

Alternative Networks plc (the “Company”)

Form of Proxy – General Meeting

I/We
(IN BLOCK LETTERS PLEASE)

of.....
being (a) holder(s) of ordinary shares of 0.125p each in the capital of the Company (“Ordinary Shares”) hereby appoint the Chairman of the meeting or (see Note 3) in respect of the number of Ordinary Shares comprised in my/our shareholding to be my/our proxy to vote for me/us on my/our behalf at the General Meeting of the Company to be held at the offices of **Alternative Networks plc, Chatfield Court, 56 Chatfield Road, London, SW11 3UL** on **29 March 2010** at **10.00 a.m.** and at any adjournment thereof.

Please indicate with an ‘X’ here if this proxy appointment is one of multiple instructions being made.

I/We direct that our votes be cast on the resolutions set out in the Notice convening the General Meeting as indicated by an ‘X’ in the appropriate box below and otherwise as my/our proxy shall think fit (see Note 4).

Signature(s) or common seal (as appropriate)

Date

Resolutions	For	Against	Vote Withheld
1 Special resolution: To authorise the Company to purchase its own shares pursuant to a general buy back authority			
2 Ordinary resolution: Waiver of requirement under Rule 9 of the City Code on Takeovers and Mergers			
3 Ordinary resolution: Waiver of requirement under Rule 9 of the City Code on Takeovers and Mergers in relation to the Alternative Networks plc 2010 Value Creation Plan			

Notes:

- As a member of the Company you are entitled to appoint a proxy or proxies to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company.
- 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 by placing an ‘X’ in the designated box above. All forms must be signed and should be returned together in the same envelope.
- A proxy need not be a member of the Company. A member may appoint a proxy or proxies of his own choice. If such an appointment is made, delete the words “the Chairman of the meeting or” and insert the name of the person appointed proxy in the space provided. The Chairman of the meeting will act as your proxy whether or not such deletion is made, if no other name is inserted.
- Please indicate by placing an ‘X’ in the relevant column how you wish your votes to be cast. If you fail to select any of the given options, your proxy can vote as he or she chooses or can decide not to vote at all. On any other business (including a motion to adjourn the meeting or to amend a resolution) the proxy will vote at their discretion.
- The “Vote Withheld” option is provided to enable you to abstain on the resolutions. However, it should be noted that a “Vote Withheld” vote is not a vote in law and will not be counted in the calculation of the proportion of the votes “For” or “Against” the resolution.
- In the case of joint holders, the signature of any one holder will be sufficient, but the names of the joint holders should be stated. The vote of the senior joint holder (according to the order in which the names stand in the Company’s register of members in respect of the holding) who tenders a vote in person or by proxy shall be accepted to the exclusion of the vote of the other joint holder(s).
- In the case of a corporation this form should be executed either under its common seal or signed on its behalf by an attorney or duly authorised officer of the corporation.
- To be valid, this form of proxy and any power of attorney or other authority (if any) under which it is signed or a notary certified copy of such power or authority or a copy certified in accordance with the Powers of Attorney Act 1971 must be deposited with the registrars of the Company, Capita Registrars Limited, PXS, 34 Beckenham Road, Beckenham BR3 4TU, so as to be received no later than 48 hours before the time appointed for holding the meeting.
- Completion and return of this form of proxy will not preclude a member from attending and voting at the meeting in person.
- CREST members should use the CREST electronic proxy appointment service and refer to Note 8 of the Notice of General Meeting in relation to the submission of a proxy appointment via CREST.

3rd Fold and tuck in

Business Reply
Licence Number
RSBH-UXKS-LRBC



PXS
34 Beckenham Road
BECKENHAM
BR3 4TU

1st Fold

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