

**FORM OF ELECTION**  
**Carpathian PLC**

**IMPORTANT:** Please read "How to complete your Form of Election" overleaf and the enclosed circular to Shareholders of Carpathian PLC dated 4 October 2011 (the "Circular"). If you are in any doubt as to the action you should take, please consult an authorised independent professional adviser without delay. To be valid, this Form of Election must be returned so as to be received by 11.00 a.m. on 19 October 2011. Shareholders who hold their Existing Ordinary Shares through CREST should not complete a Form of Election but should read paragraph 2 of Part 3 of the Circular. If you fail to return a validly completed and executed Form of Election, or if you are a CREST holder and you do not send a valid USE Instruction, you will be deemed to have elected for Alternative 2: Cash Dividend in respect of all of your B Shares. Shareholders wishing to receive the B Share Dividend in respect of ALL of their B Shares should NOT complete or return this Form of Election. Terms defined in the Circular have the same meaning in this Form of Election unless the context requires otherwise.

Shareholder(s)

No of Existing Ordinary Shares as at 5.00 p.m. on 30 September 2011

A:

Daytime telephone number, for use in the event of a query.

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**To Carpathian PLC**

**Part 1 Election in respect of your Share Entitlement**

In respect of my/our B Share Entitlement I/we hereby elect as set out below:

**Box 1: Alternative 1  
Capital Repayment**

Mark an 'X' in this box if you wish to elect for Alternative 1: Capital Repayment in respect of your entire B Share Entitlement

**OR**

if you wish to split your B Share Entitlement, enter here the number of your B Shares you wish to be subject to the Alternative 1: Capital Repayment (see note 5 overleaf)

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**Box 2: Alternative 2  
Cash Dividend**

Shareholders who wish only to receive the B Share Dividend should NOT complete or return this Form of Election.

**OR**

If you wish to split your B Share Entitlement, enter in the box opposite the number of your B Share Entitlement you wish to be subject to Alternative 1: Capital Repayment and the balance of your Share Entitlement will be subject to Alternative 2: Cash Dividend.

I/We whose signature(s) appear(s) in Part 2 of this Form of Election, having received the Circular, hereby elect for Alternative 1: Capital Repayment and the purchase by the Company of all or some of my/our B Shares as indicated or shown in Box 1.

**Part 2 Signatures**

Please sign below:

**IMPORTANT.** Each Shareholder who is an individual **MUST SIGN IN THE PRESENCE OF AN INDEPENDENT WITNESS** who must **ALSO SIGN** and print his or her name and address where indicated. In the case of a joint holding, **ALL** joint holders must sign.

By signing Box 3 you irrevocably undertake, represent, warrant and agree that you are not, and do not hold, as custodian, nominee, trustee or otherwise, Ordinary Shares on behalf of any party, located in, resident in, a citizen or national of, or who has its registered address in, the United States, Australia, Japan, Canada or the Republic of South Africa.

**Box 3: Execution** Please complete either part 3A or part 3B

**3A: Execution by individual(s)**

Signed and delivered as a deed by:

Sole or first named registered holder

Witness signature

Witness name and address

Joint registered holder(s) (if any)

Witness signature

Witness name and address

Joint registered holder(s) (if any)

Witness signature

Witness name and address

Joint registered holder(s) (if any)

Witness signature

Witness name and address

**3B: Execution by a Company**

Executed and delivered as a deed by the company named below:

Name of Company

Acting by: Name of director/authorised signatory<sup>†</sup>

Signature of director/authorised signatory<sup>†</sup>

Name of director/authorised signatory<sup>†</sup>

Signature of director/authorised signatory<sup>†</sup>

<sup>†</sup>Delete as appropriate

\* This Form of Election may also be executed and delivered as a deed under the common seal of the company named above in accordance with applicable statutory requirements.

**4A** If you are advising of a permanent change of address, mark an 'X' in Box 4A and add your details below. We will send any cheque(s) in respect of the Return of Cash to this address. If you would just prefer to have any cheque(s) in respect of the Return of Cash sent to an alternative person and/or address to that printed above, mark an 'X' in Box 4B and add the details below. If you do not complete this Box, we will send your cheque(s) in respect of the Return of Cash to the address printed above.

Name

Address Details

House Number

Post Code

**4B**

### Part 3 How to complete your Form of Election

The following instructions set out what you need to do to inform the Company of your choice of the two B Share Alternatives. Details of the B Share Alternatives are explained in the Circular.

1. The Form of Election shows the name of the Shareholder, and names of joint Shareholders (where applicable), of the B Share Entitlement for which an election can be made. When the Form of Election is completed, the Shareholder, and all joint Shareholders (where applicable), must sign the Form of Election (in Box 3, as applicable) and the signatures of all Shareholders who are individuals signing in Box 3A need to be witnessed (the witness must be over 18 years of age and cannot be the Shareholder or one of the joint Shareholders, or otherwise have any financial interest in the relevant shares or in the proceeds resulting from the execution of the Form of Election, although one person may separately witness the signature of all joint Shareholders). If the Form of Election is executed under a power of attorney, such power of attorney should be lodged with the Form of Election.
2. Box A shows the number of Existing Ordinary Shares in the name(s) of Shareholder(s) at 5.00 p.m. on 30 September 2011 and is for information purposes only.

#### TO ELECT FOR ONE ALTERNATIVE IN RESPECT OF ALL OF YOUR B SHARE ENTITLEMENT:

3. To elect for Alternative 2: Cash Dividend in respect of all of your B Share Entitlement you should take no further action. Shareholders who do not complete or return the Form of Election will automatically be deemed to have elected Alternative 2: Cash Dividend in respect of all of their B Share Entitlement, on which the B Share Dividend will be paid.
4. To elect for the Alternative 1: Capital Repayment in respect of all of your B Share Entitlement you should mark an "X" in Box 1.

#### TO SPLIT YOUR B SHARE ENTITLEMENT BETWEEN THE TWO B SHARE ALTERNATIVES:

5. Enter, in numbers, the number of your B Shares you wish to elect for Alternative 1: Capital Repayment in Box 1. Any of your remaining B Shares will be deemed to be an election for Alternative 2: Cash Dividend.

#### THE DEFAULT POSITION WHERE ELECTION FORMS ARE INCORRECTLY COMPLETED:

6. If you enter a number in Box 1 which in total exceeds your holding of Existing Ordinary Shares at the Record Time, or if you mark an "X" in Box 1 and enter a number in any other Box, you will be deemed to have elected for Alternative 1: Capital Repayment in respect of all of your B Shares.
7. If you enter a number in Box 1 which in total is less than your holding of Existing Ordinary Shares at the Record Time, you will be deemed to have elected for Alternative 2: Cash Dividend in respect of the balance of your holding.

#### FINAL INSTRUCTIONS ON COMPLETING YOUR ELECTION FORM:

If you are returning the Form of Election you must sign in Box 3A or 3B. All Shareholders named on the Form of Election must sign the Form of Election and all signatures must be witnessed.

Once completed, signed and witnessed, this Form of Election should be returned in the prepaid envelope provided. No stamps will be needed if posted in the United Kingdom. To be valid, Forms of Election must be returned so as to be received by the Election Deadline. If you do not use the envelope provided, the Form of Election should be sent by post to Computershare Investor Services PLC, Corporate Actions Projects, Bristol, BS99 6AH and postage will (where applicable) be payable or delivered by hand (during normal business hours) to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS13 8AE. Shareholders electing through CREST should not complete a Form of Election but instead should refer to paragraph 2 of Part 3 of the Circular.

If you need assistance in completing the Form of Election or have any queries relating to it, you should telephone the Shareholder helpline on 0870 707 4040 (+44 870 707 4040 if calling from outside the United Kingdom) between 9.00 a.m. and 5.00 p.m. on any Business Day. Please note that the Shareholder helpline will not provide advice on the merits of the B Share Alternatives or give any financial or tax advice.

The Company shall determine all questions as to the form and validity (including time and place of receipt) of any Form of Election or any USE Instruction, in its absolute discretion, which determination shall be final and binding. The Company also reserves the absolute right to waive any defect or irregularity in relation to, or in relation to the receipt of, any Form of Election or USE Instruction completed by or on behalf of any Shareholder, and such determination will be binding on such Shareholder. The Company shall not be liable to Shareholders for any loss arising from the determination of questions as to the form and validity (including time and place of receipt) of any Form of Election or USE Instruction, unless attributable to its own wilful default, fraud or negligence, and the Company shall not be under any duty to give notice of any defect or irregularity in any Form of Election or any USE Instruction nor shall it incur any liability for failure to give any such notice.

The Company also reserves the right, in its absolute discretion, to accept completed Forms of Election received after the Election Deadline and to accept incomplete or incorrectly completed Forms of Election. The Company further reserves the right in its absolute discretion to reject any Form of Election if to act on the election would be illegal.

If you have sold or otherwise transferred your entire holding of Existing Ordinary Shares prior to the Record Date, please send the accompanying document together with this Form of Election as soon as possible to the purchaser or transferee. However, such documents should not be forwarded or transmitted in or into any jurisdiction in which such an act would constitute a breach of the relevant laws of such jurisdiction.

If the Existing Ordinary Shares to which any election made on this Form of Election relates are currently held in certificated form and are subsequently dematerialised into uncertificated form before the Election Deadline, any election made by the submission of a Form of Election will become invalid. Shareholders who subsequently hold their Existing Ordinary Shares in uncertificated form in CREST will need to give a valid USE Instruction in place of the submitted Form of Election by the Election Deadline.

Details of how to make an election through CREST are set out in paragraph 2 of Part 3 of the Circular. This document has been prepared for the purposes of complying with English law and information disclosed may not be the same as that which would have been prepared in accordance with the laws of jurisdictions outside the United Kingdom.

The distribution of this document in jurisdictions other than the United Kingdom may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe such restrictions. Any failure to comply with these restrictions may constitute a breach of the securities or other laws of any such jurisdiction.

This Form of Election should be read in conjunction with the Circular. After the Election Deadline, any valid election made will become irrevocable.

Notwithstanding any telephone number, fax number or e-mail address that appears on this document or elsewhere, neither the Company nor Computershare will recognise responses received via media other than original copies received via post or hand delivery or the relevant instruction through the CREST service.