

PRINCE CATERING AND MANAGEMENT (OVERSEAS) LIMITED

(Incorporated in the British Virgin Islands under the International Business Companies Act 1984 (as amended) with company number 660106 and automatically re-registered as a business company under the Business Companies Act 2004 of the British Virgin Islands since 1 January 2007)

FORM OF DIRECTION

Form of direction for completion by holders of Depository Interests representing shares on a 1 for 1 basis in the Issuer Company in respect of the General Meeting to be held at 10.00 a.m. on 9 October 2008 at the office of WH IRELAND LIMITED, 11 ST. JAMES'S SQUARE, MANCHESTER M2 6WH

I/We

Please insert full name(s) and address(es) in BLOCK CAPITALS

Of

.....

being a holder of Depository Interests representing shares in the Issuer Company hereby appoint Capita IRG Trustees Limited as my/our proxy to vote for me/us and on my/our behalf at the General Meeting of the Issuer Company to be held on the above date (and at any adjournment thereof) as directed by an X in the spaces below.

Resolution	FOR	AGAINST
<p>1. AS A SPECIAL RESOLUTION THAT, the proposed cancellation of Admission of the Company's Existing Ordinary Shares from AIM a market of the London Stock Exchange plc by the Company (as detailed in a circular to shareholders dated 16 September 2008) be approved and the Directors of the Company are authorised to do all such acts and things and execute all such documents as they may in their absolute discretion consider necessary and/or desirable in order to implement and complete such cancellation of Admission.</p>		

I/we also hereby authorise/do not authorise* my/our said proxy to vote for me/us on my/our behalf in respect of any other resolutions and/or amended resolutions in his absolute discretion at the General Meeting, or at any adjournment thereof.

Dated this day of 2008.

Shareholder's Signature:(notes (4) and (5))

Notes:

- To be effective, this form of direction and the power of attorney or other authority (if any) under which it is signed, or a notarially or otherwise certified copy of such power or authority, must be deposited at the Registrars and Transfer Agents to the Issuer Company at Capita IRG Trustee Limited, 34 Beckenham Road, Beckenham, Kent BR3 4BR not later than 72 hours before the time appointed for holding the meeting.*
- Any alterations made to this form of proxy should be initialled.*
- In the case of a corporation this proxy should be given under its Common Seal or under the hand of an officer or attorney duly authorised in writing.*
- Please indicate how you wish your vote to be cast by placing "X" in the box provided. On receipt of this form duly signed, you will be deemed to have instructed Capita IRG Trustees Limited to vote, as indicated above.*
- In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. For this purpose seniority is determined by the order in which the names stand in the Register of Depository Interests in respect of the joint holding.*

BUSINESS REPLY SERVICE
Licence No. MB122

Capita Registrars
PO Box 25
Proxy Department
Beckenham
Kent
BR3 4BR

