

**NOTICE OF AVAILABILITY**

The Notice of Meeting is available on the Company's website at [www.cromagroup.co.uk](http://www.cromagroup.co.uk)

**NOTES TO THE PROXY CARD**

1. If the appointor is a corporation, this proxy form must be executed under its seal or under the hand of some officer, attorney or other person authorised to sign it on its behalf. If the appointor is not a corporation, this proxy form must be executed under the hand of the appointor or his duly authorised attorney.
2. A shareholder entitled to attend and vote at the GM may appoint a proxy of his or her choice to attend the GM and to speak and vote on his or her behalf. If a proxy other than the Chairman of the GM is preferred, please enter the name of your proxy in the space provided and delete the words "Chairman of the Meeting". A proxy need not be a member of the Company, but must attend the GM to represent you.
3. A shareholder is entitled to appoint more than one proxy, provided that each proxy is appointed to exercise the rights attached to different shares held by him or her. A member may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, you should photocopy the proxy form. Please indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given, in which case please also indicate in the space provided the number of shares in relation to which the proxy hereby appointed is authorised to act as your proxy. All forms must be signed and should be returned together in the same envelope.
4. To be valid, this form of proxy must be completed and signed and sent or delivered to the Company's registrars, Neville Registrars Limited, at Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA together with any power of attorney or other authority (if any) under which it is signed or by a certified copy of such power or authority, so as to be received by the registrars no later than 10 a.m. (UK time) on 24 March 2012.
5. In the case of joint holders, the vote of the senior member who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand on the register of members in respect of the joint holding. 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.
6. Completion and return of the form of proxy will not prevent a member from attending and voting in person at the GM if the member so wishes.
7. Only those shareholders registered in the register of members of the Company at 10.00 a.m. (UK time) on 24 March 2012 or, in the event that the meeting is adjourned, on the register of members at 6.00 p.m. (UK time) on the day falling two days before the date of any adjourned meeting, shall be entitled to attend or vote at the GM in respect of the number of shares registered in their name at that time. Changes to the entries on the register of members after 10.00 a.m. (UK time) on 24 March 2012 or, in the event that the meeting is adjourned, on the register of members at 6.00 p.m. (UK time) on the day falling two days before the date of any adjourned meeting, shall be disregarded in determining the rights of any person to attend or vote at the GM.
8. Please indicate with an "X" in the appropriate box in the form of proxy how you wish your proxy to vote on each of the resolutions. The "vote withheld" box is provided to enable you to abstain on any particular resolution. A "vote withheld" is not a vote in law and will not be counted in the calculation of the proportion of votes "for" or "against" a resolution. If no indication is given your proxy will have discretion to vote either for or against the resolution or to abstain.
9. You may not use any electronic address provided in this proxy form to communicate with the Company for any purpose other than those expressly stated.

**FORM OF PROXY**

**Croma Group Plc**

Registered in England and Wales Company No. 03184978

I/We \_\_\_\_\_ being a member of the Company and entitled to vote at the General Meeting, hereby appoint

[Empty box for appointee name]

or failing him/her, the Chairman of the Meeting (see note 2) as my/our proxy, to attend and vote for me/us and on my/our behalf at the General Meeting of the Company, to be held at the offices of Shepherd and Wedderburn LLP at Condor House, 10 St Paul's Churchyard, London EC4M 8AL on 26 March 2012 at 10.00 a.m. and at any adjournment thereof.

**Special Resolution**

1. To consolidate every 50 ordinary shares of 0.1 pence each into one new ordinary share of 5 pence each; and

To increase the aggregate amount of fees that may be paid by the Company to its non-executive directors to £100,000 per annum and to ratify any previous payments in excess of the then applicable limit; and

To approve the acquisition of CSS Total Security Limited and CSS Locksmiths Limited; and

To authorise the directors to allot shares up to an aggregate nominal amount of £573,000 in accordance with section 551 of the Companies Act 2006 ("the Act"); and

To empower the directors to allot equity securities up to an aggregate nominal amount of £573,000 pursuant to section 570 of the Act; and

To change the Company name to Croma Security Solutions Group plc.

FOR	AGAINST	WITHHELD
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Enter number of shares in relation to which your proxy is authorised to vote or leave blank to authorise your proxy to act in relation to your full entitlement

Signature

Date:  Please also tick this box if you are appointing more than one proxy   
  /   /

Business Reply Plus  
Licence Number  
RSTY-SAKX-RZSL



Neville Registrars Limited  
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