

**Form of Proxy
General Meeting**

+

+

Voting ID

Task ID

Shareholder reference number

Please read the Circular dated 18 June 2013 and the notes opposite before completing this form.

I/We being member/members of the above named Company, hereby appoint the Chairman of the meeting or the following person (see note 1).

(Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).)

to be my/our proxy to exercise all or any of my/our rights to attend and to speak and vote on my/our behalf at the General Meeting of the Company to be held at Hangar 89, London Luton Airport, Luton, Bedfordshire LU2 9PF on Thursday, 11 July 2013 at 10.00 a.m. and at any adjournment of such meeting.

Please indicate here with an "X" if this proxy form is one of multiple instructions being given (see note 2).

I/We direct my/our proxy to attend, speak and vote on the resolution set out in the Circular dated 18 June 2013 convening the General Meeting as follows:

Resolution

1. THAT the New Framework Arrangements as described in the Circular to Shareholders dated 18 June 2013, be and are approved for the purposes of Chapter 10 of the Listing Rules of the Financial Conduct Authority and that the Directors (or a duly authorised committee of the Directors) be and are hereby authorised to: (a) do all things as may be necessary or desirable to complete or give effect to or otherwise in connection with or incidental to the New Framework Arrangements; and (b) agree to such modifications, variations, revisions, waivers or amendments to the New Framework Arrangements provided such modifications, variations, revisions, waivers or amendments are not material in either such case as they may in their absolute discretion think fit.

	For	Against	Vote withheld*
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please indicate with an "X" in the appropriate box above how the proxy should vote and then sign in the space provided below. If no specific direction as to voting is given, the proxy may vote or abstain at his/her discretion on the resolution. The proxy is also authorised to vote (or abstain from voting) on any other business which may properly come before the meeting.

* The "Vote withheld" option is provided to enable you to abstain on the resolution. It should be noted that a "Vote withheld" is not a vote in law and will not be counted as a vote "For" or "Against" a resolution.

+

2252-010-S

+

Date 2013

Signature

Name in block capitals

Initial and surnames of joint holders (if any)

(Incorporated and registered in England and Wales with registered number 3959649)

Merrill Corporation Ltd, London
13-13161-2

Form of Proxy explanatory notes:

1. A member may appoint another person as his/her proxy to exercise all or any of his/her rights to attend, speak and vote at the meeting. If you wish to appoint some person of your own choice as your proxy rather than the Chairman of the meeting, you should complete in BLOCK CAPITALS his/her full name and address in the space provided. Such proxy need not be a member of the Company. If you wish to appoint the Chairman, please leave the box blank.
2. You can also, if you wish, appoint more than one proxy 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 pursuant to a hard copy Form of Proxy, you should photocopy this form as you must complete a separate Form of Proxy for each proxy. Please indicate next to the proxy holder's name the number of shares in relation to which you authorise them to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this Form of Proxy has been issued in respect of a designated account for a member, the full voting entitlement for that designated account). Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and, if returned by post, should be included in the same envelope.
3. This Form of Proxy must be executed by the appointor or his/her attorney, duly authorised in writing or, if the appointor is a corporation, under its common seal or by the signature of a duly authorised attorney or officer or other person duly authorised in that behalf (and the signature on the appointment of proxy need not be witnessed).
4. In the case of joint holders, only the signature of one of the joint holders is required but, if more than one joint holder votes, the vote of the first named holder on the register of members shall be accepted to the exclusion of other vote(s) (if any) of joint holder(s).
5. The Form of Proxy, together with the power of attorney or other authority (if any) under which it is authenticated, or a certified copy of such authority or in some other way approved by the Board must be received at the Company's registrars, Equiniti, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA not later than 9 July 2013 at 10.00 a.m. being 48 hours before the earliest time appointed for the meeting or any adjournment thereof. The appointment of proxy shall be valid notwithstanding the death or mental disorder of the principal or the revocation of the appointment of proxy, or of the authority under which the appointment of proxy was executed, or the transfer of the share(s) in respect of which the appointment of proxy is given, unless notice in writing of such death, mental disorder, revocation or transfer shall have been received by the Company's registrars, Equiniti, at the same address by the same deadline.
6. As an alternative to completing a hard copy Form of Proxy, proxies may be appointed electronically in accordance with note 10 overleaf or CREST members may use the CREST electronic appointment service in accordance with note 11 overleaf.
7. Your appointed proxy must attend the meeting in person to represent you. Unless you are appointing the Chairman as your proxy, please check with your appointed proxy prior to appointing him/her that he/she intends to attend the meeting to ensure your vote is counted. Completion of this Form of Proxy will not preclude the member from attending and voting at the meeting. In the event that and to the extent that a member personally votes his/her shares, his/her proxy or proxies shall not be entitled to vote and any vote cast by a proxy in such circumstances shall be ignored.

(continued overleaf)

Form of Proxy explanatory notes (continued):

- 8.** Please indicate how you wish your proxy to vote on the resolution by inserting an "X" in the appropriate box. Any alteration to the Form of Proxy must be initialled by the person signing it.
- 9.** When two (or more) valid but differing appointments of proxy are received in respect of the same share(s) for use at the same meeting and in respect of the same matter, the one which is last validly received (regardless of its date or of the date of its execution or submission) shall be treated as replacing and revoking the other or others as regards the share(s). If the Company is unable to determine which appointment was last validly received, none of them shall be treated as valid in respect of the relevant share(s).
- 10.** Members who prefer to register the appointment of their proxy electronically via the internet can do so through Equiniti's website at www.sharevote.co.uk where full instructions on the procedure are given. The Voting ID, Task ID and Shareholder Reference Number printed on the Form of Proxy will be required in order to use this electronic proxy appointment system. Alternatively members who have already registered with Equiniti's online portfolio service, Shareview, can appoint their proxy electronically by logging on to their portfolio at www.shareview.co.uk and then click on the link to vote under their holding details. The on-screen instructions give details of how to complete the appointment process. A proxy appointment made electronically will not be valid if sent to any address other than those provided or if received after 10.00 a.m. on Tuesday, 9 July 2013.
- 11.** CREST members who wish to appoint a proxy or proxies by using the CREST electronic proxy appointment service may do so for the General Meeting to be held on 11 July 2013 and any adjournments thereof by using the procedures described in the CREST Manual on the Euroclear website (www.euroclear.com). The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the Company's agent (ID RA 19) no later than 10.00 a.m. on 9 July 2013 being 48 hours before the earliest time appointed for the meeting or any adjournment thereof. Please see the notes to the Notice of Meeting for further information on proxy appointments through the CREST system.
- 12.** Please note that the Company takes all reasonable precautions to ensure no viruses are present in any electronic communication it sends out but the Company cannot accept responsibility for loss or damage arising from the opening or use of any email or attachments from the Company and recommends that members subject all messages to virus checking procedures prior to use. Please note that any electronic communication received by the Company that is found to contain any computer virus will not be accepted.
- 13.** You may not use any electronic address provided in this Form of Proxy to communicate with the Company for any purposes other than those expressly stated.

RESPONSE SERVICE No.
NAT15581



Equiniti
Aspect House
Spencer Road
Lancing
West Sussex
BN99 6LQ

easyJet plc