



RED LEOPARD HOLDINGS PLC
(incorporated in England and Wales with registered number 05289187)

FORM OF PROXY

Please print in BLOCK CAPITALS

I/We,

of

am/are (a) member(s) of Red Leopard Holdings Plc (the "Company"), entitled to attend and vote at any general meeting of the Company.

I/We, being a holder(s) of Existing Ordinary Shares of £0.02 each in the Company, hereby appoint the Chairman of the Meeting, or (see note 3).

.....as my/our proxy to vote for me/us and on my/our behalf at the General Meeting of the Company to be held at the offices of Wilder Coe LLP, 233-237 Old Marylebone Road, London NW1 5QT at 10:00 a.m. on 2 December 2011, and at any adjournment thereof and on any proposed amendments to the resolutions. The proxy will vote on the following resolutions, as indicated:

	FOR	AGAINST	WITHHELD
ORDINARY RESOLUTION			
To consider, and if thought fit, to pass the following resolution which is proposed as an Ordinary Resolution:-			
1. with effect from the passing of Resolution 3, to subdivide the issued and unissued share capital of the Company			
SPECIAL RESOLUTIONS			
To consider, and if thought fit, to pass the following resolutions each of which are proposed as Special Resolutions:-			
2. that subject to the passing of Resolution 1, the deferred shares shall have the rights set out in this resolution			
3. to disapply statutory pre-emption rights			
ORDINARY RESOLUTION			
To consider, and if thought fit, to pass the following resolution which is proposed as an Ordinary Resolution:-			
4. that subject to the passing of Resolutions 1,2 and 3 and conversion of the loan notes, the issued and to be issued ordinary shares be consolidated on a 10:1 basis			
SPECIAL RESOLUTION			
To consider, and if thought fit, to pass the following resolution which is proposed as a Special Resolution:-			
5. that the new Articles of Association be adopted			

Please indicate with an "X" in the space provided how you wish your vote to be cast in respect of each resolution. If you sign and return this form without indicating how the proxy is to vote, he/she will have discretion to vote either way or to abstain.

Signature(s): Date:.....2011

NOTES:

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a GM of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the GM and voting in person. If you have appointed a proxy and attend the GM in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the GM to represent you. To appoint as your proxy a person other than the Chairman of the GM, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the Chairman of the GM will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the GM and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, the proxy form should be photocopied and the name of the proxy to be appointed indicated on each proxy form together with the number of shares that such proxy is appointed in respect of. All copies of the proxy form should then be sent to the address, fax number or email address given below.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an "X". To abstain from voting on a resolution, select the relevant "Withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
6. To appoint a proxy using this form, the form must be:
 - completed and signed;
 - sent or delivered to the Company's registrars, Share Registrars Limited, Suite E, First Floor, 9 Lion & Lamb Yard, Farnham, Surrey, GU9 7LL; and
 - received by Share Registrars Limited not later than 48 hours before the time of the meeting or adjourned meeting.
7. In the case of a member which is a Company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the Company or an attorney for the Company.
8. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST manual. CREST personal members or other CREST sponsored members and those CREST members who have appointed a voting service provider should refer to their CREST sponsor or voting service provider, who will be able to take the appropriate action on their behalf. Any message, regardless of whether it relates to the appointment of a proxy or an amendment to an instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (CREST ID 7RA36) by 10.00 a.m. on 30 November 2011. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5) of the Uncertificated Securities Regulations 2001.
9. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority), and a duly completed certificate of non-revocation of such power or authority must be included with the proxy form.
10. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
11. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
12. For details of how to change the proxy instructions or revoke your proxy appointment see the notes to the notice of GM.
13. Pursuant to Regulation 41(1) of the Uncertificated Securities Regulations 2001 as amended by The Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009, to be entitled to vote at the meeting (and for the purposes of the determination by the Company of the number of votes that may be cast) members must be entered on the register of members of the Company by 10 a.m. on 30 November 2011.