

FORM OF PROXY

Energybuild Group Plc

(Company No. 5451235)

For use at the General Meeting (the **GM**) of Energybuild Group Plc (the **Company**) to be held at the offices of Trowers & Hamblins LLP, Sceptre Court, 40 Tower Hill, London, EC3N 4DX on 19 July 2010 at 11.15 a.m.

Please read carefully the Notice convening the GM and explanatory notes set out below before completing this form in BLOCK CAPITALS.

I/We
(in BLOCK CAPITALS please)

of being

a shareholder(s) (see note 3) of the above-named Company, appoint the Chairman of the GM or (*see note 4*)

to act as my/our proxy to attend and to vote for me/us and on my/our behalf at the GM of the Company to be held at the offices of Trowers & Hamblins LLP, Sceptre Court, 40 Tower Hill, London EC3N 4DX on 19 July 2010 (or, if later, as soon thereafter as the Court Meeting shall have been concluded or adjourned) and at every adjournment thereof for the purpose of considering and, if thought fit, passing the proposed special resolution set out in the Notice convening the GM. I/We direct that my/our proxy vote on the special resolution set out in the Notice convening the GM as indicated below (*see note 6*):

SPECIAL RESOLUTION	FOR	AGAINST	VOTE WITHHELD
To approve the Scheme (as defined in the Notice convening the GM), and, in order to effect the Scheme, to approve the reduction of the issued share capital of the Company, adopt a new article in the articles of association of the Company and re-register the Company as a private company, as described more fully in the notice convening the GM.			

Signed (*see note 8*) Dated2010

Joint holders (if any) (*see note 3*)

Name Name

Name Name

Please return by post or, during normal business hours, by hand, to Share Registrars, Proxies, Suite E, First Floor, 9 Lion & Lamb Yard, Farnham, Surrey GU9 7LL so as to arrive by 11.15 a.m. on 17 July 2010.

Notice of the GM and details of the business to be transacted are contained in the circular to Shareholders containing the Scheme.

Please sign and return the Form of Proxy whether or not you plan to attend the GM.

Notes

- 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 the General Meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
- Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- 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). The signature of any one joint holder will be sufficient.
- A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, strike out the words "the Chairman of the GM" and add the name and address of the proxy you wish to appoint and initial the alteration. 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. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting 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.
- 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, please contact the Company's Registrars, Share Registrars, Proxies, Suite E, First Floor, 9 Lion & Lamb Yard, Farnham, Surrey, GU9 7LL to obtain another hard copy form.
- 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 "Vote 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.
- To appoint a proxy using this form, the form must be completed and signed, sent or delivered to the Company's Registrars, Share Registrars, Proxies, Suite E, First Floor, 9 Lion & Lamb Yard, Farnham, Surrey GU9 7LL by no later than 11.15 a.m. on 17 July 2010.
- 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. 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) must be included with the proxy form.
- 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.
- Any alteration of this form must be initialled.