

**FORM OF PROXY FOR USE AT THE 12<sup>th</sup> ANNUAL GENERAL MEETING OF AVATION PLC  
TO BE HELD ON 20 DECEMBER 2017 AT 10.00 A.M. (UK TIME)**

Attention: Ms Penny Kapp

The Registrar  
Computershare Investor Services PLC  
The Pavilions, Bridgwater Road  
Bristol BS99 6ZY  
United Kingdom

Fax: +44 (0) 370 7036116

**Before completing this form, please read the explanatory notes overleaf.**

I/We ..... (block letters) being a member of Avation PLC (incorporated in England and Wales) hereby appoint

..... of .....  
or failing him/her, the Chairman of the annual general meeting (the **AGM**), to attend, speak and vote on my/our behalf at the twelfth AGM of the Company to be held at 65 Kallang Bahru Road, Singapore 169370 on 20 December 2017 at 10.00 a.m. (UK time) and at any adjournment(s) thereof.

If two proxies are being appointed, the proportion of the member's voting rights which this proxy is appointed to represent is set out below.

**Instructions on Voting**

If you wish to direct your proxy how to vote in respect to the proposed resolutions, please indicate the manner in which your proxy is to vote by ticking the appropriate column below, otherwise your proxy may vote as he/she thinks fit.

No.	Resolutions	For	Against	Abstain
<b>ORDINARY RESOLUTIONS</b>				
1.	Receipt of Report and Accounts			
2.	Approval of Remuneration Report			
3.	Re-Election of Robert Jeffries Chatfield as a Director			
4.	Election of Derek Sharples as a Director			
5.	Appointment of Ernst & Young as Auditors			
6.	Remuneration of Auditors			
7.	Authority to Allot Shares (General)			
<b>SPECIAL RESOLUTIONS</b>				
8.	Disapplication of Pre-Emption Rights (General)			
9.	Share Buy Back Mandate			
10.	Disapplication of Pre-Emption Rights (Treasury Shares)			

Signed ..... Dated: ..... 2017

Name of Shareholder \_\_\_\_\_ Total Number of Ordinary Shares Held: \_\_\_\_\_

Certificate No. (if applicable) \_\_\_\_\_ Designation No. (if applicable) : \_\_\_\_\_

## NOTES TO THE FORM OF PROXY

1. A member of the Company entitled to attend and vote at the AGM may appoint a proxy or proxies to attend and to speak and vote instead of him. A member may appoint more than one proxy in relation to the AGM provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. A proxy need not be a member of the Company.
2. This form for use at the AGM should be completed, signed and returned to the Company's registrars (the **Registrars**) at The Registrar, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, United Kingdom (if the form is posted outside the United Kingdom, you should return it in an envelope specifying "par avion" (airmail) using the Registrars' address above). It must arrive no later than 48 hours before the time of the AGM. Completion and return of the form of proxy will not prevent a shareholder from subsequently attending the meeting and voting in person if they so wish.
3. To be effective, the instrument appointing a proxy, and any power of attorney or other authority under which it is signed (or a copy of any such authority certified notarially or in some other way approved by the directors), must be deposited with the Registrars at The Registrar, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, United Kingdom no later than 48 hours before the time for holding the AGM (or adjourned meeting) or, in the case of a poll taken more than 48 hours after it is demanded, not less than 24 hours before the time appointed for the taking of the poll at which it is to be used.
4. The following principles shall apply in relation to the appointment of multiple proxies:
  - (a) the Company will give effect to the intentions of members and include votes wherever and to the fullest extent possible;
  - (b) where a proxy does not state the number of shares to which it applies (a blank proxy) then, subject to the following principles where more than one proxy is appointed, that proxy is deemed to have been appointed in relation to the total number of shares registered in the name of the appointing member (the **member's entire holding**). In the event of a conflict between a blank proxy and a proxy which does state the number of shares to which it applies (a **specific proxy**), the specific proxy shall be counted first, regardless of the time it was sent or received (on the basis that as far as possible, the conflicting forms of proxy should be judged to be in respect of different shares) and remaining shares will be apportioned to the blank proxy (pro rata if there is more than one);
  - (c) where there is more than one proxy appointed and the total number of shares in respect of which proxies are appointed is no greater than the member's entire holding, it is assumed that proxies are appointed in relation to different shares, rather than that conflicting appointments have been made in relation to the same shares. That is, there is only assumed to be a conflict where the aggregate number of shares, in respect of which proxies have been appointed, exceeds the member's entire holding;
  - (d) when considering conflicting proxies, later proxies will prevail over earlier proxies, and which proxy is later will be determined on the basis of which proxy is last sent (or, if the Company is unable to determine which is last sent, last received). Proxies in the same envelope will be treated as sent and received at the same time, to minimise the number of conflicting proxies;
  - (e) if conflicting proxies are sent or received at the same time in respect of (or deemed to be in respect of) an entire holding, none of them shall be treated as valid;
  - (f) where the aggregate number of shares in respect of which proxies are appointed exceeds a member's entire holding and it is not possible to determine the order in which they were sent or received (or they were all sent or received at the same time), the number of votes attributed to each proxy will be reduced pro rata;
  - (g) where the application of paragraph (f) above gives rise to fractions of shares, such fractions will be rounded down;
  - (h) if a member appoints a proxy or proxies and then decides to attend the meeting in person and vote, on a poll, using his poll card, then the vote in person will override the proxy vote(s). If the vote in person is in respect of the member's entire holding then all proxy votes will be disregarded. If, however, the member votes at the meeting in respect of less than the member's entire holding, then if the member indicates on his polling card that all proxies are to be disregarded, that shall be the case; but if the member does not specifically revoke proxies, then the vote in person will be treated in the same way as if it were the last received proxy and earlier proxies will only be disregarded to the extent that to count them would result in the number of votes being cast exceeding the member's entire holding; and
  - (i) in relation to paragraph (h) above, in the event that a member does not specifically revoke proxies, it will not be possible for the Company to determine the intentions of the member in this regard. However, in light of the aim to include votes wherever and to the fullest extent possible, it will be assumed that earlier proxies should continue to apply to the fullest extent possible.
5. All members are entitled to attend and vote at the AGM and ask questions. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, the Company has specified that to be entitled to attend and vote at the AGM (and for the purpose of determining the number of votes they may cast), members must be entered on the register of members of the Company by 10:00 a.m. (UK time) on 18 December 2017. If the meeting is adjourned then, to be so entitled, members must be entered on the register of members of the Company at 6.00 pm (UK time) on the day two days before the time fixed for the adjourned meeting, or, if the Company gives notice of the adjourned meeting, at any other time specified in that notice.
6. Any document or information relating to proxies for the AGM may be sent to the following email address: [AGM@avation.net](mailto:AGM@avation.net).