

# GameAccount Network plc

## Form of Proxy for use at the 2016 Annual General Meeting

(PLEASE READ THE NOTICE OF ANNUAL GENERAL MEETING AND THE NOTES BELOW AND COMPLETE IN BLOCK CAPITALS.)

I/We .....

of .....

being a shareholder of GameAccount Network plc (the "Company") hereby appoint the Chairman of the meeting or (see note 3)

..... Number of shares (see note 4)

as my/our proxy to exercise all or any of my/our rights to attend, to speak and to vote on my/our behalf at the Annual General Meeting of the Company to be held on Thursday, 30 June 2016 at 10.00am at the offices of GameAccount Network plc, at 15 Wrights Lane, London W8 5SL (the "Meeting").

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the Meeting.

Please tick the box below if this proxy appointment is one of multiple appointments being made (see note 5).

**PLEASE CLEARLY MARK THE BOX BELOW TO INSTRUCT YOUR PROXY HOW TO VOTE.**

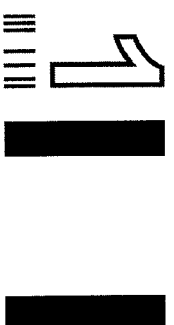
ORDINARY RESOLUTIONS	FOR	AGAINST	WITHHELD
1. To receive the 2015 Annual Reports and Accounts			
2. To re-elect David O'Reilly as a director			
3. To re-elect Dermot S Smurfit as a director			
4. To re-elect Desmond Glass as a director			
5. To re-elect Roger Kendrick as a director			
6. To re-elect Michael Smurfit Jr. as a director			
7. To re-elect Seamus McGill as a director			
8. To re-appoint BDO LLP as auditors			
9. To authorise the directors to determine the auditors' remuneration			
10. To authorise the directors to allot shares			
<b>SPECIAL RESOLUTIONS</b>			
11. To disapply pre-emption rights			
12. To change the Company name to GAN plc, conditional on GAN Limited changing its name			

Signed ..... Dated .....2016

### NOTES:

- Only the holders of ordinary shares registered in the register of members of the Company as at close of business on 28 June 2016 shall be entitled to attend and vote at the Meeting in respect of the number of ordinary shares registered in their name at that time.
- A member of the Company who is entitled to attend and vote at the Meeting is entitled to appoint one or more persons in respect of different shares held by him as his proxy to exercise all or any of his rights to attend and to speak and vote at the Meeting. A proxy does not need to be a member of the Company.
- To appoint as your proxy a person other than the Chairman of the Meeting, please delete the words "the Chairman of the meeting or" and insert the full name of the proxy of your choice in the space provided. 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. 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 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, in the case of a corporate shareholder, the full voting entitlement for each relevant designated account).
- 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, you may 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 returned together in the same envelope.
- To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To withhold your vote on a resolution, select the relevant "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.
- To be valid, a hard copy proxy form must be:
  - completed in accordance with these instructions and signed; and
  - returned to Capita Asset Services, PXS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU so as to be received by no later than 10.00am on 28 June 2016.
- To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) online or via the CREST system, you should follow the procedures set out in the notes to the Notice of Annual General Meeting and make the appointment(s) or give the instruction so as to be received at the address and by the time stated in the notes to the Notice of Annual General Meeting.
- 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 certified copy of such item) must be delivered with the proxy form.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of any other joint holders. For these purposes, seniority shall be determined by the order in which the names stand in the shareholders' register in respect of the joint holding.

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