

## ATTENDANCE CARD CINEWORLD GROUP PLC – ANNUAL GENERAL MEETING

You may submit your proxy electronically using the Share Portal service at [www.capitashareportal.com](http://www.capitashareportal.com).  
If not already registered for the Share Portal, you will need your Investor Code below.

AREA FOR PERSONALISATION

The Chairman of Cineworld Group plc invites you to attend the Annual General Meeting of the Company to be held at The Cineworld Cinema, Southside Shopping Centre, Wandsworth High Street, London SW18 4TF at 11.00am on 26 May 2015.

If you plan to attend the Annual General Meeting of Cineworld Group plc, please bring this card with you to the Meeting and present it at Shareholder registration/accreditation. Please note that the meeting is due to commence at 11.00am.

Signature of  
person attending

Bar Code:

AREA FOR  
PERSONALISATION

Investor  
Code:

## FORM OF PROXY CINEWORLD GROUP PLC – ANNUAL GENERAL MEETING

AREA FOR PERSONALISATION

Bar Code:

AREA FOR  
PERSONALISATION

Investor Code:

I/We being a member of the Company hereby appoint the Chairman of the Meeting OR the following person

Name  
of Proxy

Number  
of Shares  
Appointed  
Over

Event Code:

As my/our proxy to exercise all or any of my/our rights to attend, speak and vote in respect of my/our voting entitlement on my/our behalf at the Annual General Meeting of the Company to be held at 11.00am on Tuesday 26 May 2015 at The Cineworld Cinema, Southside Shopping Centre, Wandsworth High Street, London SW18 4TF and at any adjournment thereof. Explanatory notes are set out overleaf.

Please indicate by ticking the box if this proxy appointment is one of multiple appointments being made\*

\* For the appointment of one or more proxies, please refer to explanatory note 2 (overleaf).

### RESOLUTIONS

Please mark "X" to indicate  
how you wish to vote  
(see note 4 overleaf)

For  
Against  
Vote  
withheld

- 1 To receive and adopt the Report of Directors and the audited accounts of the Company for the 53 week period ended 1 January 2015
- 2 To receive and approve the Directors' Remuneration Report (other than the part containing the Directors' Remuneration Policy) for the 53 week period ended 1 January 2015
- 3 To declare a final dividend of 9.7p per ordinary 1p share in respect of the 53 week period ended 1 January 2015
- 4 To elect Alicja Kornasiewicz as a Director of the Company\*
- 5 To elect Julie Southern as a Director of the Company\*
- 6 To re-elect Anthony Bloom as a Director of the Company\*
- 7 To re-elect Philip Bowcock as a Director of the Company\*
- 8 To re-elect Israel Greidinger as a Director of the Company\*
- 9 To re-elect Mooky Greidinger as a Director of the Company\*

\* See note 12 overleaf.

To assist with arrangements, if you intend attending the meeting in person please indicate with an "X".

### RESOLUTIONS

Please mark "X" to indicate  
how you wish to vote  
(see note 4 overleaf)

For  
Against  
Vote  
withheld

- 10 To re-elect Martina King as a Director of the Company\*
- 11 To re-elect Scott Rosenblum as a Director of the Company\*
- 12 To re-elect Arni Samuelsson as a Director of the Company\*
- 13 To re-elect Rick Senat as a Director of the Company\*
- 14 To appoint KPMG LLP as auditors of the Company
- 15 To authorise the Audit Committee to set the remuneration of the auditors
- 16 To authorise Directors to allot shares
- 17 To disapply statutory pre-emption rights and authorise the allotment of shares for cash
- 18 To authorise the purchase of own shares
- 19 To approve shorter notices periods for certain General Meetings

Signature

Date

## 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/her proxy to exercise all or any of his/her 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 overleaf). If the proxy is being appointed in relation to less than your full voting entitlement, please enter the number of shares in relation to which your proxy is authorised to act. If left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement (or, if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
2. To appoint more than one proxy, you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, must not exceed the number of shares held by you). Please also indicate 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 right to appoint a proxy does not apply to persons whose shares are held on their behalf by another person and who have been nominated to receive communication from the Company in accordance with section 146 of the Companies Act 2006 ("Nominated Persons"). Nominated Persons may have a right under an agreement with the registered shareholder who holds shares on their behalf to be appointed (or to have someone else appointed) as a proxy. Alternatively, if nominated persons do not have such a right, or do not wish to exercise it, they may have a right under such an agreement to give instructions to the person holding the shares as to the exercise of voting rights.
4. The 'Vote Withheld' option 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. If you do not indicate on the form how your proxy is to vote or otherwise give your proxy instructions how to vote, he/she can decide whether, and how, to vote.
5. 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 6pm on 21 May 2015. 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.
6. In the case of joint holders, the signature of any one holder will be sufficient, but the names of all joint holders should be stated, and the vote of the senior holder who tenders a vote will be accepted to the exclusion of the vote(s) of other joint holder(s), seniority being determined by the order in which the names stand in the register of members of the Company.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person. If you attend the meeting in person, your proxy appointment will automatically be terminated.
8. The form of proxy must arrive at Capita Asset Services, 34 Beckenham Road, Beckenham, BR3 4TU during usual business hours accompanied by any power of attorney under which it is executed (if applicable) no later than 11.00am on 21 May 2015 (or not less than 48 hours before the time of the AGM if it is adjourned).
9. If you prefer, you may return the proxy form to the Registrar in an envelope addressed to FREEPOST CAPITA PXS.
10. Shareholders wishing to appoint a proxy online should visit [www.capitashareportal.com](http://www.capitashareportal.com) and follow the instructions. The same deadline as in note 8 above applies.
11. Shares held in uncertificated form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual. Again, the same deadline as in note 8 above applies.
12. Of the Directors standing for election, Alicja Kornasiewicz and Julie Southern will both be Non-Executive Directors. Details of their biographies are set out in the Notice of Meeting. If elected, Julie Southern will become chairman of the Audit Committee. Of the Directors standing for re-election, Anthony Bloom is the Chairman of the Company and a Non-Executive Director, Philip Bowcock is the Chief Financial Officer, Israel Greidinger is the Deputy Chief Executive Officer, Mooky Greidinger is the Chief Executive Officer, Martina King is a Non-Executive Director, chairman elect of the Remuneration Committee and a member of the Audit and Remuneration Committees, Scott Rosenblum is a Non-Executive Director and member of the Nomination Committee, Arni Samuelsson is a Non-Executive Director and member of the Nomination Committee and Rick Senat is a Non-Executive Director and the Chairman of the Nomination Committee. Details of their biographies are set out on pages 32 and 33 of the Annual Report.

Business Reply Service  
Licence Number  
RLUB-TBUX-EGUC



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