

CLIPPER VENTURES PLC

(Incorporated and registered in England and Wales with registered number: 03087938)

FORM OF PROXY

For use by shareholders at the Extraordinary General Meeting of Clipper Ventures plc to be held on 18 June 2009 at 9.00 a.m.

I/We (name(s) in block capitals)

of (address).....

.....
being a member/members of Clipper Ventures plc, hereby appoint the chairman of the meeting or as my/our proxy to attend and vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held at 1A Granary & Bakery Building, Royal Clarence Yard, Weevil Lane, Gosport, Hampshire PO12 1FX at 9.00 a.m. on 18 June 2009 and at any adjournment thereof.

I/We direct my/our proxy to vote in the manner indicated in the appropriate column. Unless otherwise indicated, or upon any matter properly before the meeting but not referred to below, my/our proxy may exercise his/her discretion as to how he/she votes and whether or not he/she abstains from voting.

SPECIAL RESOLUTION	FOR	AGAINST	WITHHELD
To approve cancellation of the admission to trading on AIM of the issued ordinary shares of 1p each in the capital of the Company			

Dated:2009

Signature(s):

Notes:

1. As a member 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 meeting. You may appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to different shares. However, you may only appoint a proxy using the procedures set out in these notes. To appoint more than one person to act as your proxy, please contact the Company's registrars, Capita IRG plc, at the address given below.
2. If you wish to appoint a proxy other than the chairman of the meeting insert his or her name in the space provided and delete "the chairman of the meeting or". A proxy need not be a member of the Company. The appointment of a proxy will not preclude you from attending and voting at the meeting in person should you so decide but in such event, your proxy appointment will automatically be terminated.
3. Please indicate how you wish your vote to be cast by placing an 'X' in any one of the boxes provided above for the resolution. On receipt of this form of proxy, duly signed, but without specification as to how you wish your vote to be cast, you will be deemed to have authorised your proxy to vote, or abstain from voting, as he/she thinks fit. The "Withheld" option is provided to enable you to abstain on the resolution. However, it should be noted that a "Withheld" vote is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" or "Against" the resolution.
4. A corporation may execute this form of proxy under its common seal or under the hand of a duly authorised officer or attorney. In the case of joint shareholders, the names of all the joint holders should be stated but the signature of the first named holder on the register will be accepted to the exclusion of all other joint holders.
5. To be valid this form of proxy should be completed and returned (together with the power of attorney or other authority, if any, under which it is signed or a notorially certified copy of such power or authority) so as to reach the offices of the Company's registrars, Capita IRG plc, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU not less than 48 hours before the time fixed for the meeting.