

**RASMALA PLC**  
(Company number: 05328847)

(the "Company")

Form of proxy for use at the Court Meeting of the Company convened by order of the Court pursuant to section 896 of the Companies Act 2006 to be held at Bryan Cave Leighton Paisner LLP, Adelaide House, London Bridge, London EC4R 9HA on 13 December 2018 at 11.00 a.m.

I/We \_\_\_\_\_  
(full name(s) in block capitals)

of \_\_\_\_\_  
(address in block capitals)

hereby appoint

1. the chairman of the Court Meeting (the "**Chairman**") (or such person(s) as the Chairman shall nominate) (see Note 3 below)

or

2. \_\_\_\_\_  
(name and address of proxy in block capitals) (see Note 4 below)

as my/our proxy to exercise all or any of my/our rights to attend, vote and speak for me/us and on my/our behalf at the Court Meeting to be held on 13 December 2018 at 11.00 a.m.,

in respect of the shares specified in the following box (if less than your full voting entitlement) (see Note 5 below):

Please mark an "X" inside the following box if this proxy appointment is one of multiple appointments being made:

I/We wish my/our proxy to vote as indicated below for or against the proposed scheme of arrangement (the "**Scheme**") referred to in the notice convening the Court Meeting. If you wish to vote in favour of the Scheme please tick the box indicated "FOR the Scheme". If you wish to vote against the Scheme, please tick the box indicated "AGAINST the Scheme".

**FOR the Scheme**

**AGAINST the Scheme**

Signature: \_\_\_\_\_ (see Note 7 below) Date: \_\_\_\_\_ 2018

Please return to the Registrar:  
**Link Asset Services, PXS1, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU**

**Notes:**

1. Please read the notice of the Court Meeting (the "Notice") set out in Part VII of the scheme document dated 19 November 2018 (the "Scheme Document") and the notes below before completing this form. Terms defined in Part VI of the Scheme Document shall have the same meanings when used in this proxy form unless the context requires otherwise.
2. A shareholder may appoint more than one proxy in relation to the Court Meeting provided that each proxy is appointed to exercise the rights attaching to a different share or shares held by that member. A proxy need not be a member of the Company. If you are appointing more than one proxy, you may photocopy this form. 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). Please also indicate if the proxy instruction is one of multiple instructions being given.
3. To appoint the Chairman as your sole proxy in respect of all of your shares, please fill in any voting instructions, sign and date this form of proxy, but leave all other proxy appointment details blank. To allow effective constitution of the Court Meeting, if it is apparent to the Chairman that no members 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, provided that such substitute proxy shall vote on the same basis as the Chairman.
4. To appoint a proxy in respect of all your shares other than the Chairman, cross out only the words "the Chairman (or such person(s) as the Chairman shall nominate) or" and insert the name and address of your proxy. Then complete the rest of this form of proxy, including any voting instructions, but leave all other proxy appointment details blank.
5. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box underneath the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If such box is left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement (or, if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
6. Joint registered holders of shares shall not have the right of voting individually in respect of such shares and shall elect one of their number to represent them and to vote whether in person or by proxy in their name. In default of such election the person whose name stands first on the register of members of the Company shall alone be entitled to vote.
7. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation under its common seal or under the hand of an officer or attorney duly authorised.
8. If you submit more than one valid proxy appointment in respect of the same shares, the appointment received last before the latest time for the receipt of proxies will take precedence.
9. The Form of Proxy must arrive not later than 11.00 a.m. on 11 December 2018 at Link Asset Services, PXS1, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU. You may also deliver it by hand to Link Asset Services, PXS1, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU during usual business hours. Any amended instructions must also be received by the Company's registrars by the deadline for receipt of the Form of Proxy.
10. You may submit your proxy electronically at [www.signalshares.com](http://www.signalshares.com).
11. Shares held in uncertificated form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST Manual.
12. The completion and return of this Form of Proxy will not preclude a member from attending and voting in person. If you have appointed a proxy and attend the meeting in person and vote, your proxy appointment will automatically be terminated.