

**GODDARD ENTERPRISES LIMITED
COMPANY NO. 1330
FORM OF PROXY**

The undersigned shareholder(s) of Goddard Enterprises Limited (hereinafter called the "Company") hereby appoint(s)

_____ of _____

or failing him _____

of _____

as the nominee of the undersigned to attend and act for the undersigned and on behalf of the undersigned at the 74th annual meeting of the shareholders of the Company to be held on the 31st day of January, 2013 and at any adjournment or adjournments thereof in the same manner, to the same extent and with the same powers as if the undersigned were present at the said meeting or such adjournment or adjournments thereof.

Name of Shareholder (s)

Signature of Shareholder (s)

Date (DD/MM/YYYY)

- Notes 1. (a) A shareholder who is entitled to vote at a meeting of shareholders may by means of a proxy appoint a proxy holder, or one or more alternate proxy holders, none of whom need be shareholders, to attend and act at the meeting in the manner and to the extent authorised by the proxy and with the authority conferred by the proxy.
- (b) In the case of a shareholder who is a body corporate or association, votes at meetings of shareholders may be given by an individual authorised by a resolution of the directors or governing body of that body corporate or association to represent it at meetings of shareholders of the Company.
2. A proxy must be executed in writing by the shareholder or his attorney authorised in writing.
3. Proxy appointments are required to be deposited at the registered office of the Company no later than 4.00 p.m. on Wednesday, the 30th day of January, 2013.