

ADDITIONAL NOTES REGARDING THE COMPLETION OF THIS TENDER FORM

In order to be effective, this Tender Form must, except as mentioned below, be signed by the registered holder or, in the case of a joint holding, by ALL the joint holders or under a power of attorney. A body corporate incorporated in England and Wales may execute this Tender Form under its common seal, the seal being affixed and witnessed in accordance with its articles of association or other regulations. Alternatively, a company to which the Companies Act 2006 applies may execute this Tender Form by a director and the company secretary or by two directors signing this Tender Form and inserting the name of the company above their signatures. Each such person signing this Tender Form should state the office which he/she holds in the relevant company.

In order to avoid inconvenience and delay, the following points may assist you:

1. If a holder is away from home (e.g. abroad or on holiday):

Send this Tender Form by the quickest means (e.g. airmail) to the holder (but not in or into the United States, Australia, Canada, South Africa or Japan) for execution or, if he has executed a power of attorney, have this Tender Form signed by the attorney in the presence of a witness who must also sign this Tender Form. In the latter case, the original power of attorney (or a copy thereof duly certified in accordance with the Powers of Attorney Act 1971 by, for example, a solicitor) must be lodged with this Tender Form. **No other signatures are acceptable.**

2. If you have sold or transferred all, or wish to sell or transfer part, of your holding of Ordinary Shares:

If you have sold or transferred all of your Ordinary Shares, you should send all documentation (but not this tender form) at once to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee (but not in or into the United States, Australia, Canada, South Africa or Japan). If your Ordinary Shares are in certificated form, and you wish to sell or transfer part of your holding of Ordinary Shares and to accept the Offer in respect of the balance but are unable to obtain the balance share certificate by 5 December 2013, you should ensure that the stockbroker, bank or other agent through whom you make the sale or transfer obtains the appropriate endorsement or indication, signed on behalf of the Company’s Registrars, Capita Asset Services, Corporate Actions, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU, in respect of the balance of your holding of Ordinary Shares.

3. If the sole holder has died:

A grant of probate or letters of administration must be obtained in respect of the relevant Ordinary Shares. If the grant of probate or letters of administration has/have been registered with the Registrars, this Tender Form must be signed by the personal representative(s) of the deceased holder each in the presence of an independent witness who must also sign this Tender Form. This Tender Form should then be lodged with Capita Asset Services at either of the addresses given on the cover page of this Tender Form, together with the relevant share certificate(s) and/or other document(s) of title. If the grant of probate or letters of administration has/have not been registered with the Registrars, the personal representative(s) or the prospective personal representative(s) should sign this Tender Form and forward it to Capita Asset Services at either of the addresses given on the cover page of this Tender Form, together with the relevant share certificate(s) and/or other document(s) of title. However, once obtained, the grant of probate or letters of administration must be lodged before any consideration due under the Current Tender Offer can be forwarded to the personal representative(s).

4. If one of the joint holders has died:

This Tender Form is valid if signed by the surviving holder(s) (each in the presence of an independent witness) and, if the Ordinary Shares are held in certificated form, lodged with the share certificate(s) and/or other document(s) of title and, in all cases, death certificate(s), and an office copy grant of probate or letters of administration of the deceased holder. These documents will be returned as directed.

5. If your Ordinary Shares are in certificated form and the certificate(s) are held by your stockbroker, bank or other agent:

(a) If your share certificate(s) and/or other document(s) of title is/are with your stockbroker, bank or other agent, you should complete this Tender Form and, if the certificate(s) is/are readily available, arrange for this Tender Form to be lodged by such agent with Capita Asset Services at either of the addresses given on the cover page of this Tender Form, accompanied by the share certificate(s) and/or other document(s) of title.

(b) If the certificate(s) is/are not readily available, lodge this Tender Form with Capita Asset Services at either of the addresses given on the cover page of this Tender Form, duly completed together with a note saying e.g. “certificate(s) to follow”, and arrange for the certificate(s) to be forwarded as soon as possible thereafter. (It will be helpful for your agent, unless he is in the United States, Australia, Canada, South Africa or Japan, to be informed of the full terms of the Current Tender Offer.)

6. If your Ordinary Shares are in certificated form and you have lost any of your share certificate(s) and/or other document(s) of title:

Complete and execute this Tender Form and lodge it, together with a letter of explanation and any share certificate(s) and/or other document(s) of title which are available, with Capita Asset Services at the address given on the cover page of this Tender Form. At the same time you should write to, Capita Asset Services, Corporate Actions, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU, requesting a letter of indemnity for the lost share certificate(s) and/or other document(s) of title. When completed in accordance with the instructions given, you should return the letter of indemnity to Capita Asset Services at either of the addresses given on the cover page of this Tender Form.

7. If your Ordinary Shares are in CREST:

You should take the action set out in paragraph 3(c) of Part II of the Circular to transfer your Ordinary Shares which you are tendering to an escrow balance.

8. If the Tender Form is signed under a power of attorney:

The completed Tender Form, together with any share certificate(s) and/or other document(s) of title, should be lodged with Capita Asset Services at either of the addresses set out on the cover page of this Tender Form, accompanied by the original power of attorney (or a copy thereof duly certified in accordance with the Powers of Attorney Act 1971 by, for example, a solicitor). The power of attorney will be duly noted by Capita Asset Services and returned as directed.

9. If your full name or other particulars differ from those appearing on your share certificate:

(a) Incorrect name e.g.:

Name on the certificate(s)..... John Smith
Correct name..... Jon Smyth

complete this Tender Form with the correct name and lodge it, accompanied by a letter from your bank, stockbroker or solicitor confirming that the person described on the certificate and the person who has signed this Tender Form are one and the same.

(b) Incorrect address: insert the correct address in Box 3 of this Tender Form.

(c) Change of name: lodge your marriage certificate or the deed poll with this Tender Form for noting. These documents will be returned as directed.

10. If you are outside the United Kingdom:

The attention of Overseas Shareholders is drawn to paragraph 2 of Part II of the Circular. Without prejudice to 2 of Part II of the Circular, the Company and/or its agents reserve the right to treat as valid any Tender Form which is not entirely in order or which is not accompanied by the relevant transfer to escrow or (as appropriate) the relevant share certificate(s) and/or other document(s) of title.

11. Payment of Consideration:

The consideration payable under the Offer cannot be sent to you until all relevant documents have been properly completed and sent by post or by hand (during normal business hours) to Capita Asset Services at either of the addresses set out on the cover page of this Tender Form.

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you are recommended to seek your own independent financial advice from your stockbroker, bank manager, solicitor, accountant or other appropriately qualified independent financial adviser authorised under the Financial Services and Markets Act 2000 (as amended) if you are in the United Kingdom, or, if not, from another appropriately authorised financial adviser.

This Tender Form should be read in conjunction with the Tender Offer Document relating to the Current Tender Offer sent to Shareholders of the Company on 13 November 2013 (the “Tender Offer Document”). Unless the context otherwise requires, the definitions used in the Tender Offer Document apply to this Tender Form.

If you have sold or otherwise transferred all of your Ordinary Shares, you should pass all of the accompanying documents, but not this personalised tender form, as soon as possible, to the purchaser or transferee or to the other person through whom the sale or transfer was effected for transmission to the purchaser or transferee. However, such documents should not be forwarded to, or transmitted in or into the United States, Canada, Australia, South Africa or Japan. The attention of Shareholders who are resident in, or citizens, nationals or residents of, territories outside the United Kingdom is drawn to paragraph 2 of Part II of the accompanying Tender Offer Document.

The Current Tender Offer is not being made directly or indirectly in or into or by the use of the mails of by any means or instrumentality (including, without limitation, facsimile transmission, telex and telephone) or interstate or foreign commerce, or any facility of a national securities exchange of, the United States, Canada, Australia, South Africa or Japan. Doing so may render invalid ay purported acceptance. Accordingly, copies of this document, the Tender Offer Document and any related documents are not being and must not be mailed or otherwise distributed or sent in, into or from the United States, Canada, Australia, South Africa or Japan, including to Shareholders with registered addresses in the United States, Canada, Australia, South Africa or Japan or to persons who are custodians, nominees or trustees holding Ordinary Shares for persons in the United States, Canada, Australia, South Africa or Japan. Persons receiving such documents (including, without limitations, custodians, nominees and trustees) should not distribute, send or mail them in, into or from the United States, Canada, Australia, South Africa or Japan or use such mails or any such means, instrumentality or facility in connection with the Current Tender Offer, and doing so will render invalid any purported acceptance of the Current Tender Offer. If, in connection with making the Current Tender Offer, notwithstanding the restrictions described above, any person (including, without limitation, custodians, nominees and trustees), whether pursuant to a contractual or legal obligation or otherwise, forwards this document, the Tender Offer Document or any related documents in, into or from the United States, Canada, Australia, South Africa or Japan or uses the mails of, or any means or instrumentality (including, without limitation, facsimile transmission, telex and telephone) of interstate or foreign commerce of, or any facility of a national securities exchange of the United States, Canada, Australia, South Africa or Japan in connection with such forwarding, such persons should (i) inform the recipient of such fact; (ii) explain to the recipient that such action may invalidate any purported acceptance by the recipient; and (iii) draw the attention of the recipient to paragraph 2 of Part II of the Tender Offer Document.

PME African Infrastructure Opportunities plc

(Incorporated and registered in the Isle of Man under the Isle of Man Companies Acts 1931 to 2004 with number 120060C)

Tender Form

For use in respect of the Current Tender Offer by

**the Company
to purchase up to 26 Ordinary Shares for every 100 Ordinary Shares held
at a price of US\$0.28 per Ordinary Share**

**IF YOU DO NOT WISH TO TENDER ANY OF YOUR ORDINARY SHARES IN THE CURRENT TENDER OFFER,
DO NOT COMPLETE OR RETURN THE TENDER FORM**

Valid Tenders must be received by 1.00 p.m. (London time) on 5 December 2013

ACTION TO BE TAKEN

- To tender Ordinary Shares you should complete Box 1 and Box 3 (on page 3) of this Tender Form
- Sign Box 2 (on page 3) in the presence of a witness, who must be over 18 years of age and who must also sign and give his/her name and address
- If the Ordinary Shares tendered are held jointly with others, all joint holders must sign
- Complete, if relevant, Box 4, Box 5 and Box 6 (on page 3)
- Return this Tender Form, duly completed and signed together with, if you hold your Ordinary Shares in certificated form, your Share certificate(s) or other document(s) of title, by post to Capita Asset Services, Corporate Actions, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU or by hand (during normal business hours) to the same address, as soon as possible and, in any event, so as to be received not later than 1.00 p.m. on 5 December 2013. A reply paid envelope is enclosed for your convenience.

Notes

If you hold your Ordinary Shares in certificated form and your Share certificate(s) is/are currently unavailable, complete this Tender Form and forward the Share certificate(s) to Capita Asset Services, Corporate Actions, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU or by hand (during normal business hours only) to the same address as soon as possible thereafter and, in any event, by 1.00 p.m. on 5 December 2013.

If you hold Ordinary Shares under different designations, you should complete a separate Tender Form for each designation. You can obtain further Tender Forms from Capita Asset Services at the address above. Please read Part II of the Tender Offer Document, which sets out the terms and conditions of the Current Tender Offer which are deemed to be incorporated in, and form part of, this Tender Form.

A Tender Form returned postmarked in the United States, Canada, Australia, South Africa or Japan, or otherwise appearing to the Company or its agents to have been sent from the United States, Canada, Australia, South Africa or Japan, may not be accepted as a valid tender.

If you have any questions relating to this document, any of the Tender Form or making a TTE instruction, please telephone Capita Asset Services between 9.00 a.m. and 5.30 p.m. (London time) Monday to Friday on 0871 664 0321 from within the UK or +44 20 8639 3399 if calling from outside the UK. Calls to the 0871 664 0321 number cost 10 pence per minute (including VAT) plus your service provider’s network extras. Calls to the helpline from outside the UK will be charged at applicable international rates. Different charges may apply to calls from mobile telephones and calls may be recorded and randomly monitored for security and training purposes. The helpline cannot provide advice on the merits of the Proposals nor give any financial, legal or tax advice.

If you are in any doubt as to how to complete this Tender Form, please contact Capita Asset Services on either of the telephone numbers listed above. For legal reasons, Capita Asset Services will not be able to provide advice on the merits of the Offer or provide financial advice.

DO NOT DETACH ANY PART OF THIS TENDER FORM

HOW TO COMPLETE THE TENDER FORM ON PAGE 3

The provisions of Part II of the Tender Offer Document are deemed to be incorporated in and form part of this Tender Form.

1 THE CURRENT TENDER OFFER

I/We, whose signature(s) appear(s) in Box 2, having received and read the Tender Offer Document, hereby irrevocably offer to sell to the Company the number of Ordinary Shares inserted in Box 1 at the indicated Tender Price, on the terms and subject to the conditions set out in Part II of the Tender Offer Document and in this Tender Form, for settlement in cash.

To the extent that my/our Ordinary Shares are held in certificated form and my/our Share certificate(s) is/are readily available, I/we enclose the Share certificate(s) and/or other document(s) of title in respect of the Ordinary Shares tendered.

I/We acknowledge and agree that if I/we do not specify a number of Ordinary Shares, the Company may deem this Tender Form to be invalid without further reference to me/us.

Election to participate in the Current Tender Offer

If you wish to tender some or all of your Entitlement, please insert the number of Ordinary Shares that you wish to tender.

2 SIGNATURES

If you wish to participate in the Current Tender Offer you MUST sign Box 2, regardless of which other Box(es) you complete. In the case of a joint holding, all the joint holders must sign.

By signing Box 2 you irrevocably undertake, represent, warrant and agree as provided in paragraph 4 of Part II of the Tender Offer Document.

Each individual signing must do so in the presence of an independent witness, who must be over 18 years of age and should not be one of the joint registered holders or otherwise have any financial interest in the relevant Ordinary Shares or in the proceeds resulting from the execution of this Tender Form. The witness should state his or her name and address and sign where indicated. The same person may witness each signature of joint holders.

If this Tender Form is not signed by the registered holder(s), insert the name(s) and the capacity (e.g. executor(s)) of the person(s) signing this Tender Form. You should deliver evidence of your authority in accordance with the Notes on page 4.

A company incorporated in England and Wales may affix its common seal, which should also be witnessed in accordance with its articles of association or other applicable regulation. Alternatively, a company to which the Companies Act 2006 applies may execute this Tender Form as a deed by two directors or one director and the company secretary in the execution part of Box 2.

3 FULL NAMES AND ADDRESS(ES)

Complete Box 3 with the full name and address of the sole or first-named registered holder together with the full names and addresses of all other joint holders in BLOCK CAPITALS if no details are shown in Box 1 or the details are incorrect.

4 ALTERNATIVE ADDRESS FOR CONSIDERATION AND RETURNED DOCUMENT(S)

If you want your consideration and/or other documents to be sent to someone other than the first-named registered holder at the address set out in Box 3 (e.g. your bank manager or stockbroker) you should complete Box 4 (but not with an address in United States, Canada, Australia, South Africa or Japan).

5 OVERSEAS SHAREHOLDERS

If you are unable to give the representations and warranties required by paragraph 4 of Part II of the Tender Offer Document, you must put "NO" in Box 5. Unless you put "NO" in Box 5 then, by signing and returning this Tender Form, you will be deemed to have given the representations and warranties required by paragraph 4 of Part II of the Tender Offer Document. If you put "NO" in Box 5 then you may be deemed not to have validly accepted the Current Tender Offer or to have made a valid election thereunder. Your attention is also drawn to Box 4.

Notes:

PLEASE REMEMBER TO SEND US YOUR VALID PME AFRICAN INFRASTRUCTURE OPPORTUNITIES PLC ORDINARY US\$0.01 SHARE CERTIFICATE(S)

TENDER FORM

IF YOU DO NOT WISH TO TENDER ANY OF YOUR ORDINARY SHARES IN THE CURRENT TENDER OFFER DO NOT COMPLETE OR RETURN THIS TENDER FORM

1 ELECTION TO PARTICIPATE IN THE TENDER OFFER

If you wish to tender Ordinary Shares, subject to the terms and conditions set out in the Tender Offer Document and this Tender Form, you should insert the number of Ordinary Shares you wish to tender up to a maximum of 26% of the Ordinary Shares held by you at the Record Date in Box 1A.

1A- Shares to be tendered	
1B- Registered holding of Ordinary Shares on 12 November 2013 (for information purposes only)	

2 ALL SHAREHOLDERS TO SIGN HERE TO PARTICIPATE IN THE CURRENT TENDER OFFER. NB ALL SHAREHOLDER SIGNATURE(S) MUST BE WITNESSED.

Execution by individuals signed and delivered as a deed by:

	Holder and Date	Witnessed by Signature	Witness name and address
1	<input type="text"/>	<input type="text"/>	<input type="text"/>
2	<input type="text"/>	<input type="text"/>	<input type="text"/>
3	<input type="text"/>	<input type="text"/>	<input type="text"/>
4	<input type="text"/>	<input type="text"/>	<input type="text"/>

Please enter a daytime telephone number (including STD Code) where you can be reached in the event of a query arising from the completion of the Tender Form

NOTE: the witness must be a person who is 18 years of age who is not another joint holder and the same witness may witness on behalf of all or any registered holders

Execution by a Company: The common seal was affixed/executed as a deed on behalf of the Company named above in the presence of:

Affix
Company
Seal Here

Name of Company

Signature

Name of Director

Signature

Name of *Director/Secretary

*Delete as appropriate

3 FULL NAME(S) AND ADDRESS (To be completed in BLOCK CAPITALS)

First registered holder Forename(s)	Second registered holder Forename(s)	Third registered holder Forename(s)	Fourth registered holder Forename(s)
(Mr/Mrs/Ms/Title) Surname Address	(Mr/Mrs/Ms/Title) Surname	(Mr/Mrs/Ms/Title) Surname	(Mr/Mrs/Ms/Title) Surname
Postcode			

4 ALTERNATIVE ADDRESS FOR DESPATCH OF CONSIDERATION

Address outside Australia, Canada, Japan, South Africa and USA to which consideration is to be sent, if not as specified above.

Name & Address (inc Postcode):

5 OVERSEAS SHAREHOLDERS

Please put "NO" in Box 5 if you are unable to give the representations and warranties set out in paragraph 4 of Part II of the Circular.