

Indian Restaurants Group plc

FORM OF PROXY

I/We (name in full)

(Address).....

hereby appoint the Chairman of the Meeting or(delete as appropriate) as my/our proxy to attend, to speak and to vote in respect of the shares registered in my/our name(s) at the General Meeting of Indian Restaurants Group plc to be held at the offices of CMS Corporate Consultants Limited, Suite 201 Temple Chambers, 3-7 Temple Avenue, London EC4Y 0DT on 20 August 2012 at 11 a.m., and at any adjournment thereof ("Meeting").

	FOR	AGAINST	ABSTAIN
Ordinary Resolutions			
1. That the Investment Policy set out in the circular dated 27 July 2012 be adopted.			
Special Resolutions			
2. That the name of the Company be changed to Hermes Pacific Investments plc.			

Please indicate with an "X" how you wish your vote to be cast. If you do not indicate how you wish your Proxy to use your vote on any particular matter the Proxy will exercise discretion as to how to vote or whether to abstain from voting.

Signature(s):

Dated:

Notes on completion:

1. 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.
2. 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.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the space provided. If you sign and return this proxy form with no name inserted in the space, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. 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.
4. 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.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. 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.
6. To appoint a proxy using the proxy form, the form must be:
 - completed and signed;
 - sent or delivered to the Company, c/o CMS Corporate Consultants Limited, Suite 201 Temple Chambers, 3-7 Temple Avenue, London EC4Y 0DT and received by 11 a.m. on 16 August 2012;
 - And received by at the Company's registered office no later than 48 hours prior to the Meeting.

7. 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.
8. 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 and received by the Company no later than 48 hours prior to the Meeting.
9. In the case of joint holders, the signature of only one of the joint holders is required on the form of proxy, but the vote of the first named on the Register of Members of the Company will be accepted to the exclusion of other joint holders.
10. 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.