



# Pinewood Shepperton plc Form of Proxy

Form of Proxy for use by members of Pinewood Shepperton plc at the Annual General Meeting to be held at J.P. Morgan Cazenove, 20 Moorgate, London EC2R 6DA at 10.30 am on 29 June 2010.

I/We being a member/members of the above-named Company, hereby appoint the following person(s):

.....  
(see note 1 overleaf)

.....  
(see note 2 overleaf)

or, failing whom, the Chairman of the Meeting as my/our proxy to attend, speak and vote on my/our behalf at the Annual General Meeting of the Company to be held at 10.30 am on 29 June 2010 at J.P. Morgan Cazenove, 20 Moorgate, London EC2R 6DA (or at any adjournment thereof). I/We direct that my/our proxy will vote (or abstain from voting) on the resolutions set out in the Notice of Annual General Meeting as indicated below.

Please tick here if this proxy appointment is one of multiple appointments being made. For the appointment of more than one proxy, please refer to note 2 below.

## Resolutions

	For	Against	Withheld		For	Against	Withheld
1. To adopt the Company's Annual Accounts and the Directors' and Auditors' report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	8. To authorise the Directors to allot shares or grant subscription or conversion rights under section 551 Companies Act 2006	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Directors' remuneration report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	9. To disapply statutory pre-emption rights under section 570 Companies Act 2006 (special resolution)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To declare a final dividend of 2.4p per ordinary share	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	10. To permit general meetings to be called on 14 days' notice (special resolution)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Ivan Dunleavy as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11. To authorise the Company to make market purchases of its own ordinary shares (special resolution)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Adrian Burn as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12. To adopt the new Articles of Association (special resolution)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To reappoint Ernst & Young LLP as auditors to the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
7. To authorise the Directors to fix the auditors' remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

Please note that a vote 'withheld' is not a vote in law and will not be counted in the calculation of the votes cast for and against the resolution.

PLEASE COMPLETE THE DETAILS BELOW IN BLOCK CAPITALS AND SIGN AND DATE WHERE INDICATED

.....  
Signature of shareholder or common seal/signature of duly authorised officer of corporate shareholder  
Note: If joint shareholders, only one joint holder need sign

Print name ..... Date .....

**Please return this Form of Proxy in the reply-paid envelope provided to Equiniti, Aspect House, Spencer Road, Lancing, West Sussex BN99 6ZX so as to arrive by 10.30 am on 27 June 2010. Alternatively, if you hold your shares in uncertificated form, you may appoint a proxy using the CREST electronic proxy appointment service, details of which are set out in Note 3 to the Notice of Annual General Meeting.**

## Notes:

1. A proxy need not be a member of the Company but must attend the Meeting to represent you. You may appoint as your proxy (a) person(s) of your own choice by inserting his or her/their name(s) in the space provided. If no name is inserted in the space provided the Chairman will be deemed appointed as the proxy. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name the number of shares in relation to which he or she authorised to act as your proxy. If 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).
2. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the Registrars helpline on 0871 384 2672 (UK)\*/+44 (0)121 415 7047 (overseas) or you may photocopy this form. Please indicate in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned in the same envelope.
3. If you appoint as your proxy a person who is himself a member of the Company or who is appointed as proxy by more than one member of the Company, such person shall have one vote on a show of hands.
4. Please indicate with a cross in the appropriate box how you wish your votes to be cast. In the absence of any specific direction, the proxy will vote (or abstain from voting) at his or her discretion. On any other business which properly comes before the Annual General Meeting (including any motion to amend any resolution or to adjourn the Meeting) the proxy will vote or abstain at his or her discretion.
5. To be valid, this Form of Proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be received by not later than 10.30 am on 27 June 2010.
6. Completion and return of this Form of Proxy will not prevent you from attending and voting at the Annual General Meeting if you so wish.
7. In the case of a corporate shareholder, this Form of Proxy should either be executed by the Company under seal or signed by two Directors or a Director and the secretary or other duly authorised officer.
8. In the case of joint holders, the vote of the first-named in the register of members of the Company will be accepted to the exclusion of that of other joint holders.

\*Calls to this number cost 8p per minute from a BT landline. Other providers' costs may vary. Lines are open from 8.30 am to 5.30 pm, Monday to Friday.