

Northern Bear PLC
Company Number 5780581

Proxy card for use at the Annual General Meeting of the Company to be held at 5 Osborne Terrace, Newcastle upon Tyne, NE2 1SQ on 29 October 2009 at 10.00am.

I/We of

the undersigned, being (a) member(s) of the Company, hereby appoint the Chairman of the meeting

(Note 3) of

as my/our proxy to vote for me/us on my/our behalf as indicated below at the Annual General Meeting of the Company to be held on 29 October 2009 and at every adjournment thereof.

I/We desire my/our votes to be cast in respect of the resolutions to be proposed at the meeting as follows (Note 5):

No.	Resolution	For	Against	Votes Withheld
1.	To adopt the financial statements			
2.	To re-elect G S L Forrest as a director			
3.	To re-elect H B Gold as a director			
4.	To re-elect I T McLean as a director			
5.	To reappoint KPMG Audit Plc as auditors			
6.	To authorise the directors to agree the auditors' remuneration			
7.	To give the directors authority to allot additional shares			
8.	To disapply pre-emption rights under certain conditions			
9.	To authorise the company to buy back its own shares			
10.	To adopt the new articles of association			

Signed: Dated:

Notes:

- This form of proxy should be completed in block capitals. Any amendments to it should be initialled.
- To appoint a proxy using this form, the form must be:
 - completed and signed;
 - sent or delivered to Capita Registrars at The Proxy Department, P O Box 25, Beckenham, Kent, BR3 4BR; and
 - received by Capita Registrars no later than 10:00am on 27 October 2009.
- A proxy does not need to be a member of the Company but must attend the meeting to represent you. 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. If you wish to appoint a person other than the Chairman of the meeting as a proxy you should insert here their full name and address and delete the words "the Chairman of the meeting". If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
- You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy the Proxy Form should be photocopied and completed for each proxy holder. The proxy holder's name should be written on the Proxy Form together with the number of shares in relation to which the proxy is authorised to act. All Proxy Forms must be signed and, to be effective, must be lodged with the company's registrar so as to arrive not later than 48 hours before the time of the meeting, or in the case of an adjournment, 48 hours before the adjourned time.
- 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.
- 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.
- Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
- Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
- In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
- If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
- For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.

BUSINESS REPLY SERVICE
Licence no.
MB122

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Capita Registrars
The Proxy Department
P.O. Box 25
Beckenham
Kent
BR3 4BR

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