

V22 PLC

(Company Number 115477C - Incorporated and Registered in the Isle of Man)

NOTICE IS HEREBY GIVEN that the 2013 Annual General Meeting of the Company will be held on the 30 October 2013 at 12.30pm at 4th Floor, Queen Victoria House, 41-43 Victoria Street, Douglas, Isle of Man IM1 2LF for the following purposes:

- To receive and consider the audited Annual Financial Statements for the Company for the year ended 31 December 2012.
- To approve the Directors recommendation that no dividend be paid on any class of issued capital.
- To reappoint the auditors, Fryza Bannister Financials Limited and authorise the Directors to fix their remuneration.
- To re-elect Stephen Paul Corran
- To re-elect Miss Kathleen Tara Cranswick
- To re-elect Mr Geoffrey Alan William Hunt
- To re-elect Mr Roy Clifford Tucker

Dated the 30th day of September, 2013

BY ORDER OF THE BOARD

Mr Stephen Corran
Secretary

NOTE: A Shareholder entitled to notice of the above Meeting is entitled to appoint a proxy, to attend and if entitled, to speak and to vote on his/her behalf. A proxy need not be a member of the Company. Proxy forms duly completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for holding the Meeting or, where applicable, adjourned Meeting.

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Proxy Form for the 2013 Annual General Meeting

I/We, _____ being a
Shareholder of V22 PLC hereby appoint

_____ (full name) of

_____ (address)

or failing him / her / them, then the Chairman of the meeting, as my / our proxy to attend and, if entitled, to speak and to vote on my / our behalf at the 2013 Annual General Meeting of the Company to be held on Wednesday, the 30th day of October, 2013 at 12.30pm and at any adjournment thereof.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

This form to be used in respect of the resolutions mentioned below as follows:

	* FOR	* AGAINST	*VOTE WITHELD
Resolution re Financial statements			
Resolution re dividend			
Resolution re re-appointing Auditors			
Resolution re re-election of Mr Stephen Paul Corran			
Resolution re re-election of Miss Kathleen Tara Cranswick			
Resolution re re-election of Mr Geoffrey Hunt			
Resolution re re-election of Mr Roy Clifford Tucker			

* strike out whichever is not desired.

Notes to the proxy form

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact the Company.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
6. To appoint a proxy using this form, the form must be:
 - completed and signed;
 - sent or delivered to the Company's registered office at 4th Floor, Queen Victoria House 41- 43 Victoria Street Douglas Isle of Man IM1 2LF or;
 - sent via email to mail@bridgewaters.co.im.com ; and
 - received by the Company no later than 10.00 am on 25th October 2013.
7. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
8. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
9. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
10. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
11. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.