

VAN ELLE HOLDINGS PLC
FORM OF PROXY

I/We
 (Please insert full name(s) and address(es) in block letters)

of.....

being (a) member/members of the above-named Company hereby appoint the Chairman of the Meeting, or (see Note 1 below)

.....

of.....

as my/our proxy or proxies to vote for me/us on my/our behalf at the General Meeting of the Company to be held on 15 December 2017 and at any adjournment thereof, and to vote as indicated below.

Please indicate how you wish your proxy or proxies to vote by inserting "X" in the box below. If no indication is given, and on any other resolutions proposed at the meeting, your proxy will vote or abstain from voting as he/she thinks fit.

Please tick here if this proxy is one of multiple appointments being made (see note 1)

Enter number of shares in relation to which your proxy is authorised to vote or leave blank to authorise your proxy to act in relation to your full voting entitlement.

| RESOLUTIONS: | For | Against | Withheld |
|---|-----|---------|----------|
| 1. That Michael Ellis be and is hereby appointed as a director of the Company with immediate effect. | | | |
| 2. That Thomas Lindup be and is hereby appointed as a director of the Company with immediate effect. | | | |
| 3. That Jon Fenton be and is hereby removed as a director of the Company with immediate effect. | | | |
| 4. That Robin Williams be and is hereby removed as a director of the Company with immediate effect. | | | |
| 5. That any person appointed as a director of the Company since the date of the requisition of the requisitioned General Meeting (being 10 November 2017), and who is not one of the persons referred to in the resolutions numbered 1 to 4 (inclusive) above, be and is hereby removed as a director of the Company. | | | |

SIGNATURE(S):

or COMMON SEAL

Date:

Return by post (or during normal business hours only) by hand to Link Asset Services at PXS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU, as soon as possible and, in any event, no later than 12 noon on 13 December 2017 (or in the case of an adjournment, not later than 48 hours (excluding non-working days) before the time fixed for the holding of the adjournment meeting.

Notes:

1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder as his proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see over). If the proxy is being appointed in relation to less than your full voting entitlement, please enter the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
2. In order to be valid, any form of proxy and power of attorney or other authority under which it is signed, or notorially certified or office copy of such power or authority, must reach the Company's registrars, Link Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent, BR3 4TU by noon on 13 December 2017.
3. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
4. The vote withheld option is provided to enable you to abstain on any particular resolution. However, it should be noted that a "vote withheld" is not a vote in law, and will not be counted in the calculation of the proportion of votes "For" and "Against" a resolution.
5. If a member is a corporation, this form of proxy must be executed under its common seal or by the signature of an officer or attorney duly authorised in writing.
6. Entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company as at close of business on 13 December 2017. Changes to entries on the Register of Members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
7. Shares held in uncertificated form (i.e in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual.
8. The completion and return of this form will not preclude a member from attending the meeting and voting in person. If you attend the meeting in person, your proxy appointment will automatically be terminated.
9. In the case of joint holders, the signature of any one holder will be sufficient, but the names of all joint holders should be stated, and the vote of the senior holder who tenders a vote will be accepted to the exclusion of the vote(s) of other joint holder(s), seniority being determined by the order in which the names stand in the register of members of the Company.
10. Any alterations made to this form of proxy should be initialled.