

# EUROMONEY INSTITUTIONAL INVESTOR PLC

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING OF EUROMONEY INSTITUTIONAL INVESTOR PLC  
 TO BE HELD AT 9.30 AM ON WEDNESDAY JANUARY 28 2009

I/We .....  
 (block capitals please)

Of .....  
 (address)

being a holder(s) of ordinary shares of 0.25p each in the above named company, hereby appoint the Chairman of the Meeting or (Note (1))

as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of the Company to be held on Wednesday January 28 2009 and at any adjournment thereof.

I/We wish my/our proxy to vote as follows:-

		FOR	AGAINST	ABSTAIN
Ordinary Resolution	1. To receive and adopt the reports of the directors and the auditors and the accounts of the Company for the year ended September 30 2008.			
Ordinary Resolution	2. To approve the Directors' Remuneration Report for the year ended September 30 2008.			
Ordinary Resolution	3. To declare a final dividend for the year ended September 30 2008 of 13.0p on each ordinary share of 0.25p.			
Ordinary Resolution	4. To re-elect Sir Patrick Sergeant (aged 84) as a director, who retires under Article 105.			
Ordinary Resolution	5. To re-elect Mr NF Osborn as a director, who retires under Article 106.			
Ordinary Resolution	6. To re-elect Mr CR Brown as a director, who retires under Article 106.			
Ordinary Resolution	7. To re-elect Ms DE Alfano as a director, who retires under Article 106.			
Ordinary Resolution	8. To re-elect Mr MJ Carroll as a director, who retires under Article 106.			
Ordinary Resolution	9. To re-elect The Viscount Rothermere as a non-executive director, who retires as required by best corporate governance practice.			
Ordinary Resolution	10. To re-elect Mr JC Botts as a non-executive director, who retires as required by best corporate governance practice.			
Ordinary Resolution	11. To elect Mr MWH Morgan as a non-executive director, who retires under Article 85.			
Ordinary Resolution	12. To elect Mr DP Pritchard as a non-executive director who retires under Article 85.			
Ordinary Resolution	13. To re-appoint Deloitte LLP as auditors of the Company and to authorise the directors to agree their remuneration.			
Special Resolution	14. To adopt the new articles of the association of the Company.			
Ordinary Resolution	15. To approve the Scrip Dividend Offer and the Scrip Dividend Scheme.			
Ordinary Resolution	16. To adopt the Euromoney Institutional Investor PLC SAYE Scheme 2009.			
Ordinary Resolution	17. To adopt the Euromoney Institutional Investor PLC Capital Appreciation Plan 2009.			
Special Resolution	18. To authorise the Company to purchase its own shares.			
Special Resolution	19. To authorise the directors to allot relevant securities.			
Special Resolution	20. To authorise the directors to disapply the statutory pre-emption rights.			

Please indicate, by inserting a cross in the appropriate box, how you wish your votes to be cast on each resolution. If you sign this form and return it without any specific directions, your proxy will vote or abstain at his discretion. When you have completed and signed this form, please return it to Capita Registrars, Proxies, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU. To be valid the proxy form must be received not later than 48 hours before the time fixed for the Annual General Meeting or any adjournment thereof.

Signature ..... Date .....

Please sign and date

Notes:

- To appoint as a proxy a person other than the Chairman of the meeting insert the full name in the space provided. A proxy need not be a member of the Company. You can also appoint more than one proxy provided each proxy is appointed to exercise the rights attached to a different share or shares held by you. The following options are available:
  - To appoint the Chairman as your sole proxy in respect of all your shares, simply fill in any voting instructions in the appropriate box and sign and date the Form of Proxy.
  - To appoint a person other than the Chairman as your sole proxy in respect of all your shares, delete the words 'the Chairman of the meeting (or)' and insert the name of your proxy in the spaces provided. Then fill in any voting instructions in the appropriate box and sign and date the Form of Proxy.
  - 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. If you wish to appoint the Chairman as one of your multiple proxies, simply write 'the Chairman of the Meeting'. All forms must be signed and should be returned together in the same envelope.
- Unless otherwise indicated the proxy will vote as he thinks fit or, at his discretion, abstain from voting.
- Holders of International Depository Receipts (IDRs) in respect of ordinary shares in the Company may give directions in writing as to the voting of such ordinary shares on application to Dexia Banque Internationale à Luxembourg SA (Dexia BIL), Income Collection, at 69 route d'Esch, L-2953 Luxembourg, and by depositing their IDRs, with Dexia BIL or any of the agents mentioned on the IDRs. Such instructions must be received by Dexia BIL and such deposits must be made not later than 9.30 am on Wednesday January 21 2009.
- The Form of Proxy must arrive at Capita Registrars, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU during usual business hours accompanied by any power of attorney under which it is executed (if applicable) no later than 48 hours before the time set for the meeting).
- A corporation must execute the Form of Proxy under either its common seal or the hand of a duly authorised officer or attorney.
- In the case of joint holders, the signature of any one holder will be sufficient, but the names of the joint holders should be stated. The vote of the senior joint holder (according to the order in which the names stand in the register in respect of the holding) who tenders a vote in person or by proxy shall be accepted to the exclusion of the vote of the other joint holder(s).
- The Form of Proxy is for use in respect of the shareholder account specified above only and should not be amended or submitted in respect of a different account.
- The Abstain option is to enable you to abstain on any particular resolution. Such a vote is not a vote in law and will not be counted in the votes 'For' and 'Against' a resolution.
- Shares held in uncertificated form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual.
- Completion and return of the Form of Proxy will not preclude you from attending and voting in person at the Meeting should you subsequently decide to do so.
- If you prefer, you may return the proxy form to the Registrar in an envelope addressed to FREEPOST RLYX-GZTU-KRRG, Capita Registrars (Proxies), 34 Beckenham Road, Beckenham, Kent, BR3 9ZA.

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**Capita Registrars (Proxies)**

**PO Box 25**

**Beckenham**

**Kent**

**BR3 4BR**

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