

INSTRUMENT OF PROXY

**INDEPENDENT NURSING HOME IRELAND LIMITED
ANNUAL GENERAL MEETING**

I/WE _____

OF _____

BEING A MEMBER/MEMBERS OF THE ABOVE NAMED COMPANY, HEREBY APPOINT THE CHAIRMAN OF THE MEETING

OR FAILING HIM _____

OF _____

AS MY/OUR PROXY TO VOTE IN MY/OUR NAME(S) AND ON MY BEHALF AT THE ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 9th April 2014 AND AT ANY ADJOURNMENT THEREOF.

I/we authorise and instruct my/our proxy to vote on the resolutions to be proposed at such meeting as indicated by the making of an "X" in the appropriate boxes below. The proxy may vote (or abstain from voting) as he/she thinks fit on any specified resolution where no specific direction is given or on any other business that may properly come before the above mentioned annual general meeting

| | For | Against |
|---|--------------------------|--------------------------|
| Ordinary Resolution to receive and adopt the directors report and audited accounts for the year ended 31st December, 2013 | <input type="checkbox"/> | <input type="checkbox"/> |
| Ordinary Resolution to authorise the directors to fix the auditors remuneration | <input type="checkbox"/> | <input type="checkbox"/> |
| Ordinary Resolution to amend the Memorandum & Articles of Association | <input type="checkbox"/> | <input type="checkbox"/> |
| Ratification of the re-election of Directors as per Article 16 of the Articles of Association of the Company | <input type="checkbox"/> | <input type="checkbox"/> |

SIGNED.....

DATE.....

NB. To be valid this instrument must be received at the Registered Office of the Company not less than 48 hours before the Annual General Meeting i.e. no later than 2.30pm on Monday 7th April 2014.

In the case of a company the Form of Proxy must be either executed under its common seal or signed on its behalf by a duly authorised officer.