07.4					T				_
Companies Act 2006. To re-elect Mr Peter Hickson as a director. To re-elect Mr Steve Bowers as a director. To re-elect Mr Steve Bowers as a director. To authorise the Company to make market purchase of its ordinary shares under section 570 of the Companies Act 2006. To enelect Mr Steve Bowers as a director. To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. To enelect Mrs Sarah Ellard as a director. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice.	5.	of the Company's Articles of Association.	П	П	П	14.	To authorise the directors to agree the remuneration of the auditors.	7	П	Г	٦
Companies Act 2006. To re-elect Mr Peter Hickson as a director. To re-elect Mr Steve Bowers as a director. To re-elect Mr Steve Bowers as a director. To authorise the Company to make market purchase of its ordinary shares under section 570 of the Companies Act 2006. To enelect Mr Steve Bowers as a director. To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. To enelect Mrs Sarah Ellard as a director. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice.			_	_	_		_	_	_	_	_
7. To re-elect Mr Peter Hickson as a director.	6	To re-appoint Mr Nigel Young who retires under the provisions of Article 87.1 of		$\overline{}$	$\overline{}$	15.	To authorise the directors to allot relevant securities under section 551 of the	_	$\overline{}$		$\overline{}$
16. To empower the directors to allot equity securities under section 570 of the Companies Act 2006. 17. To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. 18. To re-elect Mrs Sarah Ellard as a director. 18. To authorise the Company to hold general meetings on fourteen clear days' notice. 18. To authorise the Company to hold general meetings on fourteen clear days' In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly			Ш	Ш	\Box		Companies Act 2006.	╛	Ш	L	
8. To re-elect Mr Steve Bowers as a director. 17. To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. 18. To authorise the Company to hold general meetings on fourteen clear days' notice. 18. To authorise the Company to hold general meetings on fourteen clear days' notice. 18. To authorise the Company to hold general meetings on fourteen clear days' notice. 19. We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting. 19. Signature 10. In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly						Spec	cial Resolutions				
8. To re-elect Mr Steve Bowers as a director. 17. To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. 18. To authorise the Company to hold general meetings on fourteen clear days' notice. 18. To authorise the Company to hold general meetings on fourteen clear days' notice. 19. If we instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting. 19. Signature 10. In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly	7.	To re-elect Mr Peter Hickson as a director.				16.	To empower the directors to allot equity securities under section 570 of the	٦ .	П	Г	\neg
9. To re-elect Mrs Sarah Ellard as a director. 18. To authorise the Company to hold general meetings on fourteen clear days'									ш	L	_
9. To re-elect Mrs Sarah Ellard as a director. 18. To authorise the Company to hold general meetings on fourteen clear days'								J			
I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting. Signature In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly	_					_	Companies Act 2006.	_			
I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting. Signature In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly	8.	To re-elect Mr Steve Bowers as a director.		$\overline{\Box}$		17.	Companies Act 2006. To authorise the Company to make market purchase of its ordinary shares under	J 	$\overline{\Box}$		$\overline{}$
I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting. Signature In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly	8.	To re-elect Mr Steve Bowers as a director.				17.	Companies Act 2006. To authorise the Company to make market purchase of its ordinary shares under]			
Signature Date In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly	_						Companies Act 2006. To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006.]			
Signature Date In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly	9.						To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. To authorise the Company to hold general meetings on fourteen clear days']			
Signature Date In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly	_						To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. To authorise the Company to hold general meetings on fourteen clear days']			
In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly	9.	To re-elect Mrs Sarah Ellard as a director.				18.	To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. To authorise the Company to hold general meetings on fourteen clear days' notice.]			
In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly	9.	To re-elect Mrs Sarah Ellard as a director.	otherwi	se instruc	cted the pro	18.	To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. To authorise the Company to hold general meetings on fourteen clear days' notice.]] sss of t	he me	C eting.	
common seal or be signed on its behalf by an attorney or officer duly	9. I/W	To re-elect Mrs Sarah Ellard as a director. /e instruct my/our proxy as indicated on this form. Unless	G otherwi		cted the pro	18.	To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. To authorise the Company to hold general meetings on fourteen clear days' notice.]] sss of t	he me	E eting.	
authorised, stating their capacity (e.g. director, secretary).	9. I/W	To re-elect Mrs Sarah Ellard as a director. /e instruct my/our proxy as indicated on this form. Unless	otherwi		cted the pro	18.	To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice.				
	9. I/W	To re-elect Mrs Sarah Ellard as a director. /e instruct my/our proxy as indicated on this form. Unless	s otherwi		cted the pro	18.	To authorise the Company to make market purchase of its ordinary shares under section 701 of the Companies Act 2006. To authorise the Company to hold general meetings on fourteen clear days' notice. To authorise the Company to hold general meetings on fourteen clear days' notice. Vote as he or she sees fit or abstain in relation to any busine In the case of a corporation, this proxy must be giv common seal or be signed on its behalf by an attor	en un ney o	der its r office	3	

H 1 0 4 2 0 6 CMG