



Redwood House, St Julian's Avenue, St Peter Port, Guernsey GY1 1WA, Channel Islands
Incorporated in Guernsey, Company Number 48002

Etalon Group Limited: Extraordinary General Meeting 15 December 2016 Form of Proxy

I/We

being a member/members of the Company hereby appoint the Chairman of the Meeting or (see Note 2)

Name of Proxy

No. of Shares

as my/our proxy to attend, speak and vote on my/our behalf at the EGM of the Company to be held at Redwood House in St Julian's Avenue, St Peter Port, Guernsey, Channel Islands on Thursday 15 December 2016 at 10.00 a.m. and at any adjournment thereof.

Please mark 'X' here if this appointment is one of multiple proxy appointments

To allow effective constitution of the EGM, if it is apparent to the Chairman that no members of the Company will be present in person or by proxy other than by proxy in the Chairman's favour, then the Chairman may appoint a substitute to act as proxy in his stead for any member or members of the Company, provided that such substitute proxy shall vote on the same basis.

RESOLUTION		For	Against	Vote Withheld
1.	To approve the removal of the Company from the Register of Companies in Guernsey for the purposes of becoming registered as a body corporate under the laws of Cyprus and to approve <i>with effect from the date of the issue of the temporary certificate of continuation by the Registrar of Companies of Cyprus</i> (a) the amendments into the memorandum of incorporation of the Company, (b) new articles of association of the Company in substitution for the existing articles of incorporation of the Company, (c) the change of name of the Company to Etalon Group Public Company Limited and respective update into the memorandum of incorporation of the Company as more particularly set out in the Notice of EGM.			

Signature

Date:

Notes to the Form of Proxy

1. You are entitled to appoint a proxy to exercise all or any of your rights to attend and to speak and vote on your behalf at the EGM. A proxy need not be a shareholder of the Company.
2. If you wish to appoint a person other than the Chairman of the Meeting as your proxy, please insert that person's name in the space provided and delete (initialling the deletion) "the Chairman of the Meeting". The completion of the Form of Proxy will not preclude shareholders from attending and voting at the EGM. **If you sign and return this proxy form with no name inserted in the box, the Chairman of the Meeting will be deemed to be your proxy.**
3. If a single proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement or, if this Form of Proxy has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account. To appoint more than one proxy you may photocopy this Form of Proxy. Each proxy must be appointed to exercise the rights attaching to a different share or shares. Please also indicate by inserting **X** in the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
4. Please indicate, by inserting **X** in the appropriate box, the way in which your proxy is to vote on the specified resolution. If you do not do so, your proxy will vote or withhold their vote as he/she thinks fit. On any other business which may properly come before the EGM (including any motion to amend a resolution or to adjourn the EGM), the proxy may act at his/her discretion.
5. Shareholders should note that a **Vote Withheld** is not a vote in law and will not be counted in the calculation of the proportion of the votes **For** and **Against** the resolution.
6. To be valid, this Form of Proxy must be signed by the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation, it must be signed by its duly authorised representative. The Form of Proxy and the authority (if any) must be lodged at Redwood House, St Julian's Avenue, St Peter Port, Guernsey GY1 1WA, Channel Islands no later than 10.00 a.m. on Tuesday 13 December 2016, being 48 hours before the time appointed for the holding of the EGM.
7. In the case of joint shareholders, seniority will be determined by the order in which the names stand in the Register of Members; thus the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
8. Please note that shareholders may **not** use any electronic address provided in this Form of Proxy or any related documents (including the Notice of EGM) to communicate with the Company for any purpose other than those expressly stated.