

ST PETER PORT CAPITAL LIMITED
("the Company")

FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING ("EGM")
to be held at 3rd Floor, 1 Le Truchot, St Peter Port, Guernsey, on 15 January 2020 at 10 a.m. and at any adjournment thereof

I/We.....
(BLOCK LETTERS PLEASE)

of.....

being (a) member(s) of the above named Company, hereby appoint the Chairman of the Meeting or *

.....

as my/our proxy to vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held at 3rd Floor, Le Truchot, St Peter Port, Guernsey, on 15 January 2020 at 10 a.m. and at any adjournment thereof. To allow effective constitution of the meeting, if it is apparent to the Chairman that no shareholders will be present in person or by proxy, other than by proxy, an alternative proxy may be named if desired. A proxy need not be a member of the Company.

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

ORDINARY RESOLUTION

THAT:

- a. The life of the company be continued;
- b. For at least one more year, the Company not be wound up by the directors through a process of orderly realisation by the Company of its investments and cessation of future investment

For	Against	Abstain

Signed this _____ day of _____ 20__

Signature

in the Chairman's favour, then the Chairman may appoint a substitute to act as proxy in his stead for any shareholder, provided that such substitute proxy shall vote on the same basis as the Chairman

Notes:

- (i) Please indicate with an "X" in the appropriate box how you wish the proxy to vote.
- (ii) The proxy will exercise his discretion as to how he votes or whether he abstains from voting:
 - a. on the resolution referred to in this form of proxy if no instruction is given in respect of the resolution; and
 - b. on any business or resolution considered at the meeting other than the resolution referred to in this form of proxy.
- (iii) In accordance with sections 222 and 223 of The Companies (Guernsey) Law 2008. you may appoint more than one person as your proxy to exercise all or any rights to attend and to speak and vote
- (iv) To be valid the original of this form of proxy and the original of any power of attorney or of the authority under which it is executed (or a certified or office copy of such power of attorney) must be lodged with **Link Asset Services, The Registry, PXS, 34 Beckenham Road, Beckenham, Kent, BR3 4TU** not later than 48 hours before the time appointed for the Extraordinary General Meeting. Completing and returning this form of proxy will not prevent you from attending the meeting and voting in person if you so wish.
- (v) A form of proxy executed by a corporation must be either under its common seal or signed by an officer or attorney duly authorised by that corporation.
- (vi) In the case of joint holdings, the signature of the first named Member on the Register of Members will be accepted to the exclusion of the votes of the other joint holders.
- (vii) If you complete and return this Form of Proxy, it will not prevent you from attending in person and voting at the Meeting should you subsequently decide to do so.