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**POLEMOS PLC**  
**Annual General Meeting**

**Form of Proxy**

I/We (Block Letters).....  
of .....  
being a member/members of the above-named Company hereby appoint the Chairman of the Meeting or \* .....  
of .....

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at the offices of Kerman & Co LLP at 200 Strand, London WC2R 1DJ on 23 July 2014 at 4.30 p.m. (London time) and at any adjournment thereof. I/We direct that my/our vote(s) be cast on the Resolutions as indicated by an X in the appropriate box.

	<i>For</i>	<i>Against</i>	<i>Withheld</i>
1. <b>Ordinary Resolution – to receive and consider the report of the directors and the financial statements</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. <b>Ordinary Resolution – to re-appoint, as a director of the Company, Mr Spencer John Wilson</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. <b>Ordinary Resolution – to reappoint PKF Littlejohn LLP as auditor of the Company</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. <b>Ordinary Resolution – Directors’ Authority to allot shares</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. <b>Special Resolution – Dis-application of pre-emption rights</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\* If it is desired to appoint another person as a proxy these words should be deleted and the name and address of the proxy, who need not be a member of the Company, inserted. Unless otherwise directed, and in respect of any other resolution properly moved at the Meeting, the proxy will vote, or may abstain from voting, as he thinks fit.

**DATED THIS ..... day of ..... 2014**

**SIGNATURE .....**

**NOTES:**

- (1) Any member entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies (who need not be a member of the Company) of his own choice to attend and, on a poll, to vote in his place.
- (2) Forms of Proxy together with any power of attorney or other authority under which it is executed or a notarially certified copy thereof, must be completed and to be valid, must reach Polemos PLC at Suite 3B, Princes House, 38 Jermyn Street, London SW1Y 6DN

by 4.30 p.m. on 21 July 2014.

- (3) The appointment of a proxy does not preclude a member from attending & voting at the meeting.
  - (4) If the appointor is a corporation, this form of proxy must be under its common seal or under the hand of an officer or attorney duly authorised.
  - (5) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote of the other registered holders(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.
  - (6) If you wish to appoint as proxy someone other than the Chairman of the Meeting, please delete the words "the Chairman of the Meeting" and insert the name and address of the person you wish to appoint in the space provided. A proxy need not be a member.
  - (7) Only those shareholders on the register of members at 6:00 p.m. on 20 July 2014 shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. If the meeting is adjourned by more than forty eight (48) hours, then to be so entitled, shareholders must be entered on the Company's register of members at the time which is forty eight (48) hours before the time appointed for holding the adjourned meeting or, if the Company gives notice of the adjourned meeting, at the time specified in that notice.
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