

**RPC Group Plc
Form of Proxy**

for the Annual General Meeting convened for
12.00 noon on 27 July 2011

Voting ID	Task ID	Shareholder Reference Number

I/We, being (a) member(s) of RPC Group Plc (the "Company"), hereby appoint the Chairman of the Meeting or (see note 1)

_____*

as my/our proxy generally to exercise all or any of my/our rights to attend, speak and vote in respect of my/our voting entitlement on my/our behalf at the Annual General Meeting of the Company to be held at Founders' Hall, 1 Cloth Fair, London EC1A 7JQ on 27 July 2011 and at any adjournment thereof. My/our proxy is to vote as indicated by an "X" below in respect of the resolutions set out in the notice of the Annual General Meeting (see note 2). Unless otherwise instructed, the proxy will vote or abstain at his discretion.

Please tick here if this proxy appointment is one of multiple appointments being made.

*For the appointment of more than one proxy, please refer to notes 9 and 10 (below).

Please indicate your vote by marking the appropriate boxes in black ink like this

RESOLUTIONS	FOR	AGAINST	VOTE WITHHELD
1. To receive and adopt the Report and Accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Mr J R P Pike as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Mr R J E Marsh as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Mr S Rohahn as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Mr M G Towers as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Mr P R M Vervaat as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-elect Mr P S Wood as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To reappoint KPMG Audit Plc as the Company's auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To authorise the directors to fix the auditors' remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To renew the RPC Group employee share schemes in France	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To grant to the directors authority to allot relevant shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To approve notice of general meetings other than annual general meetings of not less than 14 clear days†	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. To grant to the directors powers to disapply the provisions of section 561(1) of the Companies Act 2006 with regard to the allotment of certain equity securities or sale of treasury shares†	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To authorise the Company to purchase its own ordinary shares†	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

†Special resolutions.

Signed or sealed (see notes 4 and 5) _____

Date _____

Shareholder Reference Number:

Signature of Person Attending

If you wish to attend this Annual General Meeting in your capacity as a holder of Ordinary Shares, please sign this card and on arrival hand it in at the shareholder registration desk. This will allow entry to the meeting.

NOTES

1. If you wish to appoint a person other than the Chairman, please delete the words "the Chairman of the Meeting or" and insert the name in the space provided.
2. Please indicate how your proxy is to vote by placing an "X" in the appropriate space opposite each resolution. Otherwise the proxy will decide how to vote or whether to abstain from voting.
3. A "Vote Withheld" option is provided on the form of proxy which enables a member to abstain on any particular resolution. It should be noted that a "Vote Withheld" is not a vote in law and will not be counted in the calculation of the proportion of votes "For" or "Against" a resolution.
4. A corporation's form of proxy must be executed under its Common Seal or signed on its behalf by a duly authorised officer or attorney.
5. Any one of the joint holders may sign, or vote in person or by proxy, but if more than one holder is present at the Meeting or represented by proxy, the holder whose name stands first in the Register shall be entitled to vote.
6. To be valid, the completed form must be returned (together with any power of attorney or other authority under which it is signed or a notarially certified copy of such power or a copy certified in accordance with the Powers of Attorney Act 1971 or in some other manner approved by the directors) to the Company's Registrar not later than 12.00 noon on Monday 25 July 2011.
7. A proxy need not be a member.
8. Completion of this form of proxy will not preclude a member from attending and voting in person.
9. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
10. To appoint more than one proxy please photocopy this form. Please indicate in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided 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 to the Company's Registrars, Equiniti, at Aspect House, Spencer Road, Lancing, West Sussex, BN99 6ZX, United Kingdom.
11. You can submit your proxy electronically at www.sharevote.co.uk where full instructions are given. In order to register your vote online you will need to enter your Shareholder Reference Number, Voting ID and Task ID which are given in this Form of Proxy. This website can only be used for the purpose stated above.
12. CREST members who wish to use the CREST electronic proxy appointment service may do so by following the procedures described in the CREST manual. Please refer to the notice of meeting for further details.