

PROGRESSIVE DIGITAL MEDIA GROUP PLC PROXY FOR ANNUAL GENERAL MEETING

I/We (name(s) in full in BLOCK CAPITALS) _____
of (address) _____
being (a) member(s) of Progressive Digital Media Group plc (the "Company") hereby appoint the Chairman of the meeting or (Note 1)

as my/our proxy to attend, speak and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at John Carpenter House, John Carpenter Street, London EC4Y 0AN on 22 April 2014 at 10.00 a.m. and at any adjournment of the meeting.

I/We direct my/our proxy to vote as indicated below (Note 2).

ORDINARY BUSINESS

	For	Against	Withheld
1 To receive the 31 December 2013 accounts and the reports of the directors and auditors thereon.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To re-appoint Kelsey van Musschenbroek as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To re-appoint Michael Danson as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To re-appoint Simon Pyper as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To re-appoint Bernard Cragg as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To re-appoint Peter Harkness as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 To re-appoint Mark Freebairn as a director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 To re-appoint Grant Thornton UK LLP as auditors of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 To authorise the directors to determine the remuneration of the auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SPECIAL BUSINESS

	For	Against	Withheld
10 To authorise the directors to allot shares in the Company in accordance with section 551 of the Companies Act 2006 (the "Act"). (<i>Ordinary Resolution</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 To authorise the directors to allot shares in the Company on a non-pre-emptive basis in accordance with section 570(1) of the Act. (<i>Special Resolution</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 To authorise the directors to make market purchases of shares pursuant to section 701 of the Act (<i>Special Resolution</i>). (<i>Special Resolution</i>)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Number of ordinary shares in relation to which proxy is authorised to act: _____ (Note 3) This proxy appointment is one of a multiple proxy appointment (Note 4)

Dated _____ 2014 Signature _____

Notes:

- A member entitled to attend, speak and vote at the meeting is also entitled to appoint one or more proxies to attend, speak and vote instead of him. The proxy need not be a member of the Company. If you wish to appoint someone other than the Chairman, please insert the name of your chosen proxy holder in the space provided, delete the words 'the Chairman of the meeting or' and initial the alterations.
- Please indicate with an "X" in the appropriate box above how you wish the vote to be cast. If the form is returned without any indication as to how the proxy is directed to vote in relation to the resolutions summarised above and set out in full in the notice of Annual General Meeting, the proxy may vote or abstain at his/her discretion.
- If the proxy is being appointed in relation to less than your full voting entitlement, please indicate on the line provided the number of shares in relation to which that person is authorised to act as your proxy. If left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement.
- To appoint more than one proxy you may photocopy this form. If you appoint multiple proxies please indicate on the line provided the number of shares in relation to which the person named on this form is authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you), and also indicate by ticking the box provided that the proxy instruction is one of multiple instructions being given. All forms must be signed and returned to Capita Asset Services, the Company's registrars, at the address specified in Note 8 below, together in the same envelope.
- Completion and return of the form of proxy, or any electronic proxy or CREST proxy instruction, will not preclude shareholders from attending, speaking and voting in person at the meeting or adjournment of the meeting.
- To be effective, this form of proxy should be signed by a member, or his/her attorney duly authorised in writing, and, if a corporation, this form of proxy must be executed under its common seal or under the hand of a duly authorised officer or attorney (or under the hand of another person duly authorised to sign it).
- In accordance with Regulation 41 of the Uncertificated Securities Regulations 2001, only holders of ordinary shares entered in the register of members of the Company as at 6.00 p.m. on 16 April 2014 or, if the meeting is adjourned, at 6.00 p.m. on the second day prior to the date of the meeting shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their name at that time. Changes to entries on the relevant register of members after 6.00 p.m. on 16 April 2014 or, if the meeting is adjourned, in the register of members after 6.00 p.m. on the second day prior to the day of the adjourned meeting, shall be disregarded in determining the rights of any person to attend, speak or vote at the meeting or at any such adjournment.
- To be valid for the meeting, this form of proxy should be completed, signed and lodged (together with any power of attorney or any other written authority under which it is executed or a notarially certified copy of such authority or certified in some other way approved by the Board) with the Company's registrars, Capita Asset Services, PXS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU, not less than 48 hours before the time of the meeting, or in the event of an adjournment, not less than 48 hours before the time of the adjournment. Forms of proxy may not be submitted via the Company's website or via any email address set out on the Company's website.
- In the case of joint holders, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall 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 of such holders stand in the register of members in respect of the joint holding.
- The 'vote withheld' option is provided to enable you to instruct your proxy not to vote on any particular resolution. However, a 'vote withheld' is not a vote in law and will not be counted in the calculation of votes 'for' and 'against' a resolution. Failing to mark any box in respect of a resolution will mean your proxy can vote as he or she wishes or can decide not to vote at all.
- Any amendments made to this form of proxy must be initialled by the person who signs it.
- CREST members should use the CREST electronic proxy appointment service and refer to Note 12 of the Notice of Annual General Meeting in relation to the submission of a proxy appointment via CREST.
- As an alternative to completing your hard copy Form of Proxy, you can appoint a proxy electronically at www.capitashareportal.com. For an electronic appointment to be valid, your appointment must be received no later than 10.00 a.m. on 16 April 2014.

Business Reply Plus
Licence Number
RLUB - TBUX - EGUC



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