

ENTERTAINMENT ONE LTD.

(the “Corporation”)

FORM OF PROXY FOR HOLDERS OF COMMON SHARES

ANNUAL AND GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON SEPTEMBER 15, 2011

I/We
Please Print Name(s)

of
Please Print Address(es)

being (a) shareholder(s) of the Corporation with common shares respectively hereby appoint
..... of
or failing him/her

..... of

or failing him/her the duly appointed Chairman of the meeting as my/our proxy with full power of substitution and to attend, speak, act and vote for me/us and on my/our behalf in accordance with the following direction (or if no directions have been given, as the proxyholder sees fit) and at all other matters that may properly come before the meeting of the shareholders of the Corporation to be held on September 15, 2011 at 1.00 p.m. EDT (6.00 p.m. BST) at the offices of Osler, Hoskin & Harcourt LLP, Room CC8, 63rd Floor, 100 King Street West, Toronto, Ontario, M5X 1B8, Canada (the “Meeting”) and at any adjournment(s) or postponement(s) thereof. My proxy is instructed to vote on resolutions in respect of the matters specified in the Notice of the Meeting as indicated below:

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

RESOLUTIONS	For	Against	Abstain
1. To receive the Corporation’s annual reports and accounts			
2. Election of James Corsellis to the Board of Directors			
3. Election of Darren Throop to the Board of Directors			
4. Election of Patrice Theroux to the Board of Directors			
5. Election of Giles Willits to the Board of Directors			
6. Election of Clare Copeland to the Board of Directors			
7. Election of Bob Allan to the Board of Directors			
8. Election of Ronald Atkey to the Board of Directors			
9. Election of Garth Girvan to the Board of Directors			
10. Election of Robert Lantos to the Board of Directors			
11. Election of Mark Opzoomer to the Board of Directors			
12. Election of Mark Watts to the Board of Directors			
13. Appointment of Auditors To approve the appointment of Deloitte LLP, as auditors of the Corporation for the ensuing year and to authorize the directors to fix their remuneration.			
14. Authority to allot ordinary shares FOR authorizing the directors of the Corporation generally and unconditionally pursuant to Article 2 of Part 3 of Schedule I of the Corporation’s articles of amalgamation dated July 15, 2010 (the “Articles”) to exercise all the powers of the Corporation to allot Relevant Securities (as defined in Article 2.1(b) of Part 3 of the Articles) up to a maximum aggregate number of 63,951,161 Common Shares (being approximately 33.3% of the issued and outstanding Common Shares) to such persons and upon such conditions as the directors may determine. This authority will expire at the conclusion of the next annual general meeting of the Corporation, save that the Corporation 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; and			

continued overleaf

RESOLUTIONS (continued)	For	Against	Abstain
<p>15. Authority to disapply pre-emption rights</p> <p>Subject to the passing of Resolution 14, FOR authorizing the directors of the Corporation pursuant to Article 4.1 of Part 3 of Schedule I of the Articles (in substitution for any previous power conferred on the directors pursuant to that Article) to allot Equity Securities (as defined in Article 1.1 of Part 3 of the Articles) pursuant to the authority conferred by the resolution above authorizing the allotment of securities as if Article 3.1 of Part 3 of Schedule I of the Articles did not apply to that allotment, provided that such power would be limited to the allotment of:</p> <p>(a) Equity Securities in connection with a rights issue. For this purpose “rights issue” means an offer of Equity Securities open for acceptance for a period fixed by the directors to holders of Equity Securities on the register of members on a fixed record date in proportion to their respective holdings of such securities or in accordance with the rights attached to them but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or legal or practical problems under the laws of, or the requirements of any recognized regulatory body or any stock exchange in, any territory; and</p> <p>(b) (otherwise than pursuant to sub-paragraph (a) above) Equity Securities up to an aggregate of 9,592,674 Common Shares (being 5% of the issued and outstanding Common Shares).</p> <p>This authority shall expire at the conclusion of the next annual general meeting of the Corporation, save that the Corporation may before that date of expiry make an offer or agreement which would or might require such Equity Securities to be allotted after that date of expiry and the directors may allot such Equity Securities in pursuance of such an offer or agreement as if the authority conferred by this Resolution had not expired.</p>			

I/We authorize you to act in accordance with my/our instructions set out above. I/We hereby revoke any proxy previously given with respect to the Meeting.

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

Dated:

Signed:

Name:

NOTES

- A. This form of proxy is solicited by or on behalf of management.
- B. This form of proxy should be signed in the exact manner as the name(s) appear(s) on the proxy.
- C. If this form of proxy is not dated, it will be deemed to bear the date on which it is mailed by the Corporation to the holder.
- D. A proxy need not be a shareholder of the Corporation. Please insert the name of the person(s) of your own 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.
- E. 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 management of the Corporation.
- F. This form of proxy is for use by shareholders only. If the appointor is a corporate entity this form of proxy must either be under its seal or under the hand of some officer or attorney duly authorised for that purpose.
- G. To be valid, this form must be completed and posted to or deposited with Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent, BR3 4TU, United Kingdom no later than 1.00 p.m. (EDT)/6.00 p.m. (BST) on September 13, 2011, being 48 hours prior to the time of the Meeting.
- H. Any alterations made to this form must be initialled by you.
- I. The completion and return of this form will not prevent you from attending the Meeting and voting in person should you so wish.
- J. In the case of joint holders:
 - J.1 the senior should sign the form, but the names of all other joint holders should be stated on the form;
 - J.2 the vote of the senior 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 these purposes, seniority is determined by the order in which your names stand in the Corporation’s register of shareholders in respect of the relevant shares.
- K. The “abstention” 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.
- L. 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. All forms must be signed and should be returned together in the same envelope.