

DUCAT VENTURES PLC

PROXY FOR USE AT THE GENERAL MEETING

Please insert **I/We**(FULL NAME(S) – PLEASE USE BLOCK LETTERS)

of(ADDRESS – PLEASE USE BLOCK LETTERS)

being (a) member(s) of **DUCAT VENTURES PLC** (company number 5880755) ("**Company**") hereby appoint the chairman of the general meeting or (**see note 3**)

.....(NAME & ADDRESS – PLEASE USE BLOCK LETTERS)

as my/our proxy to attend and vote for me/us and on my/our behalf at the general meeting of the Company ("**Meeting**") to be held at the offices of DAC Beachcroft LLP at 100 Fetter Lane, London EC4A 1BN on 4 August 2014 at 11 a.m. and at any adjournment thereof.

I/We request such proxy to vote on the following resolutions in the manner specified below (see note 3):

RESOLUTIONS	FOR	AGAINST	WITHHELD
1. That the waiver by the Panel on Takeovers and Mergers be approved.			
2. That the acquisition of OptiBiotix Health Limited be approved.			
3. That the share consolidation be approved.			
4. That the directors be authorised to allot shares in the capital of the Company.			
5. That the directors be authorised to allot equity securities free from shareholders' rights of pre-emption			
6. That the name of the Company be changed to "OptiBiotix Health plc".			

Enter number of shares in relation to which your proxy is authorised to vote or leave blank to authorise your proxy to act in relation to your full entitlement.

Number of shares:

Please also tick this box if you are appointing more than one proxy.

Signed(see note 4) Date2014

Joint holders (if any) (**see note 5**)

Name: Name:

Name: Name:

Notes:

- Entitlement to attend and vote**
Only those members registered on the Company's register of members (i) 48 hours excluding non business days days prior to this Meeting or (ii) if this Meeting is adjourned, 48 hours excluding non2 business days prior to the adjourned meeting, shall be entitled to attend and vote at the Meeting.
- Attending in person**
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.
If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
- Appointment of proxies**
If you wish to appoint someone other than the chairman as your proxy, please insert his/her name and address, and strike out and initial the words "the chairman of the general meeting or". A proxy need not be a member of the Company. Appointing a proxy will not preclude you from personally attending and voting at the Meeting (in substitution for your proxy vote) if you subsequently decide to do so. If no name is entered on this form, the return of this form, duly signed, will authorise the chairman of the meeting to act as your proxy.
If you do not give your proxy an indication of how to vote on any resolution, 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.
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. For further proxy forms, please contact Share Registrars Limited, 9 Lion and Lamb Yard, Farnham GU9 7LL.
- Completing the proxy form**
To appoint a proxy using the proxy form, the form must be:
 - completed and signed;
 - sent or delivered to Share Registrars Limited, 9 Lion and Lamb Yard, Farnham GU9 7LL; and
 - received by Share Registrars Limited no later than 48 hours excluding non business days prior to the Meeting.
 In the case of a member which is a company, the 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 the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
Any alteration to this proxy form must be initialled by the person in whose hand it is signed or executed.
- Appointment of proxy by joint members**
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).
- Changing proxy instructions**
To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to amended instructions. Any amended proxy appointment received after the relevant cut-off time will be disregarded.
Where you have appointed a proxy and would like to change the instructions using another proxy form, please contact Share Registrars Limited, 9 Lion and Lamb Yard, Farnham GU9 7LL.
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.
- Termination of proxy appointments**
To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to amended instructions. Any amended proxy appointment received after the relevant cut-off time will be disregarded.
Where you have appointed a proxy and would like to change the instructions using another proxy form, please contact Share Registrars Limited, 9 Lion and Lamb Yard, Farnham GU9 7LL.
In the case of a member which is a company, the revocation notice 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 the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
The revocation notice must be received by Share Registrars Limited no later than 48 hours excluding non business days before the time fixed for the Meeting.
If you attempt to revoke your proxy appointment but the revocation is received after the time specified in these notes, then your proxy appointment will remain valid.
- Corporate representatives**
A corporation which is a member can appoint a representative who may, on its behalf, exercise all powers as a member.

Business Reply
Licence Number
RSKT-LXUZ-ZYKU



Share Registrars Ltd
9 Lion & Lamb Yard
FARNHAM
GU9 7LL