

OPTOS PLC (the "COMPANY") – FORM OF PROXY – ANNUAL GENERAL MEETING 2009

For use at the Annual General Meeting of the Company to be held at the offices of Maclay Murray & Spens LLP, One London Wall, London EC2Y 5AB on 26 February 2009 at 11h00 GMT or at any adjournment thereof.

[BLOCK CAPITALS PLEASE]

I/We

of being (a) shareholder(s) of the Company entitled to vote at General Meetings of the Company hereby appoint the Chairman of the Meeting or (see Note 1 below) to act as my/our proxy and to vote as directed (or, in the event that no direction is given, to vote at his/her discretion) on my/our behalf at the Annual General Meeting of the Company to be held at the offices of Maclay Murray & Spens LLP, One London Wall, London EC2Y 5AB on 26 February 2009 at 11h00 GMT or at any adjournment thereof.

This Form of Proxy relates to Ordinary Shares held by me/us in the Company (see Note 2 below)

Please indicate here with an "X" if this proxy form is one of multiple instructions being given (see Note 2 below)

In the event of a poll I/we direct my/our proxy to vote on the resolutions set out in the Notice of Annual General Meeting as follows (for each resolution, mark "X" in the appropriate box below):

Ordinary Resolutions	For	Against	Withheld (see Note 7 below)
1. To receive and adopt the Directors' Report and the Annual Accounts of the Company for the financial year ended 30 September 2008 together with the report of the Company's auditors thereon.			
2. To approve the Directors' Remuneration Report for the financial year ended 30 September 2008.			
3. To re-appoint Ernst & Young LLP as auditors of the Company.			
4. To authorise the Directors of the Company to determine the remuneration of the auditors.			
5. To elect Gordon Roy Davis as a Director of the Company.			
6. To re-elect Douglas Crombie Anderson as a Director of the Company.			
7. To re-elect David Robert Guyer as a Director of the Company.			
8. To re-elect Allan Mark Watson as a Director of the Company.			
9. To re-elect Anne Margaret Glover as a Director of the Company.			
10. To re-elect Patrick Robin David Paul as a Director of the Company.			
11. To give general authority to the Directors of the Company to allot relevant securities.			
Special Resolutions	For	Against	Withheld (see Note 7 below)
12. To authorise the Directors of the Company to disapply pre-emption rights.			
13. To authorise the Company to make market purchases of its Ordinary Shares.			
14. To amend the Articles of Association of the Company in relation to electronic communications.			

Please return this Form of Proxy, duly completed and signed, to Equiniti Limited, Aspect House, Spencer Road, Lancing BN99 6ZR, so as to be received not later than 48 hours before the time fixed for holding the Annual General Meeting (or adjourned meeting).

Dated 2009

Signed
(see Note 3 below) or Common Seal (see Note 4 below)

Notes:

- A shareholder of the Company, entitled to attend, vote and speak at the Annual General Meeting, may appoint one or more proxies to attend, vote and speak on his/her behalf. A shareholder has the right to strike out the words "the Chairman of the Meeting or" and to insert, in block capitals, the full name of a person of his/her own choice in the space provided to act as his/her proxy, initialling the alteration. A proxy need not be a shareholder of the Company. If a shareholder wishes a proxy to speak on his/her behalf at the Annual General Meeting he/she will need to appoint his/her own choice of proxy (not the Chairman of the Meeting) and give his/her instructions directly to them. The completion and return of the Form of Proxy will not preclude a shareholder from attending the Annual General Meeting, or any adjournment thereof, and voting in person if they so wish. If a shareholder has appointed a proxy and attends the Annual General Meeting in person, the appointment of their proxy will automatically be terminated.
- A shareholder may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. A shareholder may not appoint more than one proxy to exercise rights attached to any one share. Please indicate above the number of shares in relation to which they are authorised to act as your proxy. If no number of shares is entered, the proxy will be authorised to act on your behalf in relation to your entire shareholding in the Company. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the helpline of the Company's Registrars, Equiniti Limited, on 0870 600 3970 or you may copy this form. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. The total number of shares entered on all the proxy forms submitted by a shareholder must not exceed the number of shares held by a shareholder in the Company. All forms must be signed and should be returned together in the same envelope.
- In the case of joint holders, the signature of any one of them on the Form of Proxy will suffice, but the names of all should be shown. If more than one of the joint holders is present at the Annual General Meeting, whether in person or by proxy, that one of the joint holders whose name stands first in the Register of Members of the Company shall alone be entitled to vote.
- In the case of a corporation, the Form of Proxy must be given under its Common Seal or under the hand of a duly authorised officer or attorney.
- To be valid, the Form of Proxy, duly completed and signed, together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy of such power or authority) must be received by the Company's Registrars, Equiniti Limited, Aspect House, Spencer Road, Lancing BN99 6ZR, not later than 48 hours before the time fixed for holding the Annual General Meeting, or any adjournment thereof.
- Any alterations made to the Form of Proxy must be initialled.
- The vote withheld option is provided to enable you to instruct your proxy not to vote on any particular resolution. It should be noted, however, that a vote withheld in this way is not a 'vote' in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution. If no voting indication is given, a proxy may vote or abstain from voting at his/her discretion.

SECOND FOLD

RESPONSE LICENCE NO.
SEA10850



Equiniti Limited
Aspect House
Spencer Road
Lancing
BN99 6ZR

FIRST FOLD

THIRD FOLD AND TUCK IN