

## ETALON GROUP PUBLIC COMPANY LIMITED

(“THE COMPANY”):

### ANNUAL GENERAL MEETING 2017

#### 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 Annual General Meeting (“the AGM”) of the Company to be held at 36 Agias Elenis str., Galaxias Building, Block A, 6<sup>th</sup> floor, office 601, 1061, Nicosia, Cyprus on Thursday, 27 July 2017, at 11:00 am Cyprus time and at any adjournment thereof.

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

To allow effective constitution of the AGM, 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.

	<b>ORDINARY RESOLUTIONS</b>	<b>FOR</b>	<b>AGAINST</b>	<b>VOTE WITHHELD</b>
1.	To receive and approve the Company’s Consolidated Financial Statements for the financial year ended 31 December 2016 together with the Reports of the Directors and Auditor thereon.			
2.	To approve a final dividend for the year ended 31 December 2016 of USD 0.107 per share, such dividend to be payable on the 23 <sup>rd</sup> of August 2017 to shareholders on record as at the 4 <sup>th</sup> of August 2017.			
3.	To appoint KPMG LIMITED as auditor of the Company to hold office from the conclusion of this meeting until the conclusion of the next annual general meeting at which accounts are laid before the Company.			
4.	To authorise the Directors to set the auditor’s remuneration.			



5.	To re-elect Viacheslav Adamovich Zarenkov as an Executive director of the Company.			
6.	To re-elect Kirill Bagachenko as an Executive director of the Company.			
7.	To re-elect Michael Calvey as a Non-executive director of the Company.			
8.	To re-elect Martin Robert Cocker as a Non-executive director of the Company.			
9.	To re-elect Alexey Kalinin as a Non-executive director of the Company.			
10.	To re-elect Dmitry Kashinskiy as an Executive director of the Company.			
11.	To re-elect Boris Svetlichny as a Non-executive director of the Company.			
12.	To re-elect Dmitry Viacheslavovich Zarenkov as a Non-executive director of the Company.			
13.	To re-elect Charalampos Avgousti as a Non-executive director of the Company.			
14.	To re-elect Marios Theodosiou as a Non-executive director of the Company.			
<b>SPECIAL RESOLUTIONS</b>				
15.	That the entirety of the Articles of Association of the Company be substituted by the attached Articles of Association subject to the approval of the Registrar of Companies and Official Receiver of the Republic of Cyprus.			
16.	That the name of the Company be altered from ETALON GROUP PUBLIC COMPANY LIMITED to ETALON GROUP PLC subject to the prior approval of the Registrar of Companies and Official Receiver of the Republic of Cyprus.			
17.	That the entirety of the Memorandum of the Company be substituted by the attached Memorandum and for the officers of the Company to perform all the necessary actions for the purposes of implementing the respective substitution of the Memorandum.			

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 AGM. 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 AGM. **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 resolutions. 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 AGM (including any motion to amend a resolution or to adjourn the AGM), 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** a 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 any power of attorney or other authority under which it is executed (or a duly certified copy of any such power or authority), must be received by post, fax or email or (during normal business hours only) by hand at (fax: 00357 22 257577 or email: info@globaltrust.com.cy) by no later than 11.00 a.m. Cyprus time on Tuesday 25<sup>th</sup> of July 2017, being 48 hours before the time appointed for the holding of the AGM
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 AGM) to communicate with the Company for any purpose other than those expressly stated.

