



THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or as to the action you should take you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser. The whole text of this document should be read.

If you have sold or otherwise transferred all of your ordinary shares, please forward this document, together with the accompanying Form of Proxy, as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee.

TAWA plc

(Incorporated and registered in England and Wales under the Companies Act 1985 with registered number 4200676)

Notice of Annual General Meeting

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Expected Timetable

Voting record date	Close of business on 17 June 2008
Latest time for receipt of Forms of Proxy for the Annual General Meeting	12 noon on 17 June 2008
Annual General Meeting	12 noon on 19 June 2008

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Tawa plc (the "Company") will be held at 12 noon on Thursday, 19 June 2008 at the offices of Dewey & LeBoeuf, 8th floor, No. 1 Minster Court, Mincing Lane, London, EC3R 7YL for the following purposes:

RESOLUTIONS

To consider and, if thought fit, to pass the following resolutions, of which numbers 1 to 14 will be proposed as ordinary resolutions and numbers 15 and 16 as special resolutions.

- 1 To receive the Company's financial statements for the year ended 31 December 2007, together with the reports of the directors and auditors.
- 2 To declare a final dividend.
- 3 To approve the Directors' Remuneration Report for the year ended 31 December 2007.
- 4 To re-elect Robin Jackson as a director of the Company.
- 5 To re-elect Patricia Barbizet as a director of the Company.
- 6 To re-elect Colin Bird as a director of the Company.
- 7 To re-elect Loic Brivezac as a director of the Company.
- 8 To re-elect Gilles Erulin as a director of the Company.
- 9 To re-elect Anthony Hamilton as a director of the Company.
- 10 To re-elect John Hendrickson as a director of the Company.
- 11 To re-elect Gilles Pagniez as a director of the Company.
- 12 To re-elect David Vaughan as a director of the Company.
- 13 To reappoint Deloitte & Touche LLP as auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company and to authorise the directors to fix the auditors' remuneration.
- 14 **ALLOTMENT OF SHARES:**
That the directors be generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 (the "Act") to allot relevant securities (as defined in section 80(2) of the Act) of the Company up to a maximum aggregate nominal value of £5,094,550 provided that:
 - (i) this authority will expire at the conclusion of the next Annual General Meeting or, if earlier, 15 months from the date of the passing of this resolution, unless previously revoked, varied or renewed by the Company in general meeting;
 - (ii) before this authority expires, the Company may make an offer or agreement which would or might require relevant securities in the Company to be allotted after such expiry and the directors may allot relevant securities pursuant to such an offer or agreement as if the authority had not expired; and
 - (iii) all prior authorities to allot relevant securities pursuant to section 80 of the Act be revoked but without prejudice to the allotment of any relevant securities already made or to be made pursuant to such authorities.

15 DISAPPLICATION OF PRE-EMPTION RIGHTS:

That, provided that resolution 14 in the notice of this meeting has been passed, the directors be granted power pursuant to section 95 of the Act to allot equity securities (within the meaning of section 94(2) of the Act) for cash as if sub-section (1) of section 89 of the Act did not apply to any such allotment provided that this power shall be limited to:

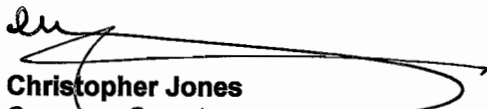
- (i) the allotment of equity securities in connection with any invitation made to holders of ordinary shares and holders of other securities of the Company to the extent expressly required and (if considered appropriate by the directors) permitted by the rights attached thereto and made to any other persons entitled to participate in such allotment from time to time to subscribe by way of rights, open offer or otherwise where equity securities respectively attributable to the interests of holders of ordinary shares and (if applicable) holders of other securities and such other persons are respectively proportionate (as nearly as may be) to the respective number of ordinary shares and (if applicable) other securities held or deemed held by them on the record date of such allotment subject to such exclusions or other arrangements as the directors may deem necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of, or the requirements of, any regulatory body or any stock exchange or otherwise in any territory; and
- (ii) the allotment for cash (otherwise than pursuant to sub-paragraph (i) above) of equity securities up to an aggregate nominal amount of £5,094,550;

and this authority shall expire at the conclusion of the Company's Annual General Meeting in 2009 or, if earlier, 15 months from the date of the passing of this resolution unless previously varied, revoked or renewed by the Company in general meeting provided that the Company may before such expiry make any offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired and all prior authorities granted pursuant to section 95 of the Act shall be revoked but without prejudice to the allotment of equity securities already made, or to be made, pursuant to such authorities.

16 ARTICLES OF ASSOCIATION:

That the Company's Articles of Association produced to the Annual General Meeting and initialled by the chairman of the Annual General Meeting for the purpose of identification be adopted as the Articles of Association for the Company in substitution for, and to the exclusion of, the existing Articles of Association.

By order of the Board


Christopher Jones
Company Secretary
25 April 2008

Registered office:
The Isis Building
193 Marsh Wall
London
E14 9SG

NOTES

1. A shareholder entitled to attend and vote at the Annual General Meeting convened by this Notice or any adjournment thereof is entitled to appoint one or more proxies (provided that if two or more proxies are appointed they must be appointed to exercise rights over different ordinary shares) to attend and to speak and vote instead of him. A proxy need not be a member of the Company.
2. To be effective, the enclosed Form of Proxy, together with any power of attorney or other authority under which it is signed, must be lodged at the office of the Company's registrars at Computershare Investor Services PLC, The Pavilions, Bridgewater Road, Bristol BS99 6ZY by 12 noon on 17 June 2008. Completion and return of a Form of Proxy will not preclude shareholders from attending the Annual General Meeting and voting in person if they wish to do so.
3. Pursuant to Regulation 41 of The Uncertificated Securities Regulations 2001, entitlement to attend and vote at the Annual General Meeting and the number of votes that may be cast thereat will be determined by reference to the register of members of the Company at close of business on the day that is two days before the meeting. 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 Annual General Meeting.



EXPLANATION OF BUSINESS

The Notice of the Meeting contains some items of business which are of a technical nature. These are explained below.

RESOLUTIONS 4 TO 12

Robin Jackson, Gilles Erulin, Patricia Barbizet, Anthony Hamilton and Gilles Pagniez, having been appointed more than 3 years ago, are retiring by rotation and are seeking re-election at this meeting.

Colin Bird, Loic Brivezac, John Hendrickson and David Vaughan, having been appointed by the Board since the previous Annual General Meeting, are also retiring and seeking re-election at this meeting.

Detailed biographies of these directors are on the Company's website www.tawapl.net.

Each re-election will be put as a separate resolution. The Board supports these resolutions for the following reasons.

The current composition of the Board reflects the requirements of the Combined Code for an appropriate balance of executive and independent non-executive directors. The Board as a whole is fully committed to the successful development of the business, to meeting the Company's strategic objectives and to the delivery of shareholder value.

Robin Jackson, Chairman, joined the Board in February 2002 and was appointed Non-Executive Chairman on 28 June 2007. He is Non-Executive Chairman of Marketform Managing Agency Ltd at Lloyd's and has been Chairman of a number of companies and panels. He is a member of the Audit Committee and Remuneration Committee.

Gilles Erulin, Chief Executive Officer, has been Global Head of Insurance for Groupe Artémis since 2000 and previously headed its Merger and Acquisitions Group. He was responsible for the creation of Tawa, joining the Board in April 2001.

Patricia Barbizet, joined the Board in April 2001. She was a senior financial executive in the Renault Group before her appointment as Chief Financial Officer at Financière Pinault group in 1989. She has been a director and Chief Executive of Financière Pinault SCA since 1992 and a member of the Board of PPR since 1990. She is Chairman of the Nomination Committee.

Anthony Hamilton joined the Board in March 2004. Mr Hamilton has been a director of AXA Equity and Law plc since 1993 and Chairman since 1995. In 2000 he was appointed Chairman of AXA UK plc, the holding company of AXA's UK insurance interests. Since 1995 he has been a member of the Supervisory Board of AXA Paris and of the AXA Remuneration Committee. In 2007 he was appointed Chairman of the AXA Group Audit Committee; he also serves on the board of directors of AXA Financial Inc. New York. He is a member of the Nomination Committee.

Gilles Pagniez has served on the Board since December 2004. He has been General Counsel of Groupe Artémis since 1996 and also is a director on a number of Boards of companies as the Groupe Artémis representative. He is Chairman of the Remuneration Committee.

Colin Bird, Chief Financial Officer, joined the Board in June 2007. He is also responsible for the Tawa UK insurance companies, being the Chief Executive Officer of both CX Reinsurance Company Ltd and KX Reinsurance Company Ltd. Prior to forming Tawa in 2001, he was a senior partner in PricewaterhouseCoopers and a member of PricewaterhouseCoopers' Global Supervisory Board.

Loic Brivezac joined the Board in June 2007. He is the financial controller manager of Financière Pinault and a director of Stade Rennais football club.

EXPLANATION OF BUSINESS (CONT)

RESOLUTIONS 4 TO 12

John Hendrickson joined the Board in June 2007. He is Founder and Managing Partner of SFRi LLC, an independent investment and advisory firm that focuses exclusively on the insurance industry. From 1995-2004, he held various management positions within Swiss RE, and also served as a Member of Swiss RE's Executive Board. From 1985-1995, Mr Hendrickson was with Smith Barney, the US investment banking firm, where he focused on the insurance sector. Mr Hendrickson has served as a director for several insurance and financial services companies. He is Chairman of the Audit Committee and a member of the Remuneration Committee.

David Vaughan, Chief Operating Officer, joined the Board in June 2007. He joined Tawa in 2001, and is responsible for targeting acquisition opportunities and creating value from Tawa's run-offs. He is also Chief Executive Officer of Tawa Management Ltd. Prior to joining Tawa, Mr Vaughan was a partner in the Insurance Business Restructuring Services Group of PricewaterhouseCoopers.

RESOLUTIONS 14 AND 15 – AUTHORITY TO ALLOT SHARES AND DISAPPLICATION OF PRE-EMPTION RIGHTS

The Articles of Association permit the directors to allot shares and other securities, in accordance with Section 80 of the Companies Act 1985, up to an amount authorised by the shareholders in general meeting. At this Annual General Meeting, the directors are seeking authority to allot shares up to an aggregate nominal amount of £5,094,550. This is equivalent to approximately 45 per cent of the current issued share capital of the Company.

The directors are also seeking authority to allot shares for cash without first being required to offer such securities to existing shareholders up to an aggregate nominal amount of £5,094,550. This is equivalent to approximately 45 per cent of the current issued share capital.

These authorities will expire at the next Annual General Meeting, or, if earlier, 15 months from the passing of the resolutions.

The directors consider these powers desirable due to the flexibility it will afford to the Company in pursuit of its business strategy. The Company is currently working on various acquisition projects which might require some or all of the shares to be issued pursuant to these authorities.

RESOLUTION 16 – CHANGES TO ARTICLES OF ASSOCIATION

It is proposed to make certain amendments to the Articles of Association. Details of the proposed changes are set out in the Appendix on pages 8 and 9.

The directors believe that the adoption of all the resolutions set out in the Notice of Meeting is in the best interests of the Company and its shareholders as a whole. Accordingly, the directors unanimously recommend that you vote in favour of the resolutions. Each director who holds shares in the Company intends to vote in favour of the resolutions in respect of his own holdings.

APPENDIX TO THE NOTICE OF ANNUAL GENERAL MEETING

PROPOSED CHANGES TO THE ARTICLES OF ASSOCIATION (THE "ARTICLES")

The full terms of the proposed amendments to the Articles are available for inspection at Dewey & LeBoeuf, No. 1 Minster Court, Mincing Lane, London EC3R 7YL until the close of the Annual General Meeting on Thursday, 19 June 2008.

1 GENERAL

The proposed amendments to the Articles reflect recent changes in the law following the implementation of the Companies Act 2006 (the "Act").

The principal changes introduced in the Articles are summarised in this Appendix. Other changes, which are of a minor, technical or clarifying nature have not been included in this Appendix. However, as noted above, the new Articles showing all the proposed changes are available for inspection.

2 AUTHORISATION OF CONFLICTS OF INTEREST

Under Part 10 of the Act a director must avoid a situation where he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the Company's interests. This requirement is very broad and could apply, for example, if a director becomes a director of another company or a trustee of another organisation. The Act permits the independent directors of the Board (i.e. those with no direct interest in the relevant matter) to authorise a director's conflict of interest (other than transactions or arrangements with the Company itself) provided the Articles include a provision enabling such directors to authorise the relevant matter.

The proposed amendments to the Articles give the independent directors authority to approve such conflicts of interest. Although the provisions relating to conflicts of interest do not come into force until 1 October 2008, approval to make the necessary changes to the Articles is being sought now in order that conflicts may be dealt with in the way contemplated by the Act from the date the new provisions are implemented.

3 DIRECTORS' INDEMNITIES

The Act has extended the scope of permitted indemnities to permit the directors of a company which is the trustee of an occupational pension scheme to be indemnified in connection with the company's activities as trustee of that scheme, including liability to the company itself.

The proposed amendments to the Articles ensure that the directors will be indemnified against liabilities in connection with the company's activities as trustee of any occupational pension scheme.

4 DIRECTORS' DEFENCE FUNDING

Under the Act, defence costs may now be provided in connection with regulatory actions and investigations and in connection with any alleged negligence, default, breach of duty or breach of trust by a director in relation to an associated company.

The proposed amendments to the Articles will permit directors' defence costs to be provided in connection with regulatory actions and investigations. For clarity, the proposed amendment to the Articles tracks the revised language in the Act regarding defence funding, in particular, to provide that costs can be provided in connection with associated companies.

APPENDIX TO THE NOTICE OF ANNUAL GENERAL MEETING (CONT)

PROPOSED CHANGES TO THE ARTICLES

5 EXTRAORDINARY RESOLUTIONS

The term "extraordinary resolution" is not referred to in the Act, only the terms "ordinary resolution" and "special resolution" are used.

For clarity, the Articles will be amended, where applicable, to remove references to extraordinary resolutions and classify resolutions as either ordinary resolutions or special resolutions.

6 NOTICE PERIODS

The Act has amended the provisions relating to the notice periods for convening shareholder meetings such that, other than for annual general meetings, shareholder meetings may be called on 14 days notice irrespective of the type of resolution to be passed. Annual general meetings will continue to require 21 days notice.

The proposed amendments to the Articles will change all references to 21 days notice to 14 days notice for general meetings (other than for the annual general meeting).

7 WRITTEN RESOLUTIONS

Under the Act, shareholders of public companies can no longer act by written resolution.

The proposed amendments to the Articles will remove provisions allowing shareholders to act by written resolution.

8 PROXY RIGHTS

The Act has introduced a provision entitling proxies to vote on a show of hands as well as a poll. Multiple proxies can be appointed under the Act provided they exercise voting rights over different shares.

The proposed amendments to the Articles will enable proxies to vote on a show of hands and will clarify that multiple proxies cannot exercise more votes between them than the shareholder would be able to if attending in person.

9 CORPORATE REPRESENTATIVES

The Act allows a shareholder to appoint one or more corporate representatives provided all such appointees exercise their powers in the same way.

The proposed amendments to the Articles amend the corporate representative provision in the Articles to specify that more than one corporate representative can be appointed.

RUN ONS (QTY 10)

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Tawa plc invites you to attend the Annual General Meeting of the Company to be held at **the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL**, on 19 June 2008 at 12.00 Noon.

Shareholder Reference Number

Form of Proxy - Annual General Meeting to be held on 19 June 2008

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

Explanatory 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 reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) 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. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 707 1627 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided 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.
3. The 'Vote Withheld' option overleaf 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 the votes 'For' and 'Against' a resolution.
4. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, 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 at the close of business on the day which is two days before the day of the meeting. 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.
5. The above is how your address appears on the Register of Members. If this information is not correct please contact the Registrar's helpline on 0870 707 1627 to request a change of address form or go to www.computershare.co.uk to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY by 17 June 2008 at 12.00 Noon**

All Named Holders:

SRN.



Poll Card To be completed **only** at the AGM if a poll is called.

Ordinary Resolutions		For	Against
1.	To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>
2.	To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>
3.	To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>
4.	To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5.	To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6.	To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
7.	To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
8.	To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
9.	To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
10.	To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
11.	To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
12.	To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
13.	To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
14.	To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15.	To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>
16.	To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Tawa plc to be held at the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL on 19 June 2008 at 12.00 Noon, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary Resolutions	For	Against	Vote Withheld
1. To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
9. To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15. To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

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Tawa plc invites you to attend the Annual General Meeting of the Company to be held at **the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL**, on 19 June 2008 at 12.00 Noon.

Shareholder Reference Number

Form of Proxy - Annual General Meeting to be held on 19 June 2008

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

Explanatory 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 reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) 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. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 707 1627 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided 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.
3. The 'Vote Withheld' option overleaf 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 the votes 'For' and 'Against' a resolution.
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5. The above is how your address appears on the Register of Members. If this information is not correct please contact the Registrar's helpline on 0870 707 1627 to request a change of address form or go to www.computershare.co.uk to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY by 17 June 2008 at 12.00 Noon**

All Named Holders:

SRN.



Poll Card To be completed **only** at the AGM if a poll is called.

Ordinary Resolutions		For	Against
1.	To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>
2.	To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>
3.	To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>
4.	To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5.	To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6.	To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
7.	To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
8.	To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
9.	To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
10.	To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
11.	To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
12.	To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
13.	To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
14.	To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15.	To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>
16.	To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Tawa plc to be held at the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL on 19 June 2008 at 12.00 Noon, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary Resolutions	For	Against	Vote Withheld
1. To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
9. To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15. To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

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T A W



000003

Tawa plc invites you to attend the Annual General Meeting of the Company to be held at **the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL**, on 19 June 2008 at 12.00 Noon.

Shareholder Reference Number

Form of Proxy - Annual General Meeting to be held on 19 June 2008

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

Explanatory 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 reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) 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. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 707 1627 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided 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.
3. The 'Vote Withheld' option overleaf 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 the votes 'For' and 'Against' a resolution.
4. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, 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 at the close of business on the day which is two days before the day of the meeting. 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.
5. The above is how your address appears on the Register of Members. If this information is not correct please contact the Registrar's helpline on 0870 707 1627 to request a change of address form or go to www.computershare.co.uk to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY by 17 June 2008 at 12.00 Noon**

All Named Holders:

SRN.



Poll Card To be completed **only** at the AGM if a poll is called.

Ordinary Resolutions		For	Against
1.	To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>
2.	To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>
3.	To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>
4.	To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5.	To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6.	To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
7.	To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
8.	To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
9.	To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
10.	To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
11.	To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
12.	To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
13.	To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
14.	To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15.	To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>
16.	To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Tawa plc to be held at the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL on 19 June 2008 at 12.00 Noon, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary Resolutions	For	Against	Vote Withheld
1. To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
9. To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15. To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature _____

Date _____

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

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T A W



000004

Tawa plc invites you to attend the Annual General Meeting of the Company to be held at **the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL**, on 19 June 2008 at 12.00 Noon.

Shareholder Reference Number

Form of Proxy - Annual General Meeting to be held on 19 June 2008

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

Explanatory 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 reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) 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. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 707 1627 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided 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.
3. The 'Vote Withheld' option overleaf 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 the votes 'For' and 'Against' a resolution.
4. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, 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 at the close of business on the day which is two days before the day of the meeting. 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.
5. The above is how your address appears on the Register of Members. If this information is not correct please contact the Registrar's helpline on 0870 707 1627 to request a change of address form or go to www.computershare.co.uk to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY by 17 June 2008 at 12.00 Noon**

All Named Holders:

SRN.



Poll Card To be completed **only** at the AGM if a poll is called.

Ordinary Resolutions		For	Against
1.	To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>
2.	To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>
3.	To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>
4.	To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5.	To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6.	To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
7.	To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
8.	To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
9.	To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
10.	To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
11.	To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
12.	To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
13.	To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
14.	To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15.	To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>
16.	To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.

I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Tawa plc to be held at the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL on 19 June 2008 at 12.00 Noon, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary Resolutions	For	Against	Vote Withheld
1. To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
9. To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15. To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature _____

Date _____

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

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T A W

000005

Tawa plc invites you to attend the Annual General Meeting of the Company to be held at **the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL**, on 19 June 2008 at 12.00 Noon.

Shareholder Reference Number

Form of Proxy - Annual General Meeting to be held on 19 June 2008

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Explanatory 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 reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) 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. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 707 1627 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided 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.
3. The 'Vote Withheld' option overleaf 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 the votes 'For' and 'Against' a resolution.
4. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, 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 at the close of business on the day which is two days before the day of the meeting. 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.
5. The above is how your address appears on the Register of Members. If this information is not correct please contact the Registrar's helpline on 0870 707 1627 to request a change of address form or go to www.computershare.co.uk to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY by 17 June 2008 at 12.00 Noon**

All Named Holders:

SRN.



Poll Card To be completed **only** at the AGM if a poll is called.

Ordinary Resolutions		For	Against
1.	To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>
2.	To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>
3.	To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>
4.	To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5.	To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6.	To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
7.	To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
8.	To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
9.	To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
10.	To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
11.	To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
12.	To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
13.	To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
14.	To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15.	To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>
16.	To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Tawa plc to be held at the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL on 19 June 2008 at 12.00 Noon, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary Resolutions	For	Against	Vote Withheld
1. To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
9. To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15. To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

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T A W



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Tawa plc invites you to attend the Annual General Meeting of the Company to be held at **the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL**, on 19 June 2008 at 12.00 Noon.

Shareholder Reference Number

Form of Proxy - Annual General Meeting to be held on 19 June 2008

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

Explanatory 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 reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) 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. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 707 1627 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided 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.
3. The 'Vote Withheld' option overleaf 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 the votes 'For' and 'Against' a resolution.
4. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, 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 at the close of business on the day which is two days before the day of the meeting. 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.
5. The above is how your address appears on the Register of Members. If this information is not correct please contact the Registrar's helpline on 0870 707 1627 to request a change of address form or go to www.computershare.co.uk to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY by 17 June 2008 at 12.00 Noon**

All Named Holders:

SRN.



Poll Card To be completed **only** at the AGM if a poll is called.

Ordinary Resolutions		For	Against
1.	To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>
2.	To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>
3.	To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>
4.	To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5.	To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6.	To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
7.	To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
8.	To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
9.	To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
10.	To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
11.	To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
12.	To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
13.	To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
14.	To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15.	To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>
16.	To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Tawa plc to be held at the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL on 19 June 2008 at 12.00 Noon, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary Resolutions	For	Against	Vote Withheld
1. To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
9. To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15. To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature _____

Date _____

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

H 5 5 0

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Tawa plc invites you to attend the Annual General Meeting of the Company to be held at **the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL**, on 19 June 2008 at 12.00 Noon.

Shareholder Reference Number

Form of Proxy - Annual General Meeting to be held on 19 June 2008

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Explanatory 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 reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) 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. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 707 1627 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided 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.
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5. The above is how your address appears on the Register of Members. If this information is not correct please contact the Registrar's helpline on 0870 707 1627 to request a change of address form or go to www.computershare.co.uk to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY by 17 June 2008 at 12.00 Noon**

All Named Holders:

SRN.



Poll Card To be completed **only** at the AGM if a poll is called.

Ordinary Resolutions		For	Against
1.	To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>
2.	To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>
3.	To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>
4.	To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5.	To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6.	To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
7.	To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
8.	To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
9.	To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
10.	To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
11.	To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
12.	To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
13.	To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
14.	To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15.	To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>
16.	To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.

I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Tawa plc to be held at the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL on 19 June 2008 at 12.00 Noon, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary Resolutions	For	Against	Vote Withheld
1. To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
9. To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15. To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

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Tawa plc invites you to attend the Annual General Meeting of the Company to be held at **the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL**, on 19 June 2008 at 12.00 Noon.

Shareholder Reference Number

Form of Proxy - Annual General Meeting to be held on 19 June 2008

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Explanatory 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 reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) 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. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 707 1627 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided 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.
3. The 'Vote Withheld' option overleaf 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 the votes 'For' and 'Against' a resolution.
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5. The above is how your address appears on the Register of Members. If this information is not correct please contact the Registrar's helpline on 0870 707 1627 to request a change of address form or go to www.computershare.co.uk to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY by 17 June 2008 at 12.00 Noon**

All Named Holders:

SRN.



Poll Card To be completed **only** at the AGM if a poll is called.

Ordinary Resolutions		For	Against
1.	To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>
2.	To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>
3.	To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>
4.	To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5.	To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6.	To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
7.	To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
8.	To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
9.	To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
10.	To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
11.	To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
12.	To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
13.	To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
14.	To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15.	To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>
16.	To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Tawa plc to be held at the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL on 19 June 2008 at 12.00 Noon, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary Resolutions	For	Against	Vote Withheld
1. To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
9. To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15. To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

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T A W



600000

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All Named Holders:

SRN.



Poll Card To be completed **only** at the AGM if a poll is called.

Ordinary Resolutions		For	Against
1.	To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>
2.	To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>
3.	To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>
4.	To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5.	To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6.	To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
7.	To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
8.	To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
9.	To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
10.	To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
11.	To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
12.	To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
13.	To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
14.	To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15.	To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>
16.	To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Tawa plc to be held at the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL on 19 June 2008 at 12.00 Noon, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary Resolutions	For	Against	Vote Withheld
1. To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
9. To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15. To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature _____

Date _____

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

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Tawa plc invites you to attend the Annual General Meeting of the Company to be held at **the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL**, on 19 June 2008 at 12.00 Noon.

Shareholder Reference Number

Form of Proxy - Annual General Meeting to be held on 19 June 2008

Kindly Note: This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services PLC accept no liability for any instruction that does not comply with these conditions.

Explanatory 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 reverse). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name (see reverse) 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. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar's helpline on 0870 707 1627 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided 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.
3. The 'Vote Withheld' option overleaf 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 the votes 'For' and 'Against' a resolution.
4. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, 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 at the close of business on the day which is two days before the day of the meeting. 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.
5. The above is how your address appears on the Register of Members. If this information is not correct please contact the Registrar's helpline on 0870 707 1627 to request a change of address form or go to www.computershare.co.uk to use the online Investor Centre service.
6. Any alterations made to this form should be initialled.
7. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**To be effective, all proxy appointments must be lodged at the office of the Company's registrars at:
Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY by 17 June 2008 at 12.00 Noon**

All Named Holders:

SRN.



Poll Card To be completed **only** at the AGM if a poll is called.

Ordinary Resolutions		For	Against
1.	To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>
2.	To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>
3.	To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>
4.	To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5.	To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6.	To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
7.	To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
8.	To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
9.	To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
10.	To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
11.	To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
12.	To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
13.	To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
14.	To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15.	To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>
16.	To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote in respect of my/our full voting entitlement* on my/our behalf at the Annual General Meeting of Tawa plc to be held at the offices of Dewey & LeBoeuf, 8th Floor, No 1 Minster Court, Mincing Lane, London EC3R 7YL on 19 June 2008 at 12.00 Noon, and at any adjourned meeting.

* For the appointment of more than one proxy, please refer to Explanatory Note 2 (see front).

Please tick here to indicate that this proxy appointment is one of multiple appointments being made.

Ordinary Resolutions	For	Against	Vote Withheld
1. To receive the Company's financial statements for the year ended 31 December 2007, together with the Reports of the Directors and auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Directors' Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Robin Jackson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Patricia Barbizet as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Colin Bird as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Loic Brivezac as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Gilles Erulin as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
9. To re-elect Anthony Hamilton as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect John Hendrickson as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-elect Gilles Pagniez as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-elect David Vaughan as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To reappoint Deloitte & Touche LLP as auditors of the Company and to authorise the Directors to fix their remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Directors to allot relevant securities	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions			
15. To approve the disapplication of statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To adopt the new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We instruct my/our proxy as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting.

Signature _____

Date _____

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).

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