

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. It contains the resolutions to be voted on at a General Meeting of the Company to be held on 15 October 2009. If you are in any doubt about the contents of this document or the action you should take, you are recommended to seek your own financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser who is authorised under the Financial Services and Markets Act 2000.

If you have sold or otherwise transferred all of your Ordinary Shares, please immediately forward this document, together with the accompanying Form of Proxy, to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee. If you have sold or transferred only part of your registered holding of Ordinary Shares in the Company, you should retain this document and the accompanying documents.

Application has or will be made to the London Stock Exchange for the Subscription Shares arising from the Subscription to be admitted to trading on AIM. It is anticipated that such admission will become effective and that dealings in the Initial Subscription Shares will commence at 8.00 a.m. on 30 September 2009 and that dealings in the Second Subscription Shares will commence at 8.00 a.m. on 16 October 2009.

A copy of this document, along with other information required to be provided under the AIM Rules, is available from the Company's website at <http://www.provexis.com>.

Provexis plc

(Incorporated and registered in England and Wales under the Companies Act 1985 with registered number 05102907)

Subscription of 200,000,000 new Ordinary Shares of 0.1p each at 2.5p per share

and

Notice of General Meeting

This document should be read as a whole. Your attention is drawn to the letter from the Chairman of the Company, which is set out on pages 5 to 8 of this document and which recommends that you vote in favour of the Resolutions to be proposed at the General Meeting.

Arbuthnot Securities Limited, which is authorised and regulated in the United Kingdom by the Financial Services Authority, is acting as nominated adviser and broker to the Company in relation to the Subscription and Admission and will not be responsible to any person other than the Company for providing the protections afforded to its customers or for advising any other person on the contents of this document or any matter, transaction or arrangement referred to herein. The responsibilities of Arbuthnot Securities Limited as the Company's nominated adviser and broker under the AIM Rules are owed solely to London Stock Exchange plc and are not owed to the Company or to any Director, Shareholder or any other person. Arbuthnot Securities Limited is not making any representation or warranty, express or implied, as to the contents of this document.

The Subscription Shares will not be registered under the United States Securities Act of 1933 (as amended) or under the securities laws of any state or other jurisdiction of the United States or qualify for distribution under any of the relevant securities laws of Canada, Australia, Japan or the Republic of Ireland, nor has any prospectus in relation to the Subscription Shares been lodged with or registered by the Australian Securities and Investments Commission. Accordingly, subject to certain exceptions, the Subscription Shares may not be, directly or indirectly, offered, sold, taken up, delivered or transferred in or into the United States, Canada, Australia or Japan. Overseas shareholders and any person (including, without limitation, nominees and trustees) who have a contractual or other legal obligation to forward this document to a jurisdiction outside the United Kingdom should seek appropriate advice before taking any action.

The Notice of a General Meeting of the Company to be held at the offices of Arbuthnot Securities Limited at Arbuthnot House, 20 Ropemaker Street, London EC2Y 9AR at 10.00 a.m. on 15 October 2009 is set out at the end of this document. Shareholders will find enclosed a Form of Proxy for use at the General Meeting. To be valid, a Form of Proxy, completed and executed in accordance with the instructions printed thereon, should be delivered to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6ZL by not later than 10.00 a.m. on 13 October 2009.

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SUBSCRIPTION STATISTICS

Subscription Price	2.5p
Number of existing Ordinary Shares	822,539,965
Number of Initial Subscription Shares	40,969,390
Number of Second Subscription Shares	159,030,610
Estimated net proceeds of the Subscription receivable by the Company	£4.75 million
Number of Ordinary Shares in issue following Admission	1,022,539,965
Number of Subscription Shares as a percentage of the Enlarged Share Capital	19.6 per cent.

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Admission and dealings in the Initial Subscription Shares expected to commence on AIM	8.00 a.m. on 30 September 2009
CREST accounts credited with Initial Subscription Shares	30 September 2009
Despatch of definitive share certificates for Initial Subscription Shares	by 7 October 2009
Latest time and date for receipt of Forms of Proxy	10.00 a.m. on 13 October 2009
General Meeting	10.00 a.m. on 15 October 2009
Admission and dealings in the Second Subscription Shares expected to commence on AIM	8.00 a.m. on 16 October 2009
CREST accounts credited with Second Subscription Shares	16 October 2009
Despatch of definitive share certificates for Second Subscription Shares	by 23 October 2009

DEFINITIONS

The following definitions apply throughout this document and the Form of Proxy, unless the context requires otherwise:

“Act”	the Companies Act 2006 (as amended)
“Admission”	the admission of Subscription Shares to trading on AIM becoming effective in accordance with the AIM Rules
“AIM”	the market of that name operated by the London Stock Exchange
“AIM Rules”	the AIM Rules for Companies and the AIM Rules for Nominated Advisers
“Arbutnot”	Arbutnot Securities Limited, the Company’s nominated adviser and broker
“Articles”	the articles of association of the Company as at the date of this document
“Company” or “Provexis”	Provexis plc
“CREST”	the computerised settlement system (as defined in the CREST Regulations) operated by Euroclear which facilitates the transfer of title to shares in uncertificated form
“CREST Regulations”	the Uncertificated Securities Regulations 2001, including (i) any enactment or subordinate legislation which amend or supersede those regulations; and (ii) any applicable rules made under those regulations or any such enactment or subordinate legislation for the time being in force
“Directors” or “Board”	the directors of the Company, whose names are set out on page 5 of this document
“Enlarged Ordinary Share Capital”	the Ordinary Shares in issue immediately following Admission
“Euroclear”	Euroclear UK & Ireland Limited, a company incorporated under the laws of England and Wales, the operator of CREST
“Existing Ordinary Shares”	the 822,539,965 Ordinary Shares in issue at the date of this document
“Form of Proxy”	the form of proxy enclosed with this document for use in connection with the GM
“General Meeting” or “GM”	the general meeting of the Company convened for 10.00 a.m. on 15 October 2009, notice of which is set out at the end of this document
“Group”	the Company and its Subsidiaries
“Initial Subscription”	the subscription of the Initial Subscription Shares
“Initial Subscription Shares”	40,969,390 new Ordinary Shares issued at the Subscription Price in the Initial Subscription
“London Stock Exchange”	London Stock Exchange plc
“Notice of GM”	the notice convening the GM, which is set out at the end of this document

“Ordinary Shares”	ordinary shares of 0.1p each in the capital of the Company
“Resolutions”	the resolutions set out in the Notice of GM at the end of this document
“Second Subscription”	the subscription of the Second Subscription Shares
“Second Subscription Shares”	159,030,610 new Ordinary Shares issued at the Subscription Price in the Second Subscription
“Subscription”	the conditional placing by the Company of the Subscription Shares
“Subscription Price”	2.5p per Subscription Share
“Subscription Shares”	the 200,000,000 Ordinary Shares to be issued pursuant to the Initial Subscription and the Second Subscription
“Shareholders”	the holders of Ordinary Shares
“Subsidiaries”	a “subsidiary” as defined in Section 1159 of the 2006 Act and any other company which is a subsidiary (as so defined) of such company
“Uncertificated Securities Regulations”	the Uncertificated Securities Regulations 2002 (SI 2001/3755)
“United Kingdom” or “UK”	the United Kingdom of Great Britain and Northern Ireland

LETTER FROM THE CHAIRMAN OF PROVEXIS PLC

Provexis plc

(Incorporated and registered in England and Wales under the Companies Act 1985, with registered number 05102907)

Directors:

Charles Dawson Buck *(Non-executive Chairman)*
Dr Neville Clifford Bain *(Non-executive Deputy Chairman)*
Stephen Nigel Moon *(Chief Executive)*
Ian Ford *(Finance Director)*
Steven Neil Morrison *(Chief Operating Officer)*
Krijn Rietveld *(Non-Executive Director)*

Registered Office:

Thames Court,
1 Victoria Street
Windsor
SL4 1YB

28 September 2009

To the holders of Ordinary Shares (and for information purposes only, to the holders of options over Ordinary Shares)

Dear Shareholder,

Proposed Subscription of new Ordinary Shares and Notice of General Meeting

1. Introduction

The Company announced on 25 September 2009 a conditional subscription by new and existing shareholders of 200,000,000 new Ordinary Shares at a price of 2.5p per share to raise £5 million before commission and expenses. The Subscription is in two parts. The Company is proposing to raise approximately £1 million (before commission and expenses) by way of an issue of 40,969,390 new Ordinary Shares at the Subscription Price conditional, *inter alia*, on the Admission of the shares.

The Company is proposing to raise approximately a further £4 million (before commission and expenses) by way of the issue of a further 159,030,610 new Ordinary Shares at the Subscription Price to the same investors conditional, *inter alia*, on the passing of resolutions at a general meeting of the Company to authorise the Company to allot the shares and to disapply pre-emption rights and Admission of the shares.

The Directors (and their related parties) intend to vote in favour of the Resolutions in respect of 26,201,332 Ordinary Shares representing, in aggregate, approximately 3.2 per cent. of the Company's Existing Ordinary Shares.

The purpose of this document is to explain the background to and reasons for the Subscription and to explain why the Board considers the Subscription to be in the best interests of the Company and its Shareholders as a whole and why the Directors recommend that you vote in favour of the Resolutions to be proposed at the GM, notice of which is set out at the end of this document.

2. The Company

The Company's strategy is to discover, develop and license functional foods, medical foods and dietary supplements. Functional foods are foods and dietary components which provide specific health benefits beyond basic nutrition. Medical foods are foods which are formulated to be consumed or administered enterally under the supervision of a physician and which are intended for specific dietary management of a disease or condition for which distinctive nutritional requirements, based on recognised scientific principles, are established by medical evaluation.

The Company's lead technology, Fruitflow[®], is a patented natural extract from tomato which has been shown in human trials to reduce the propensity for aberrant blood clotting, typically associated with cardiovascular disease, which can lead to heart attack and stroke.

3. Reasons for the Placing

The Directors believe that the Company's longer-term shareholder value will be maximised by continuing to focus on the discovery, development and licensing of functional food, medical food and dietary supplement technologies.

With the Company's Fruitflow® anti-thrombotic functional food technology having recently been approved by the European Food Safety Authority subject to final authorisation by the European Commission, this has enhanced the commercial prospects for the technology. In addition to the core claim the Company recognises long-term potential for Fruitflow® in other functional food and medical food applications, such as deep vein thrombosis and metabolic syndrome.

The Company has recently introduced a second technology into human trial, with a 12-month trial now underway for its NSP#3G plantain extract for remission in Crohn's disease patients. The Company has also developed a further potential application for this technology, the treatment and prevention of the hospital super bug *c.difficile*. Longer-term potential applications include treatment of a range of conditions related to inflammatory bowel disease.

The Directors believe there are opportunities, given the Company's connections with a network of research institutes, to strengthen its pipeline substantially with the addition of further technologies. The Company is currently assessing a technology for the prevention and treatment of peptic ulcers and the Company's executive team believe other promising technologies are available.

The Directors believe that the proceeds of the Subscription will support the Company's strategy in three main areas:

- strengthening the balance sheet in order to improve the Company's leverage in current and prospective negotiations for its Fruitflow® technology;
- accelerating new claim development for its Fruitflow® and NSP#3G plantain technology; and
- the acquisition of new technologies to strengthen the pipeline thereby enhancing long-term shareholder value.

While the Directors believe that the Subscription is in the best interests of the Company and Shareholders as a whole, they consider that all Shareholders should be offered the opportunity to participate at the same price per share as those subscribing for the Initial Subscription Shares and the Second Subscription Shares. However, the Directors consider that an offer to existing Shareholders by way of a rights or other pre-emptive issue is not currently practicable or feasible due to the delays that would be incurred through the production and approval of a prospectus which would have to comply with the Prospectus Rules and be pre-vetted and approved by the FSA. Therefore, the Board intends as soon as reasonably practicable to undertake an open offer or an offer for subscription to be made available to all Shareholders to subscribe for new shares in the Company at 2.5p per share to raise approximately £1.5 million, subject to prevailing market conditions. Any such offer would require the publication by the Company of a prospectus and Shareholders' approval.

4. Details of the Subscription

The Company announced on 25 September 2009 a conditional subscription by new and existing shareholders of 200,000,000 new Ordinary Shares at a price of 2.5p per share to raise £5 million before commission and expenses. The Subscription is in two parts. The Company is proposing to raise approximately £1 million (before commission and expenses) by way of an issue of 40,969,390 new Ordinary Shares at the Subscription Price conditional, *inter alia*, on the Admission of the shares.

The Company is proposing to raise approximately a further £4 million (before commission and expenses) by way of the issue of a further 159,030,610 new Ordinary Shares at the Subscription Price to the same investors conditional, *inter alia*, on the passing of resolutions at a general meeting of the Company to authorise the Company to allot the shares and to disapply pre-emption rights and Admission of the shares.

The Subscription Price represents a discount of approximately 72.2 per cent. to the closing mid-market price of 9 pence per Ordinary Share on 24 September 2009, being the last dealing day prior to the announcement of the Subscription. The Subscription Shares will represent approximately 19.6 per cent. of the Company's Enlarged Ordinary Share Capital.

The Second Subscription is conditional upon, *inter alia*, the Resolutions being duly passed at the GM and Admission of the Second Subscription Shares becoming effective on or before 8.00 a.m. on 16 October 2009 (or no later than 3.00 p.m. on 30 October 2009).

Application has been made to the London Stock Exchange for the Initial Subscription Shares to be admitted to trading on AIM. Admission and dealings in the Initial Subscription Shares are expected to commence on 30 September 2009. Application will be made to the London Stock Exchange for the Second Subscription Shares to be admitted to trading on AIM. It is expected that Admission will become effective and that dealings in the Second Subscription Shares on AIM will commence on 16 October 2009.

The Subscription Shares will rank *pari passu* in all respects with the Existing Ordinary Shares, including the right to receive all dividends and other distributions declared following Admission. It is expected that CREST accounts will be credited on the day of Admission and that share certificates (where applicable) will be despatched for the Initial Subscription Shares by 7 October 2009 and the Second Subscription Shares by 23 October 2009.

5. General Meeting

Set out at the end of this document is the notice convening the GM to be held at 10.00 a.m. on 15 October 2009 at the offices of Arbuthnot at Arbuthnot House, 20 Ropemaker Street, London EC2Y 9AR. While the Company has existing shareholder authority to issue the Initial Subscription Shares, the following Resolutions to be proposed at the GM will, *inter alia*, provide authority to issue the Second Subscription Shares:

Resolution 1 – Authority to allot shares

Under the Companies Act 2006, the directors of a company may allot unissued shares only if authorised to do so by the shareholders in general meeting. Resolution 1 is an ordinary resolution which renews (having regard to the applicable changes from the Companies Act 1985 to the Companies Act 2006) the Directors' existing authority (given pursuant to the provisions of the Companies Act 1985) by authorising the Directors (pursuant to the provisions of the Companies Act 2006) to allot shares up to an aggregate nominal amount of £340,847 (representing approximately 41.4 per cent. of the Company's current issued ordinary share capital) until the conclusion of the next Annual General Meeting of the Company or 15 months after the passing of this resolution, whichever occurs first.

Except in relation to the issue of the Initial Subscription Shares, the Subscription Shares and any open offer or an offer for subscription referred to above the Directors have no present intention of issuing any of the authorised but unissued Ordinary Shares of the Company.

Resolution 2 – Disapplication of pre-emption rights

If equity securities are to be allotted for cash, section 561 of the Companies Act 2006 requires that those securities are offered first to existing shareholders in proportion to the number held by them at the time of the offer and otherwise in compliance with the requirements of the Companies Act 2006. Resolution 2 is a special resolution which, if passed, will allow the Directors to allot equity securities for cash without first offering them to shareholders, in accordance with section 570 of the Companies Act 2006. This power is limited to the allotment of equity securities for cash up to a maximum nominal amount of £210,158, which is equivalent to approximately 25.5 per cent. of the current issued ordinary share capital of the Company, and in connection with a rights issue, open offer or equivalent offer to shareholders (subject to the Directors ability to make arrangements to deal with certain legal or practical problems arising in connection with such rights issue or offer).

If this resolution is passed it will permit the issue of the Second Subscription Shares. Following the issue of Second Subscription Shares the Directors will have authority under the resolution to allot equity securities for cash without first offering them to shareholders in accordance with the Companies

Act 2006 up to a maximum nominal amount of £51,127, which is equivalent to 5 per cent. of the Enlarged Ordinary Shares, and in connection with a rights issue, open offer or other equivalent offer to shareholders (subject to the Directors ability to make arrangements to deal with certain legal or practical problems arising in connection with such a rights issue or offer). This power will expire at the conclusion of the next Annual General Meeting or 15 months after the passing of the resolution, whichever comes first.

6. Action to be taken

Shareholders will find enclosed a reply-paid Form of Proxy for use at the GM. Whether or not you intend to be present at the GM, you are requested to complete and sign the Form of Proxy and return it to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6ZL, as soon as possible and, in any event, so as to arrive not later than 10.00 a.m. on 13 October 2009. Unless the Form of Proxy is received by this date and time, it will be invalid. The completion and return of a Form of Proxy will not preclude you from attending the GM and voting in person if you so wish.

7. Documents Available

Copies of this document will be available to the public, free of charge, at the Company's registered office and at the offices of Arbutnot at Arbutnot House, 20 Ropemaker Street, London, EC2Y 9AR during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted) for one month from the date of this document. This document will also be available on the Company's website, www.provexis.com.

8. Recommendation

The Directors consider that the Subscription is in the best interests of the Company and its Shareholders as a whole. Accordingly, the Directors unanimously recommend that Shareholders vote in favour of the Resolutions to be proposed at the GM as they intend to do in respect of their beneficial shareholdings, which in aggregate amount to 26,201,332 Ordinary Shares, representing approximately 3.2 per cent. of the Existing Ordinary Shares.

Yours sincerely

Dawson Buck

Non-executive Chairman

Provexis plc

(Incorporated and registered in England and Wales under the Companies Act 1985, with registered number 05102907)

Notice of General Meeting

Notice is hereby given that a general meeting of Provexis plc (the “**Company**”) will be held at 10.00 a.m. on 15 October 2009 at Arbuthnot Securities Limited, Arbuthnot House, 20 Ropemaker Street, London EC2Y 9AR for the purpose of considering and, if thought fit, passing the following resolutions of which resolution numbered 1 will be proposed as an ordinary resolution and the resolution numbered 2 will be proposed as a special resolution (capitalised terms in this notice shall have the meaning ascribed to them in the circular dispatched to shareholders of the Company dated 28 September 2009):

Ordinary Resolution

1 That the directors be and they are hereby generally and unconditionally authorised, for the purposes of section 551 of the Companies Act 2006 to exercise all powers of the Company to:

- (a) allot ordinary shares of 0.1 pence in the Company; or
- (b) grant rights to or subscribe for or to convert any security into ordinary shares of 0.1 pence each in the Company (“**Rights**”),

up to an aggregate nominal amount of £340,847 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the conclusion the next Annual General Meeting of the Company or 15 months after the passing of this resolution, whichever occurs first save that the Company may, before such expiry, make an offer or agreement which would or might require shares in the Company to be allotted or Rights to be granted after such expiry and the directors may allot shares in the Company or grant Rights in pursuance of such offer or agreement as if such authority had not expired. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006 but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

Special Resolution

2 That, subject to the passing of resolution 1 and in accordance with section 570 of the Companies Act 2006, the directors be and they are hereby generally empowered to allot equity securities (as defined in section 560 of the Companies Act 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Companies Act 2006 did not apply to any such allotment provided that this power shall be limited to:

- (a) the allotment of equity securities in connection with or pursuant to a rights issue, open offer or equivalent offer in favour of the holders of ordinary shares in which such holders are offered the right to participation in proportion (as nearly as may be) to their respective holdings or in accordance with the rights attached thereto but subject to such exclusion or other arrangements as the Directors consider necessary or expedient in connection with shares representing fractional entitlements or on account of either legal or practical problems arising in connection with the laws of any territory, or of the requirements of any regulatory body or stock exchange in any territory; and
- (b) the allotment (other than pursuant to paragraph (a) above) of equity securities up to an aggregate nominal amount of £210,158;

and shall expire on the conclusion the next Annual General Meeting of the Company or 15 months after the passing of this resolution, whichever occurs first (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after

such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired. This power is in substitution for all previous powers conferred on the directors in accordance with section 89 of the Companies Act 1985 or section 570 of the Companies Act 2006 but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such powers.

By order of the Board

Ian Ford
Company Secretary
28 September 2009

Registered office
Thames Court
1 Victoria Street
Windsor
Berkshire SL4 1YB

Notes concerning the General Meeting

- 1 Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Company's register of members at:
 - (a) 6.00 p.m. on 13 October 2009; or
 - (b) if this general meeting is adjourned, 6.00 p.m. on the day 2 days before the time of any adjourned meeting,shall be entitled to attend and vote at the general meeting.
- 2 If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the general meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form. Completion and return of a form of proxy will not preclude a Shareholder from attending and voting at the general meeting or at any adjournment thereof, in person.
- 3 A proxy does not need to be a member of the Company but must attend the general meeting to represent you. Details of how to appoint the Chairman of the general meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the general meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
- 4 You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share and the proxy last delivered (regardless of its date or the date of its execution) shall be treated as replacing and revoking the others as regards that share, if the Company is unable to determine which was last delivered, none of them shall be treated as valid in respect of that share.
- 5 To appoint a proxy using the proxy form, the form must be:
 - (a) completed and signed;
 - (b) sent or delivered to Equiniti Limited at Aspect House, Spencer Road, Lancing, West Sussex, BN99 6ZL;
 - (c) received by Equiniti Limited no later than 10.00 a.m. on 13 October 2009 or if this general meeting is adjourned or a poll is taken subsequent to the date of this meeting not less than twenty-four hours before the time appointed for the taking of the poll or the adjourned meeting (excluding weekends and bank holidays); and
 - (d) in the case of a member which is a company, executed under its common seal or signed on its behalf by an officer of the company, attorney or other person authorised to sign on its behalf.
- 6 Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must accompany the proxy form.
- 7 You may not use any electronic address provided either in this notice of general meeting or in any related documents (including the proxy form) to communicate with the Company for any purposes other than as expressly stated.

FORM OF PROXY

Provexis PLC

For use at the General Meeting to be held at the offices of Arbuthnot Securities Limited, Arbuthnot House, 20 Ropemaker Street, London EC2Y 9AR at 10.00 a.m. on 15 October 2009.

I/We(name(s) in full – BLOCK LETTERS)
of(full postal address – BLOCK LETTERS)
being (a) member(s) of Provexis plc (the “**Company**”) in respect ofordinary shares
of 0.1 pence each in the capital of the Company, hereby appoint the Chairman of the meeting or (see note 5)
.....

as my/our proxy for me/us and on my/our behalf at the General Meeting of the Company to be held at the offices of Arbuthnot Securities Limited, Arbuthnot House, 20 Ropemaker Street, London EC2Y 9AR at 10.00 a.m. on 15 October 2009, or at any adjournment thereof. This form of proxy relates to the resolutions referred to below, a resolution to adjourn the meeting and any other business transacted at the meeting.

I/We instruct my/our proxy to vote as follows:

ORDINARY RESOLUTION

Authority for the Directors to allot shares.

For	Against
<input type="checkbox"/>	<input type="checkbox"/>

SPECIAL RESOLUTION

Authority for the Directors to allot shares otherwise than on a pre-emptive basis.

For	Against
<input type="checkbox"/>	<input type="checkbox"/>

Please indicate by a cross in the box how you wish your proxy to vote. Subject to any voting directions so given the proxy will exercise his discretion as to how to vote, or whether to abstain from voting on the above resolutions, on any resolution to adjourn the meeting and on any other business that may properly come before the meeting.

Dated2009 Signature(s) or common seal.....

Notes:

- Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Company's register of members at:
 - 6.00 p.m. on 13 October 2009; or
 - if this general meeting is adjourned, 6.00 p.m. on the day 2 days before the time of any adjourned meeting, shall be entitled to attend and vote at the general meeting.
- To be valid, this form of proxy must be:
 - completed and signed;
 - sent or delivered to Equiniti Limited at Aspect House, Spencer Road, Lancing, West Sussex, BN99 6ZL;
 - received by Equiniti Limited no later than 10.00 a.m. on 13 October 2009 or if this general meeting is adjourned or a poll is taken subsequent to the date of this meeting not less than twenty-four hours before the time appointed for the taking of the poll or the adjourned meeting (excluding weekends and bank holidays); and
 - in the case of a member which is a company, executed under its common seal or signed on its behalf by an officer of the company, attorney or other person authorised to sign on its behalf.
- Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must accompany this proxy form.
- In the case of joint holders, any one of them may sign. The vote of the senior joint holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.
- You may appoint one or more proxies of your choice. If you require any proxy, other than the chairman of the meeting, delete the words “the chairman of the meeting”, add the name of the proxy you wish to appoint and initial the alteration. The proxy need not be a member of the Company and is entitled to vote on any other business which may properly come before the meeting. If the proxy is being appointed in relation to less than your full voting entitlement, please enter next to the proxy holder's name the number of shares in relation to which he or she is authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement.
- Any alteration to this form of proxy must be initialled.
- Returning the completed form of proxy will not prevent the holder from attending and voting at the meeting in person, should he so wish.

BUSINESS REPLY SERVICE
Licence No. SEA 10846

**Equiniti
Aspect House
Spencer Road
Lancing
West Sussex
BN99 6ZL**

