

Millwall Holdings PLC Form of Proxy

Please insert an "X" in one box only for each resolution

Resolutions

The full text of each resolution is contained in the Notice of Meeting which is contained in the Circular sent with this form of proxy.

NAME

ADDRESS

POST CODE

SHAREHOLDER REFERENCE

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Before completing this form, please read the explanatory notes, following the Notice of Meeting, contained in the Circular sent with this form of proxy.

For use at the General Meeting of the Company to be held at The Den, Zampa Road, London SE16 3LN on 2 July 2008 at 10.30 a.m. and at any adjournment thereof.

I/We being a shareholder(s) of the above-named Company entitled to attend and vote at the General Meeting of the Company hereby appoint the Chairman of the Meeting or†

to act as my/our proxy at the General Meeting of the Company to be held at 10.30 a.m. on 2 July 2008 and at any adjournment thereof and to speak and vote for me/us on my/our behalf as directed below.

Please indicate with an 'X' in the boxes on the right how you wish your votes to be cast. If no indication is given your proxy will vote for or against the resolutions or abstain from voting as he or she thinks fit.

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† If any other proxy is preferred please delete "the Chairman of the Meeting or" and insert the name of the proxy you wish to appoint and initial the alteration.

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	For	Against	Vote Withheld
1. That the directors shall ensure that the Company shall not enter into agreements to dispose of or encumber any interest or title in real property ("Property"), or make any borrowings to be secured by any existing encumbrance over any Property or amend or extend any such encumbrance (other than pursuant to existing financing arrangements or facilities) or enter into any joint venture, arrangement or agreement relating wholly or partly to any Property that is of material significance to the Group taken as a whole without the prior approval of the members of the Company in general meeting or unless the agreement is conditional upon such approval being obtained.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

	For	Against	Vote Withheld
2. That the articles of association of the Company be amended to reflect the matters referred to in Resolution 1.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

NOTES:

- As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
- To direct your 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 General Meeting.
- A proxy need not be a member of the Company. Where you appoint someone other than the Chairman as your proxy, you are responsible for ensuring that they attend the General Meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
- In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority is determined by the order in which the names stand in the Register of Members in respect of the joint holding.
- If the appointor is a corporation, this form must be executed under its common seal or under the hand of a duly authorised officer.
- Any alteration made in this form should be initialled.
- Completion and return of this form of proxy will not affect a member's right to attend and vote at the General Meeting. If you have appointed a proxy and attend the General Meeting in person, your proxy appointment will automatically be terminated.
- A member entitled to attend and vote at the General Meeting may appoint more than one proxy. If a member appoints more than one proxy, the form of proxy must specify the number of ordinary shares in respect of which the proxy is entitled to vote and no member is permitted to appoint more than one proxy (save in the alternate) to vote in respect of any one ordinary share held by that member.
- To be valid, this form of proxy must be received by the Company's Registrars, Computershare Investor Services PLC, not less than 48 hours before the time of the General Meeting, or any adjournment thereof, together, if appropriate, with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority.

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Millwall Holdings PLC

Attendance Card

If you are attending the General Meeting of the Company at **The Den, Zampa Road, London SE16 3LN**, please bring this card and present it to the desk at the entrance to the meeting room.

The meeting will start promptly at 10.30 a.m. You are advised to arrive at least 15 minutes before the start of the meeting to allow time for registration.

Please detach this portion before posting the proxy form.

AFFIX
STAMP
HERE

Computershare Investor Services PLC

PO Box 1075

The Pavilions

Bridgwater Road

Bristol BS99 3EA