

**All Correspondence to:**  
 The office of the Depository  
 Computershare Investor Services PLC  
 The Pavilions, Bridgwater Road,  
 Bristol, BS99 6ZY  
 United Kingdom

MR A SAMPLE  
 < DESIGNATION >  
 SAMPLE STREET  
 SAMPLE TOWN  
 SAMPLE CITY  
 SAMPLE COUNTY  
 AA11 1AA

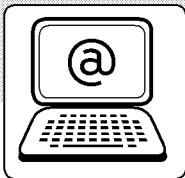


**Holder Reference Number**

C0000000000



**Form of Instruction - Annual Meeting of Stockholders to be held on October 20, 2014 at 9.00 am (EST)**



**To View the Annual Report and Notice of Meeting online visit:**

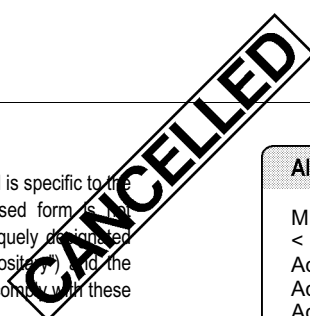
**ir.spsy.com**

**To be effective, all forms of instruction must be lodged at the office of the Depository at:  
 Computershare Investor Services PLC, The Pavilions, Bridgwater Rd, Bristol BS99 6ZY, United Kingdom by October 16, 2014 at 9.00 am (EST) 2.00 pm (BST).**

**Explanatory Notes:**

1. Please indicate, by placing "X" in the appropriate space overleaf, how you wish your votes to be cast in respect of each of the Resolutions. If this form is duly signed and returned, but without specific direction as to how you wish your votes to be cast, the form will be rejected.
2. The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular Resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a Resolution.
3. To give an instruction via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) not later than October 16, 2014 at 2.00 pm (BST). For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid an appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
4. Any alterations made in this form should be initialled.
5. The completion and return of this form will not preclude a holder from attending the meeting and voting in person. Should the holder, or a representative of that holder wish to attend the meeting and/or vote at the meeting, they must notify the Depository in writing or email UKALLDIteam2@computershare.co.uk
6. Entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Depository Interest Register at close of business on August 18, 2014. Changes to entries on the Depository Interest Register after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.

**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 (i) account holders; or (ii) uniquely designated accounts. Computershare Investor Services PLC (the "Depository") and the Custodian accept no liability for any instruction that does not comply with these conditions.



**All Named Holders**

MR A SAMPLE  
 < Designation >  
 Additional Holder 1  
 Additional Holder 2  
 Additional Holder 3  
 Additional Holder 4



# Form of Instruction



Please use a **black** pen. Mark with an **X** inside the box as shown in this example.



C0000000000

I/We hereby instruct the Custodian "Computershare Company Nominees Limited" to vote on my/our behalf at the Annual Meeting of Stockholders of the Company to be held at **the Providence Biltmore Hotel, 11 Dorrance Street, in Providence, Rhode Island, United States of America**, on 20 October 2014 at **9.00 am (EST) 2.00 pm (BST)** and at any adjournment thereof.

**CANCELLED**

## Resolutions

**Item 1.** Election of Directors Duly Nominated:

	For	Vote Withheld	
1.1 To elect BJ Penn as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	
1.2 To elect Dr. Nabil M. Lawandy as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	
1.3 To elect Roland Puton as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	
1.4 To elect Martin Jaskel as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	
1.5 To elect Jeffrey Donohue as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	
1.6 To elect Donald Stanford as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	
1.7 To elect Dr. Oussama Salam as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	
	For	Against	Abstain
<b>Item 2.</b> Ratification of appointment of Miller Wachman LLP as the Company's independent auditors for the fiscal year ending December 31, 2014.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature

Date

**CANCELLED**

MM / YY

In the case of joint holders, only one holder need sign. In the case of a corporation or other entity, the Form of Instruction must be signed by a duly authorised official whose capacity should be stated, or by an attorney.

