

NASSTAR PLC

(incorporated and registered in England and Wales under number 5623736)

FORM OF PROXY FOR GENERAL MEETING

to be held at 10.00 a.m. on 31 August 2016, or at any adjournment thereof

I/We
(full names in block capitals)

of
.....
(address in block capitals)

being member(s) of the above-named Company hereby appoint the Chairman of the Meeting, or (see Note 1 below)

Name of proxy Number of Ordinary Shares proxy is appointed over

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to act as my/our proxy and to attend, speak and vote as directed (or in the event that no direction is given, to vote at his or her discretion) on my/our behalf at the General Meeting of the Company to be held at 10.00 a.m. on 31 August 2016 at Datapoint House, 400 Queensway Business Park, Queensway, Telford TF1 7UL or at any adjournment thereof.

I/We direct my/our proxy to vote on the resolution set out in the Notice of General Meeting as follows (mark "X" in the appropriate box below):

Special Resolution	For	Against	Vote Withheld*
To give specific authority for the allotment of ordinary shares and to authorise the allotment of ordinary shares disapplying statutory pre-emption rights			

Unless otherwise instructed above, the proxy will exercise his or her own discretion both as to how he or she votes and as to whether he or she abstains from voting on the resolution to be proposed at the meeting. The vote "Withheld" option is to enable you to abstain on the resolution. Please note that a vote "Withheld" has no legal effect and will not be counted in the votes "For" and "Against" the resolution.

If you wish to appoint multiple proxies, please see note 1 below.

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

Please return this form of proxy, duly completed and signed, to the Company's registrars, Neville Registrars Limited, at Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA, so as to be received not later than 10.00 a.m. on 26 August 2016 or not less than 48 hours before the time of any adjournment of the meeting.

Signature Date 2016

(see Notes 2 and 3 below)

Notes:

- A shareholder of the Company, entitled to attend and vote at the General Meeting, may appoint one or more proxies to exercise all or any of his/her rights to attend, speak and to vote at the meeting. A shareholder has the right to strike out the words "the Chairman of the meeting" and to insert, in block capitals, the full name of a person of his/her own choice in the box provided to act as his/her proxy, initialling the alteration. To appoint more than one proxy, an additional form of proxy may be obtained by contacting the Registrars or you may photocopy this form. If you appoint more than one proxy, each proxy must be appointed to exercise the rights attached to a different share or shares held by you. Please indicate in the box next to the proxyholder'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. A proxy need not be a shareholder of the Company. The completion and return of the form of proxy will not preclude a shareholder from attending the Meeting, or any adjournment thereof, and voting in person if they so wish.
- In the case of joint holders, the signature of any one of them on the form of proxy will suffice, but the names of all should be shown. If more than one of the joint holders is present at the Meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the Register of Members shall alone be entitled to vote.
- In the case of a corporation this form of proxy must be executed under its common seal or under the hand of a duly authorised officer or attorney.
- To be valid, this form of proxy, duly completed and signed, together with 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 sent to the Company Registrars, Neville Registrars Limited, at Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA, so as to be received no later than 10.00 a.m. on 26 August 2016 or not less than 48 hours before the time of any adjournment of the meeting.
- Any alterations made to this form of proxy must be initialled.
- CREST members who wish to appoint one or more proxies through the CREST system operated by Euroclear UK & Ireland Limited ("Euroclear") may do so by using the procedures described in "the CREST voting service" section of the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed one or more voting service providers, should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment or a proxy instruction made using the CREST voting service to be valid, the appropriate CREST message (a "CREST proxy appointment instruction") must be properly authenticated in accordance with Euroclear's specifications and must contain all the relevant information required by Euroclear. To be valid, the message (regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy) must be transmitted so as to be received by Neville Registrars Limited (ID 7RA11), as the Company's "issuer's agent", by 10.00 a.m. on 26 August 2016. After this time any change of instruction to a proxy appointed through the CREST system should be communicated to the appointee through other means. The time of the message's receipt will be taken to be when (as determined by the timestamp applied by the CREST Applications Host) the issuer's agent is first able to retrieve it by enquiry through the CREST system in the prescribed manner. Euroclear does not make available special procedures in the CREST system for transmitting any particular message. Normal system timings and limitations apply in relation to the input of CREST proxy appointment instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or a CREST sponsored member or has appointed any voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as is necessary to ensure that a message is transmitted by means of the CREST system by any particular time. CREST members and, where applicable, their CREST sponsors or voting service providers should take into account the provisions of the CREST Manual concerning timings as well as its section on "Practical limitations of the system". In certain circumstances the Company may, in accordance with the Uncertificated Securities Regulations 2001 or the CREST Manual, treat a CREST proxy appointment instruction as invalid.

Business Reply Plus
Licence Number
RSTY-SAKX-RZSL



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Neville Registrars Limited
Neville House
18 Laurel Lane
Halesowen
B63 3DA