

The Equity Partnership Investment Company PLC 2008 ANNUAL GENERAL MEETING, 29 DECEMBER 2008 AT 10AM

Form of Proxy

I/We of
 a member/members of the above named Company and entitled to vote, hereby appoint the Chairman of the meeting.

or

as my/our proxy to attend, represent and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at **IOMA House, Hope Street, Douglas, Isle of Man IM1 1AP** on **29 December 2008 at 10am** and at any adjournment thereof.

Please indicate with an 'x' in the space below how you wish your votes to be cast in respect of the Resolutions set out in the Notice convening the meeting. If no specific direction as to voting is given, the proxy will vote or abstain at his discretion.

All Resolutions are proposed as Ordinary Resolutions save Resolutions 4, 5 and 6 which are proposed as Special Resolutions

		For	Against
Resolution 1	To receive and adopt the audited accounts of the Company for the year ended 31 July 2008, together with the Directors' and Auditors' reports	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	To approve payment of Directors' fees for the year ended 31 July 2008	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	To re-appoint the auditors and authorise the Directors to determine their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	To grant the Directors powers to repurchase shares	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	To grant the Directors authority to apply for the Share Premium account to be re-classified as a distributable reserve	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	To consider whether the Company should not continue as an investment company post 2011	<input type="checkbox"/>	<input type="checkbox"/>

Signature Date

Notes

- 1 You may appoint one or more proxies of your own choice, if you are unable to attend the meeting but would like to vote. If such an appointment is made, delete the words "the Chairman of the meeting" and insert the name(s) of the person or persons appointed as proxy/proxies in the space provided. A proxy need not be a member of the Company. If no name is entered, the return of this form duly signed will authorise the Chairman of the meeting to act as your proxy.
- 2 In the case of a corporation, this form of proxy must be executed under its common seal or under the hand of a duly authorised officer or attorney.
- 3 In order that this form of proxy shall be valid, it must be deposited (together with any power of attorney or other authority under which it is signed or a notarially certified copy of such power or a copy certified in some other manner approved by the directors), at the Company's registrars, IOMA Fund and Investment Management Limited, IOMA House, Hope Street, Douglas, Isle of Man, IM1 1AP, not later than 48 hours before the time appointed for the meeting.
- 4 The completion and return of a form of proxy will not, however, preclude shareholders from attending and voting in person at the meeting or at any adjournment thereof, should they wish to do so.
- 5 If two or more persons are jointly entitled to a share conferring the right to vote, any one of them may vote at the meeting either in person or by proxy, but if more than one joint holder is present at the meeting either in person or by proxy, the one whose name stands first in the register of members in respect of the joint holding shall alone be entitled to vote in respect thereof. In any event, the names of all joint holders should be stated on the form of proxy.
- 6 Unless instructed otherwise, the proxy may also vote or abstain from voting as he or she thinks fit on any other business which may properly come before the meeting (including amendments to resolutions).
- 7 A vote given by a proxy or authorised representative of a company is valid notwithstanding termination of his authority unless notice of the termination is received at the Company's registrars address as set out in paragraph 3 above (or at such other place at which the instrument of proxy was duly received) at least one hour before the time fixed for holding the meeting or adjourned meeting at which the vote is given.

BUSINESS REPLY SERVICE
Licence No. DO96



The Equity Partnership Investment Company PLC
IOMA House
Hope Street
Douglas
ISLE OF MAN
IM86 2AF