## Cambria Automobiles plc

## **Annual General Meeting Form of Proxy**

Please use block capitals to fill out this form of proxy.  I/We (See notes 1-3)							
				RESOLUTIONS	For	Against	Abstain
				ORDINARY RESOLUTIONS			
				Resolution No. 1: To receive and approve the Directors' and Auditors' Report and Financial Statements for the year ended 31 August 2012.			
Resolution No. 2: To re-elect Philip Swatman as a Director.							
Resolution No. 3: To re-elect Peter Burt as a Director.							
Resolution No. 4: To reappoint KPMG Audit plc as Auditors to hold office from the conclusion of the AGM to the conclusion of the next meeting at which accounts are laid before the Company.							
Resolution No. 5: To authorise the Directors to determine the Auditors' remuneration.							
Resolution No. 6: To declare a final dividend of 0.3 pence per ordinary share in respect of the year ended 31 August 2012.							
Signature:	Date:						

## Notes:

- 1. As a member, you may appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting. Appointment of a proxy does not preclude you from attending the meeting and voting in person.
- 2. The Chairman of the meeting shall act as a proxy unless another proxy is desired, in which case insert the full name of your proxy in the space provided above.
- 3. A proxy need not be a member of the Company, but must attend the meeting in person.
- 4. You may appoint more than one proxy if each proxy is appointed to exercise the rights attached to different share or shares held by you. To appoint more than one proxy, additional forms may be obtained from the Company Secretary at Cambria Automobile plc, Swindon Motor Park, Dorcan Way, Swindon, Wiltshire SN3 3RA or you may copy this form. If necessary, please indicate the number of Ordinary Shares in relation to which your proxy is authorised to act. If you leave the number of Ordinary Shares blank, you will be deemed to have appointed your proxy in relation to all Ordinary Shares held by you. Please also indicate by ticking the box provided, if the proxy appointment is one of multiple appointments being made by you. All forms must be signed and should be returned together.
- 5. Please indicate with an "X" in the appropriate box how you wish your votes to be cast in respect of the resolutions to be proposed. In the absence of this indication, the proxy will vote or abstain from voting at his/her discretion.
- 6. In the case of joint holders, this form may be signed by any of the holders but the names of all of them should be stated. The vote of the first named holder in the register of members (whether voting in person or by proxy) will be accepted to the exclusion of the votes of the other joint holders in respect of the joint holding.
- 7. In the case of a corporation, this form of proxy must be executed under its common seal (or such form of execution as has the same effect) or signed on its behalf by an officer or attorney duly authorised in writing.
- 8. To be valid this form of proxy and 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 deposited with Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU by 10 a.m. on 17 January 2013 (or any adjournment of the meeting).
- 9. The appointment under this form of proxy may be terminated by the member prior to the commencement of the meeting (or any adjournment of the meeting). To be valid, the notice of termination of the authority of the person appointed to act as proxy must be deposited with the Registrar at Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU by 10 a.m. on 17 January 2013 (or any adjournment of the meeting).
- 10. You may not use any electronic address provided in this form of proxy to communicate with the Company for any purpose other than as expressly stated.
- 11. Please refer to the Note (c) in the Notice of the Annual General Meeting of the Company dated 27 December 2012 for details of how CREST members can appoint a proxy or proxies by using the CREST electronic appointment service.