

Helical Bar plc

2005 Annual General Meeting 20 July 2005 at 11.30 a.m.

Form of proxy for use by holders of ordinary shares

Please read the notes overleaf before completing this form. Any amendments to this form should be initialled by the signatory.

I/We (name(s) in full)(BLOCK CAPITALS PLEASE)

of (address(es))(BLOCK CAPITALS PLEASE)

being (a) holder(s) of ordinary shares in the Company hereby appoint the Chairman of the meeting or (see note (e) overleaf).....

..... as my/our proxy to vote for me/our behalf at the Annual General Meeting of the Company to be held at The Westbury, Bond Street, London W1S 2YF on 20 July 2005 at 11.30 a.m., and every adjournment thereof. The proxy is requested to comply with the voting instructions, if any, shown below and, subject thereto, shall be entitled to vote on any resolution which might be proposed at the meeting in such manner as the proxy in his absolute discretion thinks fit.

Signature Date

Please indicate in the boxes below how you wish your votes to be cast.

Resolution	For	Against
<i>Resolution 1</i> To receive and consider the accounts for the year ended 31 March 2005 together with the directors' and auditors' reports thereon.		
<i>Resolution 2</i> To declare the final dividend per ordinary share.		
<i>Resolution 3</i> To re-elect Mr. C. G. H. Weaver, a member of the Audit and Remuneration Committees, as a director.		
<i>Resolution 4</i> To re-elect Mr. W. Weeks, a member of the Audit and Remuneration Committees, as a director.		
<i>Resolution 5</i> To re-elect Mr. J. P. Southwell, a member of the Audit and Remuneration Committees, as a director.		
<i>Resolution 6</i> To re-appoint the auditors.		
<i>Resolution 7</i> To authorise the directors to fix the remuneration of the auditors.		
<i>Resolution 8</i> To receive and approve the Directors' Remuneration Report.		
<i>Resolution 9</i> To authorise the allotment of ordinary shares.		
<i>Resolution 10</i> To disapply pre-emption rights.		
<i>Resolution 11</i> To authorise the market purchase by the Company of its own ordinary shares.		
<i>Resolution 12</i> To authorise the market purchase by the Company of its own "B" non-cumulative preference shares of 1½ pence ("B Shares").		
<i>Resolution 13</i> To approve the proposed put contract entitling JPMorgan Cazenove to require the Company to purchase the B Shares acquired by JPMorgan Cazenove.		

Notes to the Form of Proxy

- a. Holders of ordinary shares are entitled to attend (or be represented) and vote at this meeting.
- b. To be held valid this form of proxy, together with any power of attorney or other authority under which it is signed or a notarially certified copy of such power or a copy certified in accordance with the Powers of Attorney Act 1971 (or in some other manner approved by the directors), must be deposited at the office of the Company's registrars, Capita Registrars, Proxy Department, PO Box 25, Beckenham, Kent BR3 4BR, no later than 48 hours before the time fixed for this meeting.
- c. Where this form of proxy is executed by a corporation, it must be either under its common seal or under the hand of an officer or attorney duly authorised.
- d. You may appoint one or more proxies of your own choice if you are unable to attend the meeting but would like to vote.
- e. If any other proxy is required, strike out the words "the Chairman of the meeting or" and insert the name(s) of the person(s) appointed as proxy/proxies in the space provided. A proxy need not be a member of the Company. If no name is entered, the return of this form duly signed will authorise the Chairman of the meeting to act as your proxy.
- f. The completion and return of a form of proxy will not preclude shareholders from attending and voting in person at the meeting or at any adjournment thereof, should they wish to do so.
- g. In the case of joint holders who are entitled to a share conferring a right to vote, any one of them may vote at the meeting either in person or by proxy, but if more than one joint holder is present at the meeting either in person or by proxy, the vote of the senior who tenders a vote will be accepted to the exclusion of the votes of the other joint holders, seniority being determined by the order in which the names stand in the register of members (the first such name being the senior).
- h. Please indicate with an 'X' in the space provided above how you wish your votes to be cast. If this form is returned without any indication as to how the person(s) appointed shall vote on the resolutions, such person(s) will exercise his/her/their discretion as to how to vote or whether to abstain from voting. Unless instructed otherwise, the proxy may also vote or abstain from voting as he or she thinks fit on any other business which may properly come before the meeting (including amendments to resolutions).
- i. Entitlement to attend and vote at the meeting will be determined by reference to the register of holders of ordinary shares of the Company at midnight on 18 July 2005.
- j. When you have completed the proxy form please return it to the Company's Registrars in the pre-paid envelope provided.