

Form of proxy

Hampden Underwriting plc

Annual General Meeting 15 June 2011

I/We

of

being (a) member(s) of Hampden Underwriting plc hereby appoint the Chairman of the Meeting

or

(Note 3)

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting (AGM) of the Company to be held on 15 June 2011 and at every adjournment thereof.

Please tick here if this proxy appointment is one of multiple appointments being made

The proxy will vote on the resolutions set out in the notice convening the AGM as follows:

Resolutions	For	Against	Withheld
Ordinary Resolutions			
1. THAT the annual accounts for the year ended 31 December 2010, which include the reports of the Company's directors and auditors, be received and adopted.			
2. THAT Jeremy Richard Holt Evans, who retires pursuant to Article 68 of the Company's Articles of Association and who, being eligible, offers himself for re-election as a director, be re-elected.			
3. THAT Littlejohn LLP ("Littlejohn") be reappointed as auditors of the Company until the next AGM.			
4. THAT the Company's Audit Committee be authorised to fix Littlejohn's remuneration.			

Please indicate how you wish your proxy to vote by placing a tick in the appropriate space. Unless otherwise indicated the proxy will vote, or abstain from voting, as thought fit.

Signed this day of2011

Signature

Notes

- To be valid this form of proxy must reach Capita Registrars by post or by hand to Capita Registrars PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU not later than 48 hours before the time of the Meeting and must be accompanied by any power of attorney or other authority under which it is signed or a notarially certified copy thereof.
- Where this form of proxy is executed by a corporation it must be either under its common seal or under the hand of a duly authorised officer.
- If you wish to appoint a proxy other than the Chairman, strike out the words "the Chairman of the Meeting" and insert in the space provided the name of your proxy. A proxy need not be a member of the Company.
- In the case of joint holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated. The vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holders. Seniority will be determined by the order in which the names appear in the register of members in respect of the joint holding.

Business Reply
Licence Number
RSBH-UXKS-LRBC



PXS
34 Beckenham Road
BECKENHAM
BR3 4TU