

EPE SPECIAL OPPORTUNITIES PLC

(the "Company")

EXTRAORDINARY GENERAL MEETING

(to be held on 8 June 2009 at 10.30 a.m.)

Form of Proxy

**PLEASE READ THE CIRCULAR, THE NOTICE OF THE EXTRAORDINARY GENERAL MEETING
AND THE ACCOMPANYING NOTES CAREFULLY**

**PLEASE COMPLETE AND RETURN YOUR FORM OF PROXY NOW AND CAST A VOTE
IN RESPECT OF ALL RESOLUTIONS**

I/We

of

A member/members of the above named Company and entitled to vote, hereby appoint the Chairman of the meeting (see Note 1)

Or

As my/our proxy to attend, represent and vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company to be held at IOMA House, Hope Street, Douglas, Isle of Man IM1 1AP on 8 June 2009 at 10.30 a.m. and at any adjournment thereof.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

Ordinary Resolutions		For	Against
Resolution 1	That the authorised share capital of the Company be increased from £500,000 to £1,650,000 by the creation of 115,000,000 new ordinary shares of 1p each		
Resolution 2	That, with effect from 8.00 a.m. on 15 June 2009, each five existing issued and unissued shares of 1p in the capital of the Company be consolidated into one ordinary share of 5p each and that the directors of the Company be authorised to aggregate the fractions of shares arising on such consolidation and sell the shares in the market and for the net proceeds of sale of such shares to be retained by the Company		
Special Resolutions			
Resolution 3	That, conditional upon Resolutions 1 and 2 having been passed and becoming effective, the articles of association of the Company be amended in the manner and to the extent set out in the Circular		
Resolution 4	That, conditional upon Resolution 1 having been passed, the Company be authorised to make market purchases of ordinary shares as described in the Circular		
Resolution 5	That the capital of the Company be reduced by the cancellation of the amount standing to the credit of the Company's share premium account following the allotment and issue of the Offer Shares (as defined in the Circular) and reclassifying such amounts as a distributable reserve of the Company		

Signature

Date

Notes

1. You may appoint one or more proxies of your own choice, if you are unable to attend the meeting but would like to vote. If such an appointment is made, delete the words "the Chairman of the meeting" and insert the name(s) of the person or persons appointed as proxy/proxies in the space provided. A proxy need not be a member of the Company. If no name is entered, the return of this form duly signed will authorise the Chairman of the meeting to act as your proxy.
2. 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.
3. In order that this form of proxy shall be valid, it must be deposited (together with any power of attorney or other authority under which it is signed or a notarially certified copy of such power or a copy certified in some other manner approved by the directors), with the Company's registrars at IOMA House, Hope Street, Douglas, Isle of Man IM86 2AF, not later than 48 hours before the time appointed for the meeting.
4. The completion and return of a form of proxy will not, however, preclude shareholders from attending and voting in person at the meeting or at any adjournment thereof, should they wish to do so.
5. If two or more persons are jointly entitled to a share conferring the right to vote, any one of them may vote at the meeting either in person or by proxy, but if more than one joint holder is present at the meeting either in person or by proxy, the one whose name stands first in the register of members in respect of the joint holding shall alone be entitled to vote in respect thereof. In any event, the names of all joint holders should be stated on the form of proxy.
6. Unless instructed otherwise, the proxy may also vote or abstain from voting as he or she thinks fit on any other business which may properly come before the meeting (including amendments to resolutions).
7. 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.
8. A vote given by a proxy or authorised representative of a company is valid notwithstanding termination of his authority unless notice of the termination is received at the Company's registrars address as set out in paragraph 3 above (or at such other place at which the instrument of proxy was duly received) at least one hour before the time fixed for holding the meeting or adjourned meeting at which the vote is given.

3rd Fold and tuck in

BUSINESS REPLY SERVICE
Licence No. DO96



EPE Special Opportunities plc
IOMA House
Hope Street
Douglas
ISLE OF MAN
IM86 2AF

1st Fold

2nd Fold