



**GLOBEOP FINANCIAL SERVICES S.A.**  
SOCIETE ANONYME  
REGISTERED OFFICE: 5 RUE GUILLAUME KROLL  
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**FORM OF PROXY AND VOTING INSTRUCTIONS to the Annual General Meeting (the "AGM") of GlobeOp Financial Services S.A. (the "Company") to be held on 26th April 2010**

**Important:** If you do not wish to attend the meetings in person, but wish to exercise your voting rights you may appoint a proxy to represent you at the meeting and vote on your behalf.

Voting rights shall be exercised in accordance with the statutory provisions and the Articles of Association by the following proxy and in accordance with voting instructions issued. Please indicate your choice by checking the box in (I) or (II) below. The proxy also needs an undoubted voting instruction for every item on the agenda.

Your duly completed and signed original proxy must be received by Computershare Investor Services (Jersey) Limited PO Box Ordnance House, 31 Pier Road, St Helier, Jersey, JE4 8PW Telephone +441534825268, Fax +441534825315, by 2:00 p.m. CET on 22 April 2010. The proxy will only be valid if it includes the shareholder's and his or her legal representative's first name, surname, number of shares held, official address and signature on both pages, as well as voting instructions.

Name of shareholder:

Number of shares held:

\_\_\_\_\_

First name

\_\_\_\_\_

Surname

Address:

\_\_\_\_\_

Street address

\_\_\_\_\_

Postal code

\_\_\_\_\_

City

**(I) Proxy of my choice**

I/We will not attend the AGM in person and appoint the following person(s) to vote on my/our behalf in accordance with the voting instructions attached hereto. (You need to provide voting instructions in order for the proxy to be accepted.)

Proxy:

Name:

\_\_\_\_\_

First name

\_\_\_\_\_

Surname

Address:

\_\_\_\_\_

Street address

\_\_\_\_\_

Postal code

\_\_\_\_\_

City

This proxy form includes a sub-proxy and may be transferred to a third party for exercise.

**(II) Proxy form and voting instructions to the designated GlobeOp Financial Services S.A. proxies**

I/We hereby authorize each of Ed Annunziato, Hans Hufschmid and Martin Veilleux together with the right to delegate his authority to another person, to represent me/us in the AGM and to exercise my/our voting rights on the notified items on the agendas in accordance with the voting instructions attached.

(Please sign below and complete the voting instructions on the next page.)

I/we grant the above-mentioned persons authority to vote at the AGM. This proxy form includes a sub-proxy and may be transferred to a third party for exercise. The designated proxies of the Company are each individually authorized. This proxy form must be filled out in full and may not include any other declarations. The proxy is only allowed to vote for the items on the agenda published in advance of the AGM with the convening notice for the AGM.

\_\_\_\_\_

Place

\_\_\_\_\_

Date

\_\_\_\_\_ April 2010

\_\_\_\_\_

Signature (shareholder)

Please state your telephone number in case we need to contact you:

\_\_\_\_\_

\_\_\_\_\_

Signature (joint shareholder; where applicable)

# INDIVIDUAL VOTING INSTRUCTIONS

## GLOBEOP FINANCIAL SERVICES S.A.

**Date of AGM: 26 April 2010**

Name of shareholder:

Number of shares held:

\_\_\_\_\_

First name

\_\_\_\_\_

Surname

Below are my voting instructions:

### Item on AGM agenda

	Yes	No	Abstention
1 Presentation of the statutory Management Report and the consolidated Management Report for the fiscal year ended 31 December 2009		No resolution required	
2 Presentation of the reports by the Auditors of the Company in respect of the statutory financial statements of the Company and in respect of the consolidated financial statements of the Company and its group, for the fiscal year ended 31 December 2009		No resolution required	
3 Presentation of the report on conflicts pursuant to article 57 of the Luxembourg Company Law and the report in relation to Article 11 of the Luxembourg Law on Takeovers of 19 May 2006		No resolution required	
4 Approval of the statutory financial statements of the Company for the fiscal year ended 31 December 2009	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Approval of the consolidated financial statements of the Company and its group for the fiscal year ended 31 December 2009	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 Allocation of the net results of the Company for the fiscal year ended 31 December 2009 and approval of distributions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 Discharge (quitus) to all the Directors of the Company who have been in office during the fiscal year ended 31 December 2009	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 Authorization of the Company, or any wholly-owned subsidiary, to from time to time purchase, acquire or receive shares in the Company up to 10% of the issued share capital from time to time, over the stock exchange or in privately negotiated transactions or otherwise... (please see the Notice for full details)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 Re-appointment of Hans Hufschmid, for a term ending at the annual general meeting of the Company in 2013 approving the statutory accounts for the year ending 31 December 2012	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 Re-appointment of Ed Nicoll, for a term ending at the annual general meeting of the Company in 2013 approving the statutory accounts for the year ending 31 December 2012	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 Re-appointment of Arun Seth, for a term ending at the annual general meeting of the Company in 2013 approving the statutory accounts for the year ending 31 December 2012	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 Confirmation of the appointment of Vernon Barback, for a term ending at the general meeting of the Company in 2012 approving the statutory accounts for the year ending 31 December 2011	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 Approval of the Directors' remuneration and presentation of the report on the compensation of the Chairman and the board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14 Appointment of PricewaterhouseCoopers S.à. r.l. as auditors of the Company for the period ending at the general meeting of shareholders approving the statutory financial statements of the Company for the year ending 31 December 2010	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\_\_\_\_\_ April 2010

Place

Date

\_\_\_\_\_

Signature (shareholder)

Please state your telephone number in case we need to contact you:

\_\_\_\_\_

\_\_\_\_\_

Signature (joint shareholder, where applicable)