

SHAREHOLDER COURT MEETING – FORM OF PROXY

ASTAIRE GROUP PLC

IN THE HIGH COURT OF JUSTICE

Chancery Division – Companies Court – Claim No. HC 7783 of 2011

IN THE MATTER OF ASTAIRE GROUP PLC
AND IN THE MATTER OF THE COMPANIES ACTS 2006

Please read the notes below before filling in this form. Fill in this form using black ink.

I/We
FULL NAME AND ADDRESS TO BE INSERTED IN BLOCK CAPITALS

of

being the holder(s) of Scheme Shares (as defined in the Scheme of Arrangement dated 14 September 2011) of the above-named Company Hereby Appoint the Chairman of the Meeting

NOTE: IF ANY OTHER PROXY BE PREFERRED, STRIKE OUT THE WORDS "THE CHAIRMAN OF THE MEETING" AND ADD THE NAME AND ADDRESS OF THE PROXY DESIRED AND INITIAL THE ALTERATION.

as my/our Proxy to act for me/us in respect of of my/our Scheme Shares at the Shareholder Court Meeting of the Company to be held at the offices of Fasken Martineau LLP, Third Floor, 17 Hanover Square, London, W1S 1HU on 7 October 2011 at 11.00 a.m. for the purpose of considering and, if thought fit, approving, with or without modification, the proposed Scheme of Arrangement referred to in Notice convening the Meeting and at such Meeting, or at any adjournment thereof, to vote for me/us and in my/our name(s) for the Scheme (either with or without modification, as my/our Proxy may approve) or against the Scheme as hereunder indicated.

Dated2011

FOR the Scheme

Box for signature FOR the Scheme

AGAINST the Scheme

Box for signature AGAINST the Scheme

Important

If you wish to vote "for" the Scheme, sign in the Box marked "for". If you wish to vote against the Scheme, sign in the Box marked "against". Only complete one box.

To assist with arrangements, if you intend to attend the meeting in person please place an 'X' in the box opposite

Notes

- 1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting.
2. To appoint more than one proxy you may photocopy this form of proxy as required. 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, should not exceed the number of shares held by you).
3. This form of proxy must be executed by or on behalf of the Shareholder making the appointment. In the case of a corporation, the form must be under seal or under the hand of a duly authorised officer.
4. Please sign in the appropriate box, either the box entitled "FOR" the said Scheme, or the box entitled "AGAINST" the said Scheme, to indicate your voting instructions.
5. In the case of joint holders the signature of any one holder will be sufficient but the names of all the joint holders should be stated. The vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holders.
6. Any alteration to this form of proxy should be initialled by the person who signs it.
7. 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 6.00pm on 5 October 2011.
8. The completion and return of this form will not preclude a member from attending the meeting and voting in person.
9. To be valid, the completed Form of Proxy must arrive at Capita Registrars, PXS, 34 Beckenham Road, Beckenham, BR3 4TU during usual business hours accompanied by any Power of attorney or other authority under which it is executed (if applicable) no later than 48 hours before the time appointed for the meeting.