

ETALON GROUP PLC

registered as continuing in the Republic of Cyprus under registration number HE 368052

and with the registered office at Arch. Makariou III, 2-4, CAPITAL CENTER, Floor 9, 1065 Nicosia, Cyprus("the Company"):

EXTRAORDINARY GENERAL MEETING 2019

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 Extraordinary General Meeting ("the EGM") of the Company to be held at 36 Agias Elenis str., Galaxias Building, Block B, 6th floor, office 602, 1061, Nicosia, Cyprus on Thursday, 19 December 2019, 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 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.

	SPECIAL RESOLUTIONS	FOR	AGAINST	VOTE WITHHELD
1.	To dismiss KPMG LIMITED from the position of the auditor of the Company.			
2.	To appoint DELOITTE 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.			
3.	To authorise the Directors to set the auditor's remuneration.			

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 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 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** 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, (fax: 00357 22 257577 or email: info@globaltrust.com.cy) by no later than 11.00 a.m. Cyprus time on Tuesday 17th of December 2019, 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 Special Notice of EGM) to communicate with the Company for any purpose other than those expressly stated.

