

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 Report and Accounts available on the website or sent with this Proxy Form.

NAME

ADDRESS

POST CODE

SHAREHOLDER REFERENCE

Before completing this form, please read the explanatory notes, following the Notice of Meeting contained in the Report and Accounts.

For use at the Annual General Meeting of the Company to be held at The Den, Zampa Road, London SE16 3LN on 11 December 2009 at 11.00am and at any adjournment thereof.

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

to act as my/our proxy at the Annual General Meeting of the Company to be held at 11am on 11 December 2009 and at any adjournment thereof and to 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 thinks fit.

† **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.

sign

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	For	Against	Vote Withheld
1. To receive the Report of the Directors and the audited Accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Re-election of Andrew Ambler as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Re-election of Constantine Gonticas as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint BDO LLP as Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Section 551 authority	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Section 570 authority*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Adoption of New Articles of Association*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To borrow up to the greater of three times adjusted capital and £20,000,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*Special resolutions

NOTES:

1. 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.
2. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, you should complete in block capitals his or her full name and address in the space provided and delete the words "the Chairman of the Meeting or". Such proxy need not be a member of the Company. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. Any alteration to this form should be initialled by the person signing the form.
3. 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 meeting.
4. To be effective this proxy form (together with the power of attorney (if any) under which it is signed (or a notarially certified copy of that power of attorney)) must be lodged with the Company's Registrars, Computershare Investor Services PLC, PO Box 1075, The Pavilions, Bridgwater Road, Bristol, BS99 3EA not less than 48 hours before the time appointed for the holding of the meeting or any adjournment of that meeting.
5. In the case of joint holders, the signature of any holder will be sufficient but the names of the joint holders should be stated. In the event of more than one joint holder voting in person or by proxy, the vote of the senior holder who tenders a vote whether by proxy or in person shall be accepted to the exclusion of the votes of the other joint holders, seniority being determined by the order in which their names stand in the register of members.
6. In the case of a corporation, the proxy must be under the common seal or signed on its behalf by a duly authorised officer of the corporation.
7. You are requested to complete and return this proxy form even if you intend to attend and vote at the meeting. Completion of a proxy form will 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.
8. Every holder of ordinary shares present in person or by proxy and entitled to vote shall have one vote on a show of hands and every holder of ordinary shares present in person or by proxy shall on a poll be entitled to one vote for every ordinary share held.
9. A member entitled to attend and vote at the meeting may appoint more than one proxy. If a member appoints more than one proxy, the proxy form 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.

NOTICE OF AVAILABILITY – ANNUAL REPORT 2009 AND NOTICE OF ANNUAL GENERAL MEETING

Important – please read carefully

You can now access the 2009 Annual Report and Notice of Annual General Meeting, by visiting this website:

E791

Millwall Holdings PLC

Attendance Card

If you are attending the AGM 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 11am. 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.

NAME

ADDRESS

POST CODE

SHAREHOLDER REFERENCE

AFFIX
STAMP
HERE

Computershare Investor Services PLC

PO Box 1075

The Pavilions

Bridgwater Road

Bristol BS99 3EA

NAME

ADDRESS

POST CODE

SHAREHOLDER REFERENCE

For use at the General Meeting of the Company to be held at The Den, Zampa Road, London, SE16 3LN on 11 December 2009 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 as my/our proxy to attend and speak for me/us on my/our behalf at the General Meeting of the Company to be held on 11 December 2009 at the conclusion of the Annual General Meeting of the Company (which is to commence at 11.00 am on 11 December 2009), and at any adjournment of the General Meeting.

† If any other proxy is preferred please delete "the Chairman of the Meeting or" and

sign

insert the name of the proxy you wish to appoint and initial the alteration.

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NOTES:

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend and speak at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. If you wish to appoint someone other than the Chairman of the Meeting as your proxy, you should complete in block capitals his or her full name and address in the space provided and delete the words "the Chairman of the Meeting or". Such proxy need not be a member of the Company. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting. Any alteration to this form should be initialled by the person signing the form.
3. To be effective this proxy form (together with the power of attorney (if any) under which it is signed (or a notarially certified copy of that power of attorney)) must be lodged with the Company's Registrars, Computershare Investor Services PLC, PO Box 1075, The Pavilions, Bridgwater Road, Bristol, BS99 3EA not less than 48 hours before the time appointed for the holding of the meeting or any adjournment of that meeting.
4. In the case of joint holders, the signature of any holder will be sufficient but the names of the joint holders should be stated.
5. In the case of a corporation, the proxy must be under the common seal or signed on its behalf by a duly authorised officer of the corporation.
6. You are requested to complete and return this proxy form even if you intend to attend the meeting. Completion of a proxy form will not preclude a member from attending in person at the meeting. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
7. A member entitled to attend the meeting may appoint more than one proxy. No member is permitted to appoint more than one proxy (save in the alternate) in respect of any one ordinary share held by that member.

NOTICE OF AVAILABILITY – NOTICE OF GENERAL MEETING

Important – please read carefully

You can now access the Notice of General Meeting, by visiting this website:
<http://www.millwallholdingsplc.co.uk>

E794

Millwall Holdings PLC

Attendance Card

If you are attending the General Meeting to be held immediately following the Annual General Meeting of the Company (**AGM**) on 11 December 2009 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 the conclusion of the AGM. 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.

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Computershare Investor Services PLC

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The Pavilions

Bridgwater Road

Bristol BS99 3EA