

I Form of proxy

Surgical Innovations Group plc

I/We whose name(s) and address(es) is/are shown below (in block capitals please) being (a) member(s) of Surgical Innovations Group plc hereby appoint the Chairman of the meeting or

Name of proxy (IN BLOCK CAPITALS PLEASE) Number of shares

as my/our proxy to vote in my/our name(s) at the AGM of the Company to be held at Surgical Innovations Limited, Clayton Wood House, 6 Clayton Wood Bank, Leeds LS16 6QZ at 1.00pm on 25 May 2010 and at any adjournment thereof.

In the event of a poll, the proxy is instructed to vote as indicated below in respect of the resolutions to be put to the meeting (please indicate how you wish your proxy to vote by placing a tick in the appropriate boxes below). If no indication is given the proxy will vote or abstain from voting as he/she thinks fit.

	For	Against	Abstain
1. To receive and adopt the audited accounts for the year ended 31 December 2009 and the Reports of the Directors and auditor thereon.			
2. To re-elect Professor M J McMahon as a Director who retires by rotation in accordance with the Articles of Association of the Company and, being eligible, offers himself for re-election.			
3. To re-elect Mr C Glass as a Director who retires by rotation in accordance with the Articles of Association of the Company and, being eligible, offers himself for re-election.			
4. To re-appoint Grant Thornton UK LLP as auditor of the Company and to authorise the Directors to determine its remuneration.			
5. To authorise the Directors to issue and allot relevant securities.			
6. To disapply the statutory pre-emption rights.			
7. To grant authority for the Company to purchase its own shares.			
8. To adopt the new Articles of Association of the Company.			
9. To cancel the Company's share premium account.			

If this is one of multiple proxy instructions please mark this box with an "X"

Signature Date

Name

Address

Notes

- If you wish to appoint someone other than the Chairman of the meeting as your proxy, delete the reference to the Chairman and insert the name(s) and address(es) of the other person(s) (who need not be (a) member(s) of the Company) in block letters in the appropriate place. Any alteration or deletion must be initialled.
- The proxy will act as he/she thinks fit in relation to any other business arising at the meeting (including any resolution to amend the resolution or adjourn the meeting).
- This form of proxy must be signed by the member or his/her attorney. Where the member is a corporation this form must be under its common seal or signed by its officer, attorney or other person duly authorised.
- In the case of joint holders, the vote of the senior holder tendering a vote will be accepted to the exclusion of the votes of the other joint holders. Seniority depends on the order in which the names appear on the Register of Members.
- Use of this form of proxy does not preclude a member from attending the meeting and voting in person.
- To be valid, this form of proxy and the power of attorney or other authority (if any) under which it is signed, or a copy of such authority certified notariially or in some other way approved by the Board must be lodged with the Company's registrars, Capita Registrars, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU not later than 48 hours before the time fixed for the meeting or the adjourned meeting at which the proxy is to vote.
- The Company specifies, pursuant to Regulation 41 of the Uncertified Securities Regulations 2001, that only those shareholders registered in the Register of Members of the Company before the time of 1.00pm on 23 May 2010 shall be entitled to attend and vote at the AGM in respect of the number of shares registered in their respective names at that time. Changes to entries on the Register after that time will be disregarded in determining the rights of any person to attend or vote at the AGM.
- To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given.

Business Reply
Licence Number
RSBH-UXKS-LRBC

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PXS
34 Beckenham Road
BECKENHAM
BR3 4TU

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