

ENTERTAINMENT ONE LTD. (the "Company")
FORM OF PROXY FOR HOLDERS OF COMMON SHARES
ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON WEDNESDAY 16 SEPTEMBER 2015

Please use block capitals to fill out this form of proxy.

I/We of
Please Print Name(s) Please Print Address(es)

..... being (a) shareholder(s) of the Company, with
Please Print Address(es)

common shares respectively appoint of

..... or, failing him or her of

..... or, failing him or her, the duly appointed Chairman of the meeting to be my/our proxy with full power of substitution and to attend, speak, act and vote for me/us on my/our behalf in relation to common shares in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and in all other matters that may properly come before the meeting of the shareholders of the Company to be held at the offices of the Company at 134 Peter Street, Suite 700, Toronto, Ontario, Canada M5V 2H2 on Wednesday 16 September 2015 at 1:00 p.m. (EDT)/6:00 p.m. (BST) (the "Meeting") and at any adjournments or postponements thereof.

In respect of the following resolution, my/our proxy is instructed to vote as follows.

Please tick here if you are appointing more than one proxy. Number of common shares proxy appointed over

Resolutions	For	Against	Abstain
1 FOR receiving the Company's annual report and accounts;			
2 FOR approving the Directors' Remuneration Report of the financial year ended 31 March 2015;			
3 FOR the election of Allan Leighton to the Board of Directors of the Company;			
4 FOR the election of Darren Throop to the Board of Directors of the Company;			
5 FOR the election of Giles Willits to the Board of Directors of the Company;			
6 FOR the election of Bob Allan to the Board of Directors of the Company;			
7 FOR the election of Ronald Atkey to the Board of Directors of the Company;			
8 FOR the election of Clare Copeland to the Board of Directors of the Company;			
9 FOR the election of Garth Girvan to the Board of Directors of the Company;			
10 FOR the election of Mark Opzoomer to the Board of Directors of the Company;			
11 FOR the election of Linda Robinson to the Board of Directors of the Company;			
12 FOR the re-appointment of Deloitte LLP as auditors;			
13 FOR the approval to authorise the Board to agree the remuneration of the auditors of the Company;			
14. FOR authorising the Board generally and unconditionally pursuant to Article 2 of Part 3 of Schedule I of the Company's articles of incorporation, as amended (the "Articles") to allot Relevant Securities (as defined in the Articles): a) up to a maximum aggregate number of 98,508,523 Common Shares (being approximately 33.3 per cent. of the issued and outstanding Common Shares as at the Last Practicable Date) to such persons and upon such conditions as the Directors may determine; and b) comprising Relevant Securities up to an aggregate number of 197,017,045 Common Shares (being approximately 66.6 per cent. of the issued and outstanding Common Shares as at the Last Practicable Date) (that amount to be reduced by the aggregate nominal amount of shares allotted or Relevant Securities granted under paragraph (a) of this Resolution 14) in connection with an offer by way of rights issue: (i) to common Shareholders in proportion (as nearly as may be practicable) to their existing holdings; and (ii) to holders of other equity securities as required by the rights attaching to those securities, or subject to those rights, as the Directors otherwise consider necessary, and so that the Directors may impose any limits or restrictions and make any arrangements that they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter. These authorities will expire on 16 December 2016 or at the conclusion of the next annual general meeting of the Company, whichever is earlier, save that the Company may before that date of expiry make an offer or agreement which would or might require Relevant Securities to be allotted after that date of expiry and the Directors may allot Relevant Securities in pursuance of such an offer or agreement as if the authority conferred by this resolution had not expired;			
15. subject to the passing of Resolution 14, FOR authorising the Board generally and unconditionally pursuant to Article 4.1 of Part 3 of Schedule I of the Articles to allot Equity Securities (as defined in the Articles) pursuant to the authority conferred by Resolution 14 authorising the allotment of securities as if Article 3.1 of Part 3 of Schedule I of the Articles did not apply to the allotment, provided that such power would be limited to the allotment of: a) Equity Securities in connection with an offer of Equity Securities (but in the case of an allotment pursuant to the authority in Resolution 14(b) by way of rights issue only): (i) to common Shareholders in proportion (as nearly as may be practicable) to their existing holdings; and (ii) to holders of other Equity Securities as required by the rights attaching to those securities, or subject to those rights, as the Directors otherwise consider necessary, and so that the Directors may impose any limits or restrictions and make any arrangements that they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter; and b) otherwise than pursuant to sub-paragraph (a) above, Equity Securities pursuant to the authority in Resolution 14(a) up to a maximum aggregate number of 29,582,139 Common Shares (being approximately 10 per cent. of the issued and outstanding Common Shares as at the Last Practicable Date). These authorities will expire on 16 December 2016 or at the conclusion of the next annual general meeting of the Company, whichever is earlier, save that the Company may before that date of expiry make an offer or agreement which would or might require Equity Securities to be allotted after that date of expiry and the Directors may allot Equity Securities in pursuance of such an offer or agreement as if the authority conferred by this resolution had not expired;			

Resolutions	For	Against	Abstain
<p>16. FOR authorising the Company generally and unconditionally to make market purchases of its Common Shares provided that:</p> <p>a) the maximum aggregate number of Common Shares authorised to be purchased is 29,582,139 (being approximately 10 per cent. of the issued and outstanding Common Shares as at the Last Practicable Date);</p> <p>b) the minimum price (excluding expenses) per Common Share is not less than zero;</p> <p>c) the maximum price (excluding expenses) per Common Share is the higher of;</p> <p>(i) an amount equal to 105 per cent. of the average of the market value of a Common Share for the five business days immediately preceding the day on which the purchase is made; and</p> <p>(ii) the amount stipulated by Article 5(1) of the Buy-back and Stabilisation Regulations 2003.</p> <p>This authority, unless previously renewed, shall expire at the conclusion of the next annual general meeting of the Company to be held after the date of the passing of this resolution except in relation to the purchase of any Common Shares the contract for which was concluded before the date of expiry of the authority and which would or might be completed wholly or partly after that date;</p>			
<p>17. FOR the approval of the adoption of the proposed 2015 Executive Incentive Scheme (the "2015 EIS"), the principal terms of which are described in Schedule A of the management proxy circular, and to authorise the Directors to do everything necessary or desirable to implement the 2015 EIS and grant awards pursuant to it;</p>			
<p>18. FOR the approval of the adoption of the proposed Entertainment One Ltd. SAYE Share Option Scheme (the "SAYE Scheme"), the principal terms of which are described in Schedule B, to authorise the Directors to do everything necessary or desirable to implement the SAYE Scheme and grant options pursuant to it and to authorise the Directors to establish further schemes based on the SAYE Scheme, but modified to take account of local tax, exchange control or securities laws in territories outside the UK, as more particularly set out in Schedule B of the management proxy circular; and</p>			
<p>19. FOR the approval of the proposed amendments to the Director's Remuneration Policy described in the Chairman's letter accompanying the management proxy circular.</p>			

I/We authorise you to act in accordance with my/our instructions above. I/We hereby revoke any proxy previously given with respect to this Meeting.

Please tick to indicate your voting preference. If you do not complete this section, or if no voting instructions are indicated this proxy will be voted on as recommended by management of the Company

Dated: 2015

Signature: Name

Notes

- This form of proxy is solicited by or on behalf of management.
- This form of proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- If this form of proxy is not dated, it will be deemed to bear the date on which it is mailed by the Company to the holder.
- A proxy need not be a shareholder of the Company. Please insert the name of the person(s) of your choice that you wish to be appointed proxy in the space provided, failing which the Chairman of the Meeting will be appointed as your proxy.
- The Common Shares represented by this proxy will be voted as directed by the holder, however if this form is returned without an indication as to how the proxy shall vote on any matter, this proxy will be voted as recommended by the management of the Company.
- This form of proxy is for use by shareholders only. If the appointer is a corporate entity, this form of proxy must either be executed under its seal or under the hand of some officer or attorney duly authorised for that purpose. In the case of an individual the proxy must be signed by the appointer or his agent, duly authorised in writing.
- To be valid this form of proxy and the power or attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited with Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent, BR3 4TU, United Kingdom at no later than 1:00 p.m. (EDT)/6:00 p.m. (BST) on Monday 14 September 2015 or 48 hours prior to any reconvened Meeting in the event of an adjournment or postponement of the Meeting.
- Any alterations made to this form must be initialled by you.
- The completion and return of this form will not prevent you from attending the Meeting and voting in person should you so wish.
- In the case of joint holders:
 - the senior holder should sign the form, but the names of all other joint holders should be stated on the form;
 - the vote of the senior holder who tenders a vote, whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holders.

For those purposes, seniority is determined by the order in which your names stand in the Company's register of Shareholders in respect of the relevant shares.
- The appointment under this form of proxy may be terminated by the member prior to the commencement of the Meeting (or any adjournment of the Meeting). To be valid, the notice of termination of the authority of the person appointed to act as proxy must be deposited with the Company's registrar Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent, BR3 4TU, United Kingdom at no later than 1:00 p.m. (EDT)/6:00 p.m. (BST) on Monday 14 September 2015 or 48 hours prior to any reconvened Meeting in the event of an adjournment or postponement of the Meeting.
- The "Abstain" option is provided to enable a member to instruct a proxy not to vote on any particular resolution. However, it should be noted that an "abstention" is not a vote in Canadian law and will not be counted in the proportion of votes "For" and "Against" a resolution.
- You may appoint more than one proxy if each proxy is appointed to exercise the rights attached to different share or shares held by you. To appoint more than one proxy, additional forms may be obtained from Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent, BR3 4TU, United Kingdom or you may copy this form. If necessary, please indicate the number of Common Shares in relation to which your proxy is authorised to act (which in aggregate should not exceed the number of Common Shares held by you). If you leave the number of Common Shares blank, you will be deemed to have appointed your proxy in relation to all Common Shares held by you. Please also indicate by ticking the box provided, if the proxy appointment is one of multiple appointments being made by you. All forms must be signed and should be returned together in the same envelope.
- If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of the proxies will take precedence.
- If you want to revoke your proxy after you have signed and delivered it to Capita Asset Services, you may do so by delivering another properly executed form of proxy bearing a later date and delivering it as set out in paragraph 7 above or by clearly indicating in writing that you want to revoke your proxy and delivering this written documents to (i) the registered office of the Company at 134 Peter Street, Suite 700, Toronto, Ontario, Canada M5V 2H2, Attention: Giles Willits, at any time up to and including the last business day preceding the day of the Meeting, or any adjournment or postponement of the Meeting, or (ii) the Chairman of the Meeting prior to the commencement of the Meeting or any adjournment or postponement thereof, or in any other way permitted by law.