

Attendance card Helphire Group plc – Annual General Meeting

To be held at: Illustrious Suite, within the Hampton Stand, Bath Rugby Recreation Ground, Bath on 13 November 2008 at 11am (including in respect of the question whether to adjourn such meeting) and at any adjournment of such meeting:

Signature of
person attending:

Barcode:

Investor Code:

Notes

- 1 To appoint as a proxy a person other than the Chairman of the meeting insert the full name in the space provided. A proxy need not be a member of the Company. You can also appoint more than one proxy provided each proxy is appointed to exercise the rights attached to a different share or shares held by you. The following options are available:
 - (a) To appoint the **Chairman** as your **sole proxy** in respect of all your shares, simply fill in any voting instructions in the appropriate box and sign and date the Form of Proxy
 - (b) To appoint a **person other than the Chairman as your sole proxy** in respect of all your shares, delete the words 'the Chairman of the meeting (or)' and insert the name of your proxy in the spaces provided. Then fill in any voting instructions in the appropriate box and sign and date the Form of Proxy
 - (c) To appoint **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. If you wish to appoint the Chairman as one of your multiple proxies, simply write 'the Chairman of the Meeting'. All forms must be signed and should be returned together in the same envelope
- 2 Unless otherwise indicated the proxy will vote as he thinks fit or, at his discretion, abstain from voting.
- 3 The Form of Proxy below must arrive not later than 48 hours before the time set for the meeting at to The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU during usual business hours accompanied by any Power of attorney under which it is executed (if applicable).
- 4 A corporation must execute the Form of Proxy under either its common seal or the hand of a duly authorised officer or attorney.
- 5 The Form of Proxy is for use in respect of the specified shareholder account only and should not be amended or submitted in respect of a different account.
- 6 The 'Vote Withheld' option is to enable you to abstain on any particular resolution. Such a vote is not a vote in law and will not be counted in the votes 'For' and 'Against' a resolution.
- 7 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.
- 8 Completion and return of the Form of Proxy will not preclude you from attending and voting in person at the Meeting should you subsequently decide to do so.
- 9 If you prefer, you may return the proxy form to the Registrar in an envelope addressed to FREEPOST RLYX-GZTU-KRRG, Capita Registrars (Proxies), 34 Beckenham Road, Beckenham, Kent, BR3 4TU.

Form of proxy Helphire Group plc – Annual General Meeting

I/We being a member of the Company hereby appoint the Chairman of the meeting or (see note 1)

Barcode:

Investor Code:

as my/our proxy to vote on my/our behalf at the Annual General Meeting of the Company to be held at Illustrious Suite, within the Hampton Stand, Bath Rugby Recreation Ground, Bath and at any adjournment thereof. I have indicated with a 'X' how I/we wish my/our votes to be cast on the following resolutions:

Event Code:

Resolutions

Please mark 'X' to indicate how you wish to vote

- | | For | Against | Vote Withheld |
|--|-------------------------------------|-------------------------------------|-------------------------------------|
| 1 To receive and adopt the financial statements for the financial year ended 30 June 2008 and to receive the Directors' and auditors' reports. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 2 To declare a final dividend of 5.8 pence per ordinary share. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 3 To re-elect Mark Jackson as a Director. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 4 To elect Mark Adams as a Director. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 5 To elect Dr Reiner Hagemann as a Director. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |

Signature: _____

Resolutions

Please mark 'X' to indicate how you wish to vote

- | | For | Against | Vote Withheld |
|---|-------------------------------------|-------------------------------------|-------------------------------------|
| 6 To re-appoint Deloitte & Touche as Auditors to the Company until the conclusion of the next general meeting of the Company at which accounts are laid and to authorise the Directors to fix their remuneration. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 7 To approve the Directors' Remuneration Report for the financial year ended 30 June 2008. | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |
| 8 To approve the amendments to the Articles of Association (Special Resolution). | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> |

Date: _____

Business reply
Licence number
MB122



Proxies Department
PO Box 25
Beckenham
Kent BR3 4BR