

Proxy Form

AIR PARTNER

For use by shareholders of Air Partner plc for the Annual General Meeting to be held at 2 City Place, Beehive Ring Road, Gatwick, West Sussex RH6 0PA at 9.30am on Friday 9 December 2011.

I/We.....(insert name in block capitals), of
(address)

being a shareholder of Air Partner plc, hereby appoint

*The Chairman of the Meeting or as my/our proxy to vote and act for me/us and on my/our behalf at the Annual General Meeting to be held at 9.30am on Friday 9 December 2011 and at any adjournment thereof.

*To nominate someone other than the Chairman of the Meeting as your proxy, please delete "The Chairman of the Meeting or" and write the name of your proxy in the space provided. If you are appointing more than one proxy, please follow the instructions in note 7 below and tick this box:

Please mark an "X" in one box for each resolution or, if you do not wish to vote your whole shareholding, insert the number of shares, to show how you wish your votes to be cast. If you do not give any specific instructions the proxy will have discretion about whether, and how, to cast your votes in respect of these resolutions and on any other business which properly comes before the meeting.

A vote withheld allows you to abstain but will not be counted when calculating the number of votes cast for and against each resolution.

Ordinary resolutions:	For	Against	Vote Withheld
1 To receive the audited accounts and the directors' and auditor's reports	<input type="text"/>	<input type="text"/>	<input type="text"/>
2 To approve payment of a final dividend for the year of 11 pence per share	<input type="text"/>	<input type="text"/>	<input type="text"/>
3 To approve the directors' remuneration report	<input type="text"/>	<input type="text"/>	<input type="text"/>
4 To elect Andrew Wood as a director of the Company	<input type="text"/>	<input type="text"/>	<input type="text"/>
5 To re-elect Aubrey Adams as a director of the Company	<input type="text"/>	<input type="text"/>	<input type="text"/>
6 To re-elect Mark Briffa as a director of the Company	<input type="text"/>	<input type="text"/>	<input type="text"/>
7 To re-elect Gavin Charles as a director of the Company	<input type="text"/>	<input type="text"/>	<input type="text"/>
8 To re-elect Richard Everitt as a director of the Company	<input type="text"/>	<input type="text"/>	<input type="text"/>
9 To re-elect Anthony Mack as a director of the Company	<input type="text"/>	<input type="text"/>	<input type="text"/>
10 To re-elect Charles Pollard as a director of the Company	<input type="text"/>	<input type="text"/>	<input type="text"/>
11 To appoint Deloitte LLP as auditor in place of Mazars LLP and to authorise the directors to set the auditor's remuneration (special notice of this resolution having been received)	<input type="text"/>	<input type="text"/>	<input type="text"/>
12 To authorise the directors to allot shares	<input type="text"/>	<input type="text"/>	<input type="text"/>

Special resolutions:	For	Against	Vote Withheld
13 To authorise the disapplication of pre-emption rights	<input type="text"/>	<input type="text"/>	<input type="text"/>
14 To authorise the directors to make market purchases of shares	<input type="text"/>	<input type="text"/>	<input type="text"/>
15 To allow certain general meetings to be called on not less than 14 clear days' notice	<input type="text"/>	<input type="text"/>	<input type="text"/>

(please sign here).....(date).....

Notes:

- You can appoint a proxy using this form or electronically at www.capitashareportal.com or via the CREST system. Further details are given in the Notice of AGM. A proxy need not be a member of the Company but must attend the meeting to represent you.
- Appointment of a proxy does not preclude you from attending the meeting and voting in person. However, if you do so, any proxy previously appointed will not be able also to attend, speak and vote on your behalf.
- Voting at the AGM will be by way of a poll on each resolution so that all proxy votes can be counted. The results of voting will be reported via a Regulatory Information Service and on the Company's website: www.airpartner.com/investors/AGM.
- To be valid, this Proxy Form and any power of attorney or authority under which it is signed (or a duly certified copy of such power or authority) must be returned and received by Capita Registrars, PXS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU **no later than 9.30am on 7 December 2011**.
- In the case of a corporate shareholder, the Proxy Form and any subsequent formal revocation of a proxy appointment should be signed by a director or duly authorised officer or attorney.
- In the case of joint holders, the vote of the first named in the register will be accepted to the exclusion of the votes of the other joint holders.
- To appoint more than one proxy, please photocopy this form and indicate on each form how many shares may be voted by the named proxy. Multiple Proxy Forms must be signed individually and should be returned together, in a single envelope, to Capita Registrars, The Registry, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU. The total number of shares to be voted by the proxies must not exceed the total registered in your name.
- 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.
- For details of how to change your proxy instructions or revoke your proxy appointment, please see the notes to the Notice of AGM.
- You may not use any electronic address provided in the Notice of AGM or in this Proxy Form to communicate with the Company for any purposes other than those expressly stated.