

FORM OF PROXY

Form of Proxy for use at the Annual General Meeting

I, a Member of Running River PLC (hereinafter referred to as 'the Company') and entitled to vote, hereby appoint the Chairman, or

as my proxy to attend and vote for me and on my behalf at the Annual General Meeting of the Company to be held on 18 August 2009 at 10.00am and at any adjournment thereof.

(Please indicate below how you wish your votes to be cast. If the form of proxy is returned without any indication as to how the proxy should vote on any particular matter, the proxy will vote as they think fit.)

Ordinary Business

Resolution Number	Please delete as appropriate
1 To receive the report of the Directors and the audited financial statements of the Company for the year ended 31 March 2009	For / Against / Vote Withheld
2 To accept the resignation of James Everett Burgess as a Director	For / Against / Vote Withheld
3 To re-elect B Sweeney as a Director	For / Against / Vote Withheld
4 To re-elect A Forbes as a Director	For / Against / Vote Withheld
5 To accept the resignation of M Royde as a Director	For / Against / Vote Withheld
6 To re-appoint Chantrey Vellacott DFK as auditors of the Company and to authorise the Directors to determine their remuneration	For / Against / Vote Withheld
7 To authorise the Directors to allot relevant securities up to a maximum aggregate nominal value of £500,000	For / Against / Vote Withheld

Special resolutions

8 To disapply pre-emption rights up to a maximum aggregate nominal value of £500,000	For / Against / Vote Withheld
9 To adopt new articles of association	For / Against / Vote Withheld

Signature

Date

Full name

Address

NOTES

- Only holders of Ordinary Shares, or their duly appointed representatives, are entitled to attend and vote at the Meeting. A member so entitled may appoint (a) prox(y)(ies), who need not be (a) member(s), to attend and vote on his/her behalf.
- If you wish to appoint someone other than the Chairman of the Meeting as your proxy, please insert his/her name and delete "the Chairman of the Meeting or".
- Please indicate how you wish your proxy to vote by deleting either for or against. Unless otherwise instructed the person appointed a proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting on any particular resolution as he/she thinks fit.
- A corporation must seal this form of proxy or have it signed by an officer or attorney or other person authorised to sign.
- 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 shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
- Pursuant to regulation 41 of The Uncertificated Securities Regulations 2001, members will be entitled to attend and vote at the meeting if they are registered on the Company's register of members 48 hours before the time appointed for the meeting or any adjournment thereof.
- To be valid this form of proxy must reach Share Registrars Limited, Suite E, First Floor, 9 Lion and Lamb Yard, Farnham, Surrey GU9 7LL not later than 48 hours (excluding non-business days) before the time of the Meeting. Lodgement of a form of proxy does not preclude a member from attending the Meeting and voting in person.



Share Registrars Limited,
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1st Floor, 9 Lion & Lamb Yard,
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