



1387-029-S

Kindly note: this form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different account holders or uniquely designated accounts. Elementis plc and Equiniti Limited accept no liability for any instruction that does not comply with these conditions.

Please read the explanatory notes overleaf and the notes accompanying the Notice of Meeting for full instructions.

I/we being (a) member(s) of Elementis plc (the 'Company') hereby appoint the Chairman of the Meeting (1) or as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at The City Presentation Centre, 4 Chiswell Street, London EC1Y 4UP on 16 April 2009 at 11.00am and at any adjournment thereof.

Tick here if this proxy is one of multiple appointments being made. (2) _____ (3)

fold here

Resolutions (Please indicate your vote by marking a 'X' in the appropriate boxes)

Ordinary business

- 1. To receive and adopt the directors' and auditors' reports and audited accounts for 2008.
- 2. To declare a final dividend on the ordinary shares.
- 3. To approve the directors' remuneration report for 2008.
- 4. To elect as a director Andrew Christie.
- 5. To re-elect as a director Ian Brindle.
- 6. To re-elect as a director Chris Girling.
- 7. To re-appoint KPMG Audit plc as auditors.
- 8. To authorise the directors to determine the remuneration of the auditors.

For	Against	Vote withheld
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Special business

- 9. To renew the directors' authority to allot shares.
- 10. To remove the authorised share capital restriction on the Company's share capital.
- 11*. To amend the Company's Articles of Association.
- 12*. To approve the holding of general meetings at 14 clear days' notice.
- 13*. To disapply statutory pre-emption rights on the allotment of shares.
- 14*. To renew the Company's authority to purchase its own shares in the market.

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

* Special Resolution

If you do not give any directions as to how your proxy should vote on the above Resolutions, or on any other business of the Meeting, he/she will exercise his/her discretion as to whether, and if so how, he/she votes. The 'Vote withheld' option is to allow you to abstain on any particular Resolution and is not a vote in law and will not be counted as 'For' or 'Against' a Resolution. In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer, duly authorised, stating their capacity (e.g. director, secretary).

Signature _____

Dated _____

Annual General Meeting - 16 April 2009 at 11.00am



Please bring this card with you and present it at the registration desk if you are attending the Annual General Meeting. The address of the venue and a map is provided overleaf.

Explanatory notes to Form of proxy

(To be read in conjunction with the Notice of Meeting and the accompanying notes).

1. If you want to appoint another person to be your proxy, strike out the words 'Chairman of the Meeting' and insert in the box the name of the proxy and initial the alterations.
2. To appoint more than one proxy, [an] additional proxy form[s] may be obtained by calling the Registrars on 0871 384 2379* or you may photocopy this form. Please tick the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and returned in the same envelope.
3. Please indicate in the box provided the number of shares in relation to which your proxy is authorised to act.
4. For this Form of proxy to be valid, detach from the Attendance card and deliver to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6GS 48 hours before the appointed time of the Meeting or adjourned Meeting. For information about a member's right to appoint a proxy and other rights, please see the notes accompanying the Notice of Meeting.
5. Members who wish to appoint a proxy through the CREST system should also refer to the notes in the Notice of Meeting.
6. Completing a Form of proxy will not prevent a member from attending in person and voting in person if he/she so wishes.

* Calls to this number are charged at 8 pence per minute from a BT landline. Other telephone providers' costs may vary.



--Venue address

The City Presentation Centre
4 Chiswell Street
London EC1Y 4UP

--London Underground

The venue is just a few minutes' walk from Moorgate tube station.