

Form of Proxy

Invista Foundation Property Trust Limited

I/We
Please insert shareholder name using block capitals. Please note if the shareholder name is not inserted the Form of Proxy cannot be used.

of being a member of
Invista Foundation Property Trust Limited hereby appoint:

.....(full name) of

.....(address)

or failing him, the Chairman of the Meeting or the Company Secretary as my/our proxy to attend and vote on my/our behalf and if necessary demand a poll at the Fifth Annual General Meeting of the Company to be held at Trafalgar Court, Les Banques, St Peter Port, Guernsey GY1 3QL, Channel Islands on 2 September 2009 at 10.00am and at any adjournment thereof.

I/we direct my/our proxy to vote on the resolutions as set out in the Notice convening the Annual General Meeting as follows:

	For	Against	Withheld
1. That the accounts and the Report of the Directors and of the Auditors for the year ended 31 March 2009 be received and approved.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. That KPMG Channel Islands Limited be reappointed as Auditors to the Company until the conclusion of the next Annual General Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. That the Directors be authorised to determine the remuneration of the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. That Mr Harry Dick-Cleland, who has retired in accordance with Article 74, be re-elected as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. That Mr Peter Atkinson, who has retired in accordance with Article 74, be re-elected as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. That the Company be authorised, in accordance with section 315 of The Companies (Guernsey) Law 2008 together (the 'Companies Law'), to make market purchases (within the meaning of section 316 of the Companies Law) of Ordinary Shares of the Company ('Ordinary Shares'), provided that:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
a) the maximum number of Ordinary Shares hereby authorised to be purchased shall be 14.99% of the issued Ordinary Shares on the date on which this resolution is passed;			
b) the minimum price which may be paid for an Ordinary Share shall be 0.01p;			
c) the maximum price (exclusive of expenses) which may be paid for an Ordinary Share shall be 105% of the average of the middle market quotations on the relevant market where the repurchase is carried out for the Ordinary Shares for the five business days immediately preceding the date of a purchase;			
d) such authority shall expire at the annual general meeting of the Company in 2010 unless such authority is varied, revoked or renewed prior to such date by ordinary resolution of the Company in general meeting; and			
e) the Company may make a contract to purchase Ordinary Shares under such authority prior to its expiry which will or may be executed wholly or partly after its expiration and the Company may make a purchase of Ordinary Shares pursuant to any such contract.			



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Invista Foundation Property Trust Limited

Special Resolution

For

Against

Withheld

1. That the Memorandum of Incorporation and Articles of Incorporation of the Company as produced to the AGM and signed by the Chairman of the AGM for the purposes of identification be approved and adopted as the new Memorandum of Incorporation and Articles of Incorporation of the Company in substitution for, and to the exclusion of, the existing Memorandum of Association and Articles of Association of the Company, with effect from the conclusion of the AGM.

Dated2009

Signature(s)

Notes:

A member of a company is entitled to appoint another person as his proxy to exercise all or any of his rights to attend and to speak and vote at a meeting of the company.

A member may appoint more than one proxy in relation to a meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by him.

Please indicate with an 'X' in the appropriate box how you wish your vote to be cast in respect of the Resolution. If you do not insert an 'X' in the appropriate box your Proxy will vote or abstain at his discretion.

If it is desired to appoint some other person or persons as proxy or proxies the name(s) of the Proxy or Proxies desired must be inserted in the space provided and the alteration should be initialed.

The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or if the appointor is a corporation under its common seal or under the hand of an officer or attorney duly authorised.

Where there are joint registered holders of any share such persons shall not have the right of voting individually in respect of such share but shall elect one of their number to represent them and to vote whether in person or by proxy in their name. In default of such election the person whose name stands first of the Register shall alone be entitled to vote.

Any corporation which is a Member may by resolution of its Directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Company or of any class of Members of the Company or to approve any resolution submitted in writing and the person so authorised shall be entitled to exercise on behalf of the corporation which he represents the same powers (other than to appoint a proxy) as that corporation could exercise if it were an individual Member of the Company.

The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority shall be deposited to **Nicky Baird, Computershare Investor Services (Jersey) Limited, PO Box 83, Ordnance House, 31 Pier Road, St Helier, Jersey, JE4 8PW, Channel Islands** not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote and in default unless the Board directs otherwise the instrument of proxy shall not be treated as valid.