

ATTENDANCE CARD

Keywords Studios plc – ANNUAL GENERAL MEETING

On completion, the Form of Proxy should be sent to: Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU

To be held at: MHP Communications Limited, 6 Agar Street, London, WC2N 4HN United Kingdom

11.30 a.m. on 26 May 2016.

If you wish to attend this meeting in your capacity as a holder of Ordinary Shares, please sign this card and, on arrival hand it to the Company's registrars. This will facilitate entry to the meeting.

Explanatory notes

1. Please insert your name and address in capital letters. In the case of jointly held shares please also insert in capital letters the name(s) of the other joint holder(s).
2. If you so desire you may delete the words 'Chairman of the Meeting' and insert the name and address of your own choice of proxy who need not be a member of the Company but must attend the Meeting to represent you. Please initial such alterations.
3. If the proxy is being appointed in relation to part of your shareholding only, enter the number of shares over which they are authorised to act as your proxy in the space provided. If left blank, the proxy will be authorised in respect of your full voting entitlement.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. To do so, you should photocopy the Form of Proxy and indicate in the space provided the number of shares in respect of which your proxy is entitled to act as your proxy. Specifying a number of shares in excess of those held by you as at the record date will result in the proxy appointments being invalid.
5. To direct the proxy how to vote on the resolutions, mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant 'vote withheld' box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.
6. To be valid this Form of Proxy must be deposited at Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU by 11.00 a.m. on 24 May 2016.
7. A corporation must execute this Form of Proxy under its common seal or under the hand of an officer or attorney duly authorised in writing.
8. If this Form of Proxy is executed under a power of attorney or other authority, such power of attorney or other authority or a certified copy thereof must be lodged along with the Form of Proxy.
9. In the case of joint holders the vote of the senior shall be accepted to the exclusion of the other joint holders, seniority being determined by the order in which the names stand in respect of the joint holding in the Register.
10. Completion and return of the Form of Proxy does not preclude a member from attending and voting in person at the Meeting. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Signature of person attending

Barcode:

Investor Code:

Keywords Studios plc: Form of Proxy (BLOCK CAPITALS PLEASE)

I/We (see note 1)

of

being a member/members of Keywords Studios plc appoint the Chairman of the Meeting, or (see note 2)

Barcode:

Investor Code:

Event Code:

Number of ordinary shares of 1p each in the Company appointed over. (see notes 3 and 4).

as my/our proxy, to attend and vote for me/us at the Annual General Meeting of Keywords Studios plc to be held on 26 May 2016 at 11.30 a.m. and at the offices of MHP Communications Ltd, 6 Agar Street, London, WC2N 4HN and any adjournment thereof.

Please indicate with an 'X' in the spaces provided how you wish your votes to be cast on the resolution specified (see note 5).

RESOLUTIONS

	For	Against	Vote	Withheld
1 To receive the audited financial statements and the reports of the Directors and auditors for the year ended 31 December 2015	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To receive the Remuneration Report of the Company for the year ended 31 December 2015	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To approve a final dividend of 0.81 pence per share	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To re-appoint Ross Graham as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To re-appoint Andrew Lawton as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To re-appoint Andrew Day as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

RESOLUTIONS

	For	Against	Vote	Withheld
7 To re-appoint David Reeves as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 To re-appoint Giorgio Guastalla as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 To appoint BDO LLP as auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 To authorise the Directors to fix the auditor's remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 To authorise the Directors to allot shares generally	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SPECIAL RESOLUTION

	For	Against	Vote	Withheld
12 Disapplication of pre-emption rights on a limited basis	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

To assist with arrangements, if you intend attending the meeting in person please place an 'X' in the box opposite

Subject to any voting instructions so given the proxy will vote, or may abstain from voting, on the resolution as he or she may think fit.

Signature(s) dated this day of 2016