



**SKIL Ports & Logistics Limited
(the “Company”)**

Form of Proxy for use at the annual general meeting of the Company to be held at the registered office of the Company at 1st and 2nd Floors, Elizabeth House, Les Ruettes Brayes, St Peter Port, Guernsey GY1 1EW on Friday 1 July 2011 at 12 noon.

I/We
(in **BLOCK CAPITALS** please)

of

being a shareholder(s) of the above-named Company, appoint the Chairman of the meeting or to act as my/our proxy to vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at the registered office of the Company at 1st and 2nd Floors, Elizabeth House, Les Ruettes Brayes, St Peter Port, Guernsey GY1 1EW on Friday 1 July 2011 at 12 noon and at every adjournment thereof and to vote for me/us on my/our behalf as directed below.

Please indicate with an ‘X’ in the spaces below how you wish you vote to be cast. If no indication is given your proxy will vote for or against the resolutions or abstain from voting as he thinks fit.

Resolutions	For	Against	Withheld	Discretionary
1. To authorise the board of directors (“ Directors ”) to fix the directors’ remuneration.				
2. To appoint Grant Thornton UK LLP as auditors to the Company, and authorising the Directors to fix their remuneration.				
3. Re-appointing Nikhil Gandhi as a Director.				
4. Re-appointing Pavan Bakhshi as a Director.				
5. Re-appointing Jigar Shah as a Director.				
6. Re-appointing Peter Jones as a Director.				
7. Re-appointing James Sutcliffe as a Director.				
8. To authorise and empower the Directors to issue further equity securities.				
9. To authorise and empower the Directors to disapply pre-emption rights in relation to equity securities issued under the authority conferred by resolution 8.				

Please tick here if this proxy appointment is one of multiple appointments being made (See note 5 below)

Signed Dated 2011

Notes

1. If any other proxy is preferred, strike out the words “Chairman of the Meeting” and add the name and address of the proxy you wish to appoint, who need not be a member. Any such amendment must be initialed.
2. If the appointer is a corporation this form must be completed under its common seal or under the hand of some officer or attorney duly authorised in writing.
3. A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of the votes for or against a resolution
4. The signature of any one of joint holders will be sufficient, but the names of all the joint holders should be stated.
5. 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.
6. To be valid, this form and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power must reach the registrars of the Company, Capita Registrars, at PXS, 34 Beckenham Road, Beckenham BR3 4TU, United Kingdom not later than 12 noon on Wednesday 29 June 2011 (or not less than forty-eight hours before the time appointed for holding the General Meeting in the event of an adjournment as the case may be).
7. The completion of this form will not preclude a member from attending the Meeting and voting in person.