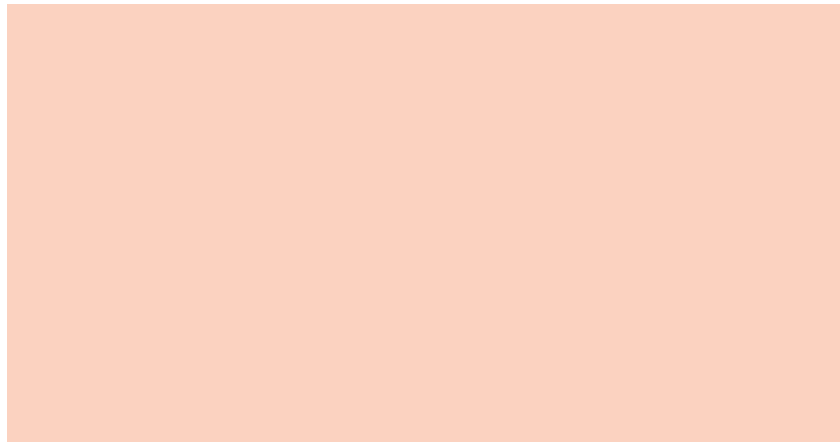


## ATTENDANCE CARD

### Victoria plc – GENERAL MEETING

You may submit your proxy electronically using The Share Portal at [www.capitashareportal.com](http://www.capitashareportal.com).

If not already registered for The Share Portal, you will need your investor code below.



To be held at: the offices of Seymour Pierce, 20 Old Bailey, London EC4M 7EN, at 10.00 a.m. on 17 December 2012. If you wish to attend this meeting in your capacity as a shareholder, please sign this card and on arrival hand it to the Company's registrars. This will facilitate entry to the meeting.

Signature of  
person attending

Barcode:

Investor Code:



## FORM OF PROXY

### Victoria plc – GENERAL MEETING

Bar Code:

Investor Code:

Event Code:

I/We being a member of the Company hereby appoint the Chairman of the meeting or (see notes 1 and 2 overleaf)

as my/our proxy to vote on my/our behalf at the General Meeting of the Company to be held at 10.00 a.m. on 17 December 2012 and at any adjournment thereof. I have indicated with a 'X' how I/we wish my/our votes to be cast on the following resolution:

## RESOLUTION

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

For  
Against  
Vote Withheld

1. To approve the cancellation of the listing of the Company's ordinary shares on the Official List and to approve the admission to trading on AIM.

☐ ☐ ☐

Please place a cross here to indicate that this proxy instruction is in addition to a previous instruction, otherwise it will overwrite any previous instruction.

To assist with arrangements, if you intend attending the meeting in person please place a 'X' in the box opposite.

Signature

Date

Location of the General Meeting

to be held at the offices of Seymour Pierce, 20 Old Bailey, London EC4M 7EN on 17 December 2012 at 10.00 a.m.

Notes

- 1

Every shareholder has the right to appoint some other person(s) of their choice, who need not be a shareholder, 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.
- 2

To appoint more than one proxy, (an) additional Form(s) of Proxy may be obtained by contacting the Registrars on 0871 664 0300; calls cost 10p per minute plus network extras (lines are open 8.30 a.m. to 5.30 p.m. Monday to Friday) or you may copy this form. Please indicate in the box with the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by placing a cross in the box provided if the proxy instruction is in addition to a previous instruction. All forms must be returned together in the same envelope.
- 3

To be effective, the instrument appointing a proxy, and any power of attorney or other authority under which it is signed (or a copy of such authority certified notarially or in some other way approved by the Directors), must be deposited with the Company's Registrars, Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU not less than 48 business hours before the time for holding the meeting or adjourned meeting or, in the case of a poll taken more than 48 business hours after it is demanded, not less than 24 hours before the time appointed for the taking of the poll at which it is to be used.
- 4

Pursuant to regulation 41 of the Uncertificated securities regulations 2001, the Company has specified that only those shareholders registered on the Register of Members of the Company at 6.00 p.m. on 15 December 2012 shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their name at that time. Changes to the Register of members after 6.00 p.m. on 15 December 2012 shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- 5

A corporation must execute the Form of Proxy under either its common seal or the hand of a duly authorised officer or attorney.
- 6

The Form of Proxy is for use in respect of the shareholder account specified above only and should not be amended or submitted in respect of a different account.
- 7

The 'Vote Withheld' option is to enable you to abstain on any particular resolution. Such a vote is not a vote in law and will not be counted in the votes 'For' and 'Against' a resolution.
- 8

Shares held in uncertified 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.
- 9

If you prefer, you may return this form in an envelope to Freepost RSBH-UXKS-LRBC, Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU.



Business Reply  
Licence Number  
RSBH-UXKS-LRBC



PXS  
34 Beckenham Road  
BECKENHAM  
Kent  
BR3 4TU