

ATTENDANCE CARD

HEALTHCARE ENTERPRISE GROUP PLC - ANNUAL GENERAL MEETING

Notes

- To appoint as a proxy a person other than the Chairman of the meeting insert the full name in the space provided. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope. A proxy need not be a member of the Company.
- Unless otherwise indicated the proxy will vote as he thinks fit or, at his discretion, abstain from voting.
- The form of proxy below must arrive not later than 48 hours before the time set for the meeting at Capita Registrars, Proxies, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU.
- A corporation must execute the Form of Proxy under either its common seal or the hand of a duly authorised officer or attorney.
- The Form of Proxy is for use in respect of the shareholder account specified above only and should not be amended or submitted in respect of a different account.
- The 'Vote Withheld' option is to enable you to abstain on any particular resolution. Such a vote is not a vote in law and will not be counted in the votes 'For' and 'Against' a resolution.
- Shares held in uncertified form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual.
- Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, in order to be able to attend and vote at the AGM or any adjourned meeting (and also for the purpose of calculating how many votes a person may cast), a person must have his/her name entered on the register of members of the Company by 6.00 pm on 13 July 2009 (or 6.00 pm on the date two days before any adjourned meeting). Changes to entries on the register of members after this time shall be disregarded in determining the rights of any person to attend or vote at the meeting.

To be held at 10.00am on 15 July 2009 at Healthcare Enterprise House, 17 Chesford Grange, Woolston, Warrington WA1 4RQ

If you wish to attend this meeting in your capacity as a holder of Ordinary Shares, please sign this card and on arrival hand it to the Company's registrars. This will facilitate entry to the meeting.

Signature of person attending

Barcode:

Investor Code:

FORM OF PROXY

HEALTHCARE ENTERPRISE GROUP PLC - ANNUAL GENERAL MEETING

Barcode:

Investor Code:

I/We being a member of the company hereby appoint the Chairman of the meeting or (see note 1)

Name of proxy

Number of shares proxies appointed over

Event Code:

as my/our proxy to attend, speak and vote on my/our behalf at the Annual General Meeting of the Company to be held at 17 Chesford Grange, Woolston, Warrington WA1 4RQ at 10.00am on 15 July 2009 and at any adjournment thereof. I have indicated with a 'X' how I/we wish my/our votes to be cast on the following resolution:

If you wish to appoint multiple proxies please see note 1 above.

Please also tick here if you are appointing more than one proxy.

RESOLUTIONS

Please mark 'X' to indicate how you wish to vote

- | | For | Against | Note Withheld |
|---|-----|---------|---------------|
| 1 To receive the Accounts and the reports of the directors and auditors thereon | X | X | X |
| 2 To re-elect John Gunn as a director of the Company | X | X | X |
| 3 To re-elect John Honey as a director of the Company | X | X | X |
| 4 To re-elect Gron Ffoulkes-Davies as a director of the Company | X | X | X |
| 5 To re-appoint BDO Stoy Hayward LLP as auditors and to authorise the directors to fix their remuneration | X | X | X |
| 6 To consolidate every 250 ordinary shares of 0.1 pence each into one ordinary share of 25 pence | X | X | X |
| 7 To increase the authorised share capital of the Company to £10,000,000 | X | X | X |

RESOLUTIONS

Please mark 'X' to indicate how you wish to vote

- | | For | Against | Note Withheld |
|---|-----|---------|---------------|
| 8 To approve the disposal by the Company of shares in Ebiox Limited, shares in Reproductive Sciences Limited and shares in First Aid Holdings Limited for an aggregate of £879,999 to John Gunn and certain entities connected to him | X | X | X |
| 9 To approve a fundamental change to the business of the Company | X | X | X |
| 10 To approve the investing policy of the Company set out in a circular to shareholders dated 22 June 2009 | X | X | X |
| 11 To authorise the directors to allot shares | X | X | X |
| 12 To authorise the allotment of shares at a discount | X | X | X |
| 13 To disapply statutory pre-emption rights | X | X | X |
| 14 To adopt new articles of association | X | X | X |

To assist with arrangements, if you intend attending the meeting in person please place a 'X' in the box opposite

Signature

Date

Business Reply
Licence Number
MB122



CAPITA REGISTRARS
PROXY DEPARTMENT
PO BOX 25
BECKENHAM
KENT
BR3 4BR