

**FORM OF PROXY**  
**WYCOMBE WANDERERS FOOTBALL CLUB PLC**  
**(the "Company")**

I/We \_\_\_\_\_ being a member/members of the Company, hereby appoint  
the chairman of the meeting or failing him .....  
of ..... as my/our proxy to  
vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held  
in The Vere Suite, Adams Park, Hillbottom Road, Sands, High Wycombe, Bucks,  
HP12 4HJ on Thursday 6<sup>th</sup> December 2007 and at any adjournment thereof.

Resolution	For	Against	Discretionary	Withheld
1. To receive and sign the Minutes of the 2006 Annual General Meeting.				
2. To receive and adopt the Report of the Directors and the Audited Accounts for the year ended 30 <sup>th</sup> June 2007 (previously circulated).				
3. To re-elect as a Director Mr Stephen Edward Hayes, who is retiring by rotation.				
4. To re-appoint HW, Chartered Accountants as auditors of the Company following their appointment during the year to fill a casual vacancy and for their remuneration to be determined by the Directors				
5. <b>Special Resolution</b> Article 13 Sub-Clause 13.3.1 Variations of Founder Share Rights (Page12).  Delete "Causeway Stadium" Insert "Adams Park".				

Signature: .....

Name: .....  
(Printed in Capitals)

Dated: 2007

**NOTES:**

1. A member may appoint a proxy of his own choice. If such an appointment is made, delete the words "the Chairman of the meeting" and insert the name of the person appointed proxy in the space provided.
2. If the appointer is a corporation, this form must be under its common seal or under the hand of some officer or attorney duly authorised in that behalf.
3. In the case of joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated.
4. If this form is returned without any indication as to how the person appointed proxy shall vote, the proxy will exercise his discretion as to how he votes or whether he abstains from voting.
5. To be valid, this form and the power of attorney or other authority under which it is signed or a notarially certified or office copy of it must be completed and deposited at the registered office of the company not less than 48 hours before the time fixed for holding the meeting or adjourned meeting.