

**NOVENTA LIMITED
PROXY FORM**

I/We (note 8)(block letters) ofbeing a member/members of Noventa Limited (the "Company") and holding Ordinary Shares of £0.0004 each in the Company hereby appoint (note 5) or, failing him, the duly appointed Chairman of the meeting as my/our proxy to vote for me/us and on my/our behalf at the annual general meeting (the "AGM") of the Company to be held at the offices of Carey Olsen, 47 Esplanade, St Helier, Jersey JE1 0BD on 30 June 2010 at 11.00 am and at any adjournment thereof, in the manner specified below.

Terms not otherwise defined in this Proxy Form and in the Resolutions set out below shall have the meaning given to them in the notice of the AGM dated 10 June 2010.

Please ensure you read the notes to this Proxy Form which are set out below.

Ordinary Resolutions			
RESOLUTIONS	For	Against	Vote Withheld
1. THAT the Annual Report and Financial Statements of the Company for the year ended 31 December 2009, together with the report of the auditors thereon, be approved.			
2. THAT Mr. Kean Hua Chung be re-appointed as a Director in accordance with Article 19(2)(a) of the articles of association of the Company (the "Articles").			
3. THAT Mr. Patrick Lawless be re-appointed as a Director in accordance with Article 19(2)(a) of the Articles.			
4. THAT Dr. Ernst Joachim Martin be re-appointed as a Director in accordance with Article 19(2)(a) of the Articles.			
5. THAT Mr. Guy Coltman be re-appointed as a Director in accordance with Article 19(2)(a) of the Articles.			
6. THAT Mr. John Allan, who retires by virtue of Article 19(2)(b) of the Articles, be re-appointed as a Director in accordance with such Article.			
7. THAT Deloitte LLP, UK be re-appointed as auditors for the Company for the current financial year.			
8. THAT the Directors be authorised to fix the remuneration of the auditors.			
9. THAT subject to and conditional on Resolution 12 below being passed, the directors be generally and unconditionally authorised in accordance with Article 4(1) of the Articles to exercise all or any of the powers of the Company pursuant to the Articles to allot, grant options and/or warrants over or otherwise dispose of equity securities (as that term is defined in the Articles) up to an aggregate nominal amount of £230,584.32 being 576,460,800 ordinary shares of £0.0004 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) on the earlier of 15 months of the passing of this resolution and the conclusion of the Annual General Meeting of the Company to be held in 2011, save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors of the Company may allot equity securities pursuant to such offer or agreement as if the authority conferred on them hereby had not expired.			
Special Resolutions:			
RESOLUTIONS	For	Against	Vote Withheld
10. THAT the Noventa share option plan in the form attached to the notice of the annual general meeting be adopted as the new share option plan of the Company (the "Share Option Plan").			
11. THAT the articles of association in the form attached to the notice of the annual general meeting be adopted as the new articles of association of the Company in substitution of the existing articles of association and that they be filed with the Registrar of Companies in Jersey.			
12. THAT the directors be generally and unconditionally authorised, in accordance with Article 4(2) of the Articles, to allot, grant options and/or warrants over or otherwise dispose of equity securities (as that term is defined in the Articles) wholly for cash pursuant to the authority conferred in Resolution 9 as if the pre-emption provisions of Article 4(2) of the Articles did not apply to the allotment, provided that this power: (a) shall expire on the earlier of 15 months from the passing of this resolution and the conclusion of the Annual General Meeting of the Company to be held in 2011, save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors of the Company may allot equity securities pursuant to such offer or agreement as if the authority conferred on them			

<p>hereby had not expired,</p> <p>(b) shall be limited to any of the following circumstances:</p> <p>(i) to the allotment of equity securities in connection with a rights issue, open offer or pre-emptive offer to holders on the register of the ordinary shares of the Company on a date fixed by the directors where the equity securities respectively attributable to the interests of all those shareholders are proportionate (as nearly as practicable) to the respective numbers of ordinary shares held by them on that date but the directors of the Company may make such exclusions or other arrangements as they consider expedient in relation to fractional entitlements, legal or practical problems under the laws in any territory or the requirements of any relevant regulatory body or stock exchange;</p> <p>(ii) up to 25,000,000 equity securities which may be required to be allotted in connection with the Share Option Plan, the previous version of the share option plan, any share options that have been issued and which are to be governed by the Share Option Plan and/or any options that have previously been issued outside the previous share option plan;</p> <p>(iii) up to 21,460,966 equity securities which may be required to be allotted by the Company in connection with the October 2009 financing; and</p> <p>(iv) to the allotment (other than under paragraph (b)(i) to (iii) above) of equity securities wholly for cash or otherwise up to an aggregate nominal amount not exceeding £200,000 being 500,000,000 ordinary shares on such terms and to such persons as the board of the Company may determine such authority to allot being in addition to any authority given in the Articles or otherwise to allot equity securities without any rights of pre-emption.</p>			
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Authorised Signatory:

Signed this day of 2010

Name (please print)

Notes:

1. Please indicate by an 'X' in the space provided how you wish your votes to be cast. Without such directions, the proxy will vote or abstain at his/her discretion.
2. This Proxy Form, together with any power of attorney or other authority under which it is executed (or a notarially certified copy of such power of attorney) shall be delivered by the relevant member in accordance with note 4 below.

3. In the case of joint holders, the vote of the senior who tenders the vote will be accepted to the exclusion of all others, seniority being determined by the order in which names stand on the Register of Members.
4. To be valid, this form of proxy, duly executed, must be received by Capita Registrars Limited at PXS, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU not later than 48 hours before the time appointed for the meeting.
5. If a member wishes to appoint any other person to act as proxy, insert the name in the space provided and strike out all other appointees. The proxy need not be a member of the Company.
6. Completion of this form will not preclude you from attending and voting at the meeting if you wish.
7. Any alternation to this form of proxy must be initialled.
8. Please insert your name and address. Please also insert the total number of Ordinary Shares of £0.0004 each in the Company which you hold. If you do not insert this number then the proxy will be deemed to have been given in respect of all of the shares that you hold.
9. In the case of a corporation, this Form of Proxy must be executed under its common seal or signed on its behalf by an officer or attorney duly authorised. In the case of an individual, this Form of Proxy must be signed by the individual or his or her attorney duly authorised.
10. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic appointment service, may do so for the AGM and any adjournment(s) thereof by utilising the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
11. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message ("**Crest Proxy Instruction**") must be properly authenticated in accordance with CRESTCo's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy, must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID RA10) by the latest time for receipt of proxy appointments specified in Note 4 of this form of proxy. CREST members and, where applicable, CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
12. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in the Uncertificated Securities Regulations 2001 of the United Kingdom, or the relevant provisions of the Companies (Uncertificated Securities) (Jersey) Order 1999.
13. A member may, for the avoidance of doubt, cast votes in respect of the shares held by them in such manner that not all their shares are cast for the same resolution in the same way. Not all shares held by a member need be cast in respect of a resolution.
14. If you wish your proxy to speak at the AGM you will need to appoint a person other than the Chairman as your proxy.