

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 immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000 if you are resident in the United Kingdom or, if not, another appropriately authorised independent financial adviser in your own jurisdiction.

If you have sold or otherwise transferred all of your Ordinary Shares in JSJS Designs plc, please forward this document together with the accompanying Form of Proxy as soon as possible 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. However, such documents should not be distributed, forwarded or transmitted in or into any jurisdiction in which such an act would constitute a breach of the relevant laws of such jurisdiction.

Application will be made to the London Stock Exchange for the Placing Shares to be admitted to trading on AIM. It is expected that admission to AIM will become effective and dealings in the Placing Shares will commence at 8.00 a.m. on 30 September 2011 in respect of the Firm Placing Shares and at 8.00 a.m. on 18 October 2011 in respect of the Conditional Placing Shares.

AIM is a market designed primarily for emerging or smaller companies to which a higher investment risk tends to be attached than to larger or more established companies. AIM securities are not admitted to the Official List of the UK Listing Authority. Neither the London Stock Exchange nor the UK Listing Authority has examined or approved the contents of this document.

JSJS DESIGNS PLC

(Incorporated and registered in England and Wales under the Companies Act 1985 with registered number 06690180)

Conditional Placing of 50,000,000 new Ordinary Shares of 0.1 pence each at 1 pence per share Notice of General Meeting

Your attention is drawn to the letter from the Chairman of the Company, which is set out on pages 6 to 10 of this document and which recommends that you vote in favour of the Resolution to be proposed at the General Meeting.

WH Ireland Limited ("WHI"), which is authorised and regulated in the United Kingdom by the Financial Services Authority, is acting exclusively for the Company in relation to the Placing, First Admission and Second Admission and will not be responsible to any person other than the Company under the Financial Services and Markets Act 2000, the rules of the Financial Services Authority or otherwise for providing the protections afforded to its clients or for advising any other person in relation to the contents of this document, the Placing or any matter, transaction or arrangement referred to in this document. WHI is not making any representation or warranty, express or implied, as to the contents of this document.

The release, publication or distribution of this document in jurisdictions other than the United Kingdom may be restricted by law and therefore any persons into whose possession this document comes should inform themselves about and observe any applicable restrictions or requirements. No action has been taken by the Company or WHI that would permit possession or distribution of this document in any jurisdiction where action for that purpose is required. Any failure to comply with such restrictions or requirements may constitute a violation of the securities laws of any such jurisdiction.

The Directors, whose names appear on page 6 of this document, accept responsibility for the information contained in this document including individual and collective responsibility for compliance with the AIM Rules. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

Notice of a General Meeting of the Company to be held at the offices of BPE Solicitors, St James House, St James Square, Cheltenham GL50 3PR at 10 a.m. on 17 October 2011, at which the resolution will be put to holders of Ordinary Shares. The Resolution is set out at the end of this document. To be valid a Form of Proxy for use at the meeting by Shareholders must be completed and returned as soon as possible, and, in any event, so as to be received no later than 10 a.m. on 15 October 2011, being 48 hours before the time appointed for the holding of the General Meeting.

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PLACING STATISTICS

Placing Price	1 pence
Number of Ordinary Shares currently in issue	255,233,333
Number of Firm Placing Shares being placed on behalf of the Company	50,000,000
Number of Consideration Shares	14,207,102
Number of Conditional Placing Shares being placed on behalf of the Company	50,000,000
Approximate net proceeds of the Placings	£1 million
Number of Ordinary Shares in issue immediately following First Admission	305,233,333
Number of Ordinary Shares in issue immediately following Second Admission	369,440,435
New Ordinary Shares as a percentage of the Enlarged Share Capital	30.91 per. cent.

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

First Admission and commencement of dealings in the Firm Placing Shares and CREST accounts credited	8.00 a.m. on 30 September 2011
Latest time and date for receipt of forms of proxy to be valid at the General Meeting	10.00 a.m. on 15 October 2011
General Meeting	10.00 a.m. on 17 October 2011
Second Admission and commencement of dealings in the Conditional Placing Shares and CREST accounts credited*	8.00 a.m. on 18 October 2011

*This event is conditional, *inter alia*, on the passing of the Resolution.

DEFINITIONS

“Act”	the Companies Act 2006
“AIM”	AIM, a market operated by the London Stock Exchange plc
“AIM Rules”	the AIM Rules for Companies as published by the London Stock Exchange from time to time
“Board” or “Directors”	the directors of the Company whose names appear on page 6 of this document
“Company” or “JSJS”	JSJS Designs plc, a company incorporated and registered in England and Wales with registered number 06690180
“Conditional Placing”	the conditional placing of the Conditional Placing Shares
“Conditional Placing Shares”	the 50,000,000 Ordinary Shares conditionally placed with investors and which it is proposed will be allotted following the General Meeting, subject to the passing of the Resolution
“Consideration Shares”	the 14,207,102 new Ordinary Shares to be issued in satisfaction of certain liabilities
“Convertible Loan Note”	the convertible loan note to be issued to one of the Company’s suppliers, further details of which are set out in this document
“CREST”	the computerised settlement system (as defined in the CREST Regulations) operated by Euroclear which facilitates the transfer of title to shares in uncertificated form
“Enlarged Share Capital”	the Ordinary Shares in issue immediately following Second Admission
“Firm Placing”	the placing by WHI of the Firm Placing Shares
“Firm Placing Shares”	the 50,000,000 Ordinary Shares unconditionally placed with investors and to be issued on or around 30 September 2011 in accordance with authorities to allot shares which have, prior to the date of this document, been conferred on the Directors
“First Admission”	the admission of the Firm Placing Shares to trading on AIM becoming effective in accordance with Rule 6 of the AIM Rules
“Form of Proxy”	the form of proxy for use in connection with the General Meeting which accompanies this document
“General Meeting” or “GM”	the general meeting of the Company convened for 10 a.m. on 17 October 2011, the notice convening which is set out at the end of this document
“London Stock Exchange”	London Stock Exchange plc
“New Ordinary Shares”	together the Firm Placing Shares, the Conditional Placing Shares and the Consideration Shares

“Ordinary Shares”	ordinary shares of 0.1 pence each in the capital of the Company
“Placings”	the Firm Placing and the Conditional Placing
“Placing Agreement”	the agreement dated 29 September 2011 between the Company and WHI which sets out the obligations of the Company and WHI in connection with the Firm Placing
“Placing Price”	1 pence per Placing Share
“Placing Shares”	the Conditional Placing Shares and the Firm Placing Shares
“Resolution”	the resolution to be proposed at the GM
“Second Admission”	the admission of the Conditional Placing Shares and the Consideration Shares to trading on AIM becoming effective in accordance with Rule 6 of the AIM Rules
“Shareholders”	holders of issued Ordinary Shares
“WHI”	WH Ireland Limited

LETTER FROM THE CHAIRMAN

JSJS Designs plc

(Incorporated and registered in England and Wales under the Companies Act 1985 with registered number 06690180)

Directors:

Mike Lord (Non-Executive Chairman)
John Shermer (Chief Executive)
John Sinclair (Chief Technical Officer)
Frank Tiller (Finance Director)
Simon Lane (Sales Director)

Registered Office:

The Birmingham Science Park Aston
Faraday Wharf
Holt Street
Birmingham
B7 4BB

29 September 2011

To the holders of the Ordinary Shares, and for information, to the holders of share options

Dear Shareholder,

**Conditional Placing of 50,000,000 new Ordinary Shares
of 0.1pence each at 1 pence per share
Notice of General Meeting**

Introduction

1. Introduction and summary

The purpose of this document is to provide you with details of, and the reasons for, the Placings, and of the proposed Resolution, the passing of which is necessary to permit the issue of the Conditional Placing Shares and other cash placings of Ordinary Shares from time to time.

The Company announced earlier today that it proposes to raise approximately £1 million through a placing of Ordinary Shares. The Placing will be split into two tranches, the Firm Placing and the Conditional Placing, both at a placing price of 1 pence per Ordinary Share. The Firm Placing consists of the placing of 50,000,000 Ordinary Shares and the Conditional Placing consists of the placing of 50,000,000 Ordinary Shares.

It is expected that the Firm Placing Shares will be issued and admitted to trading on AIM on or about 8.00 a.m. on 30 September 2011, provided the Firm Placing Agreement is not terminated prior to this date. The issue of the Conditional Placing Shares is conditional on the passing by Shareholders of the Resolution, which will give the Directors authority to allot the Conditional Placing Shares otherwise than on a pre-emptive basis. Subject, *inter alia*, to the passing of the Resolution at the General Meeting and Second Admission, the Conditional Placing Shares are expected to be admitted to trading on AIM on or about 8.00 a.m on 18 October 2011.

The Directors have irrevocably undertaken to vote in favour of the Resolution in respect of their holdings of 120,375,000 Ordinary Shares, representing, in aggregate, approximately 47.2 per cent. of the Company's issued Ordinary Shares as at the date of this document.

The purpose of this document is to provide you with information about the background to and the reasons for the Placings, to explain why the Board considers the Placings to be in the best interests of the Company and its Shareholders as a whole and why the Directors recommend that you vote in favour of the Resolution to be proposed at the General Meeting, notice of which is set out at the end of this document.

2. Background to and reasons for the Placings

As indicated in the Company's interim results released on 30 June 2011 and reiterated in a corporate update announced on 5 September 2011 which is set out in paragraph 3 below, the Company has for some time been seeking to secure additional funding in order to facilitate further product development and to meet the additional working capital requirement as the Company's commercial activity increases.

Pleasingly, the Company received demand in excess of its present level of share authorities. As a result, to accommodate the demand the placing has been split into a Firm Placing and Conditional Placing. The Board is delighted with total gross fundraising balance of approximately £1 million which will allow the Company to continue its development as currently projected by the Board.

3. Trading update

On 5 September 2011 the Company released the following announcement as a corporate update:

"JSJS (AIM: JSJS), specialists in the design, development and manufacture of home automation systems using its LightwaveRF™ technology to enable consumers to remotely operate everyday household appliances, updates the market today on a number of commercial initiatives converted in the period since the Company's half year results to 31 March 2011 were announced in June.

Response Electronics Limited ("Response Electronics"), the UK's leading supplier of self-installed Intruder Alarms, has taken delivery of its first stocking order of £20,000 to service its online sales operation. With Response Electronics' staff now fully-trained and ready to support the sales force, it intends to market the full JSJS product range to its 200,000 plus strong database of existing customers as well as to the general public through www.responseelectronics.com

In addition, MCC Group Limited ("MCC"), an Apple premium reseller, has installed point of sale displays into its first two stores. JSJS products are now available at its outlets in Chester and Stoke, with sales already secured ahead of planned promotional activities earmarked for the autumn.

The Board is also pleased to note that web sales through the Company's own website www.jsjdesigns.com, whilst comparatively small, show significant take-up reflecting a growing level of interest in JSJS products in what is a busy marketplace. As previously announced, the Company has been focusing on not only driving existing product development but also new smart technology products, to enable energy and cost savings for the end-user. The Company has recently launched an iPad-based lighting solution which can enable the user to remotely operate and control lighting from their iPad 1 or 2 devices.

Progress has also been made regarding product development and the Company is pleased to announce the launch of the LightwaveRF™ wifi-link in July 2011, allowing consumers to remotely control their home appliances via any web connection or smart phone from anywhere in the world. This is a key addition to the range and completes the first generation of products.

As highlighted at the time of the Company's interim results in June this year, there is a funding requirement to facilitate further product development and the working capital requirements associated with the increase in commercial activity. The Board is discussing several funding methods (including equity, debt and a secured convertible loan note) and will announce the outcome of these discussions once concluded.

John Shermer, CEO, commented: "With a pipeline of sales beginning to come through a number of different channels, the Board is confident that the comprehensive range of JSJS products are beginning to be recognised in both public and trade markets. The Board will now be concentrating on further developing these relationships and marketing through the website, contractors and other channels to roll-out the extensive product range to end users seeking cost and energy saving home automated devices. We expect further significant customer acquisition announcements in the latter part of this year.

"The Board and its advisers continue to work towards finding a suitable resolution to the Company's current funding requirement and a statement will be made once this has been secured".

4. **Details of the Placings and issue of the Consideration Shares**

The Placings involve the issue of two tranches of Ordinary Shares: 50,000,000 Firm Placing Shares and 50,000,000 Conditional Placing Shares, all being placed at a price of 1 pence per Ordinary Share. The Placing Price represents a discount of approximately 4.76 per cent. to the closing mid-market price of 1.05 pence per Ordinary Share on 28 September 2011, being the last dealing day prior to the posting of this document.

Pursuant to the terms of the Placing Agreement, WHI, as agent for the Company, has agreed to use reasonable endeavours to procure subscribers for the Firm Placing Shares at the Placing Price. The obligations of WHI under the Firm Placing Agreement are conditional upon, *inter alia*, First Admission becoming effective on or before 8.00 a.m. on 30 September 2011 (or such later time and date as the parties may agree, not being later than 8.00 a.m. on 18 October 2011). The Placing Agreement contains provisions entitling WHI to terminate the Placing Agreement at any time prior to the First Admission in certain circumstances. If this right is exercised before First Admission neither of the Placings will proceed.

All the Ordinary Shares in the Conditional Placing are being placed with Mike Lord, a director of the Company.

In consideration for arranging the Firm Placing, WHI will be entitled to a commission on the value of those Ordinary Shares placed by WHI on behalf of the Company. WHI has agreed that this commission, all outstanding accrued fees and its annual retainer for the next 12 months shall all be satisfied by the issue of 9,957,102 new Ordinary Shares at the Placing Price. In addition the Company has agreed to satisfy certain outstanding fees due to Frank Tiller and Simon Lane by way of the issue of new Ordinary Shares. In aggregate the number of Consideration Shares being issued is 14,207,102 and will be admitted alongside the Conditional Placing Shares.

Immediately following Second Admission the New Ordinary Shares will represent approximately 30.91 per cent. of the Company's Enlarged Share Capital.

Application will be made to the London Stock Exchange for the New Ordinary Shares to be admitted to trading on AIM. It is expected that First Admission will become effective at 8.00 a.m. on 30 September 2011 and that Second Admission will become effective at 8.00 a.m. on 18 October 2011.

The New Ordinary Shares will rank *pari passu* in all respects with the existing Ordinary Shares, including the right to receive all dividends and other distributions declared on or after the date on which they are issued. It is expected that CREST accounts will be credited with entitlements to Placing Shares as soon as practicable after 8.00 a.m. on the day of First Admission or Second Admission (as the case may be) and that share certificates (where applicable) will be despatched as soon as practicable after First and Second Admission.

5. **Convertible Loan Note**

The Company has an outstanding debt amounting to approximately £800,000 owed to one of its suppliers. The Company has agreed that £150,000 of this debt will be repaid and the balance of approximately £650,000 will be satisfied by the issue of a convertible loan note. The Convertible Loan Note will carry a coupon of three per cent. per annum. It will be repayable at a rate of £30,000 per month. The Company may redeem the Convertible Loan Note at any time. After 12 months the noteholder may opt to convert the outstanding balance due on the Convertible Loan Note into Ordinary Shares. The conversion price will be calculated as the average closing middle market price of the Ordinary Shares for the 30 days prior to the receipt of the conversion notice.

The issue of the Convertible Loan Note is deemed by the Act to be an issue of Ordinary Shares for cash. Following the allotment of the Firm Placing Shares the Directors do not have sufficient authority under section 571 of the Act to issue the Convertible Loan Note. The Company is seeking authority for the issue of the Convertible Loan Note via the Resolution to be proposed at the General Meeting.

6. General Meeting

Set out at the end of this document is a notice convening a General Meeting of the Company to be held at the offices of BPE Solicitors, St James House, St James Square, Cheltenham GL50 3PR at 10 a.m. on 17 October 2011. At the GM the Resolution will be proposed as a special resolution to increase the Directors' authority to allot new Ordinary Shares (including the Conditional Placing Shares and the Consideration Shares) and to issue the Convertible Loan Note on a non pre-emptive basis.

The notice convening the General Meeting is set out at the end of this document.

In accordance with section 571(5) of the Act, the Directors believe that the proposed disapplication of pre-emption rights is necessary in order to allot the Conditional Placing Shares and the Consideration Shares, to issue the Convertible Loan Note and to give the Company the ability to issue a limited number of shares for cash to third parties in the future should that be considered appropriate.

7. Directors' interests

The following directors will be issued shares pursuant to the arrangements set out in this document:

	Existing Ordinary Shares	Ordinary Shares being issued	Revised Total Holding	% of Enlarged Share Capital
John Shermer	50,000,000	-	50,000,000	13.53
John Sinclair	50,000,000	-	50,000,000	13.53
Mike Lord	17,475,000	50,000,000	67,475,000	18.26
Frank Tiller	2,900,000	3,200,000	6,100,000	1.65
Simon Lane	-	1,050,000	1,050,000	0.28
	<hr/> 120,375,000	5,425,000	174,625,000	47.25

Mike Lord is a director of the Company and therefore his participation in the Conditional Placing is classified under the AIM Rules as a related party transaction as is the issue of 3,200,000 and 1,050,000 Consideration Shares to Frank Tiller and Simon Lane respectively. The independent directors of JSJS, that is the Directors excluding Mike Lord, Frank Tiller and Simon Lane, having consulted with WHI, their nominated adviser, consider that the terms of this transaction are fair and reasonable insofar as the Company's shareholders are concerned.

8. Board changes

In light of the recent commercial progress the Company has made and following the results of the Placings, the Board has invited Mike Lord to take up the post of Chief Executive in addition to his current role as Chairman. John Shermer, the current Chief Executive, will therefore become Managing Director. This will allow Mike Lord to assume responsibility for, *inter alia*, corporate affairs, leaving John Shermer free to focus fully on the commercial development of the business. These changes take place with immediate effect.

In view of his new role, the Board intends to award Mike Lord share options over 15,000,000 Ordinary Shares at an exercise price of 1p per share. The exercise of the options will be subject to the satisfaction of certain performance conditions.

Following Mike Lord's change of role the Company will have no non-executive directors. The Company will seek to make the appointment of an appropriate non-executive director in the next few months.

9. Action to be taken

You will find enclosed with this document a form of proxy in respect of the GM. Whether or not you propose to attend the GM in person, you are asked to complete the Form of Proxy and return it to the Company's registrars, Neville Registrars Limited of Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA so as to arrive as soon as possible, but in any event, so as not to be received any later than 10 a.m. on 15 October 2011. Completion and return of the Form of Proxy will not preclude you from attending and voting at the GM in person if you wish.

10 Recommendation

The Directors consider the Conditional Placing to be in the best interests of the Company and its Shareholders as a whole. Your Directors unanimously recommend that you vote in favour of the Resolution to be proposed at the GM as they have undertaken to do in respect of their own beneficial holdings which, in aggregate amount to 120,375,000 Ordinary Shares representing approximately 47.16 per cent. of the Company's issued ordinary share capital.

Yours faithfully

Mike Lord
Chairman

NOTICE OF GENERAL MEETING

JSJS DESIGNS PLC

(the "Company")

(Registered in England and Wales under the Companies Act 1985 with Company Number: 06690180)

Notice is hereby given that a General Meeting of the Company will be held at the offices of BPE Solicitors, St James House, St James Square, Cheltenham GL50 3PR on 17 October at 10 a.m. to consider and, if thought fit, pass the following special resolution (and words and expressions used or defined in the circular to shareholders of the Company dated 29 September 2011 shall have the same meaning in this notice):-

SPECIAL RESOLUTION

1. **THAT** the Directors be and they are hereby empowered pursuant to Section 570 of the Act to allot equity securities (as defined in Section 560 of the Act) of the Company for cash pursuant to any existing authority of the directors under section 551 of the Act as if Section 561(1) of the Act did not apply to any such allotment PROVIDED THAT such power shall be limited to:
 - a. the allotment of equity securities in connection with a rights issue or any other pre-emptive offer in favour of holders of equity securities (as required by the rights of such securities) in proportion (as nearly as may be) to the respective amounts of equity securities held by them subject only to such exclusions or other arrangements as the directors may consider appropriate to deal with treasury shares, fractional entitlements, record dates or legal or practical difficulties under the laws of any territory or the requirements of any recognised regulatory body or stock exchange in any territory or otherwise;
 - b. the allotment of the Conditional Placing Shares and the Consideration Shares;
 - c. the issue of the Convertible Loan Note; and
 - d. the allotment (otherwise than pursuant to sub paragraphs (a) to (c) above inclusive) of equity securities up to an aggregate nominal amount of £73,888)

and the power hereby conferred shall operate in substitution for and to the exclusion of any previous power given to the directors pursuant to section 561(1) of the Act and shall expire on the date falling 12 months from the date of the passing of this Resolution unless such power is renewed, varied or revoked by the Company in general meeting except that the Company may before the expiry of any power contained in this Resolution make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

BY ORDER OF THE BOARD

Peter Britton
(Company Secretary)

Dated: 29 September 2011

Registered office:
The Birmingham Science Park Aston
Faraday Wharf
Holt Street
Birmingham
B7 4BB

Notes:

- (1) A member entitled to attend and vote at the meeting convened by the notice set out above is entitled to appoint a proxy to attend and to exercise all or any of that member's rights to attend, speak or vote instead of him. A proxy need not be a member of the Company.
- (2) A form of proxy is enclosed. The appointment of a proxy by way of the return of a completed proxy form, other such instrument will not prevent a shareholder from subsequently attending and voting at the meeting in person if he or she so wishes.
- (3) To be effective the instrument appointing a proxy, and any power of attorney or other authority under which it is executed (or a duly certified copy of any such power or authority), must be deposited at the offices of the Registrars of the Company, Neville Registrars Limited, at Neville House, 18 Laurel Way, Halesowen, West Midlands, B63 3DA so as to be received not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
- (4) A member may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member.
- (5) In order to revoke a proxy instruction you will need to inform the Company using one of the following methods (i) by sending a signed hard copy notice revoking your proxy appointment to the Company Secretary; (ii) in the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company, any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice; and (iii) in either case, the revocation notice must be received by the Company's Registrars at the address set out above no later than 48 hours before the appointed time of the GM.
- (6) To be entitled to attend and vote at the General Meeting (and for the purpose of the determination by the Company of the votes they may cast), shareholders must be registered in the Register of Members of the Company at 10 a.m. on 15 October 2011 (or, in the event of any adjournment, on the date which is two days before the time of the adjourned meeting). Changes to the Register of Members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.
- (7) In order to facilitate voting by corporate representatives at the meeting, arrangements will be put in place at the meeting so that (i) if a corporate shareholder has appointed the chairman of the meeting as its corporate representative with instructions to vote on a poll in accordance with the directions of all of the other corporate representatives for that shareholder at the meeting, then on a poll those corporate representatives will give voting directions to the chairman and the chairman will vote (or withhold a vote) as corporate representative in accordance with those directions; and (ii) if more than one corporate representative for the same corporate shareholder attends the meeting but the corporate shareholder has not appointed the chairman of the meeting as its corporate representative, a designated corporate representative will be nominated, from those corporate representatives who attend, who will vote on a poll and the other corporate representatives will give voting directions to that designated corporate representative. Corporate shareholders are referred to the guidance issued by the Institute of Chartered Secretaries and Administrators on proxies and corporate representatives (www.icsa.org.uk) for further details of this procedure. This guidance includes a sample form of representation letter if the chairman is being appointed as described in (i) above.
- (8) CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the AGM and any adjournment(s) thereof by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
- (9) In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with CRESTCo's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or to an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID:7RA11) by the latest time(s) for receipt of proxy appointments specified in the notice of GM. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
- (10) CREST members and, where applicable, their CREST sponsors or voting service providers should note that CRESTCo does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

- (11) The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
- (12) As at the close of business on 28 September 2011 (being the last business day prior to the date of this Notice) the Company's issued share capital consists of 255,233,333 ordinary shares of 0.1p carrying one vote each. Therefore, the total voting rights in the Company as at the close of business on 28 September 2011 are 255,233,333.
- (13) There will be available for inspection at the Company's registered office during normal business hours from the date of this notice to the date of the General Meeting and for 15 minutes prior to and during the General Meeting the following:
 - a. the Register of Directors' interests; and
 - b. the Memorandum and Articles of Association; and
 - c. copies of the Directors' Service Contracts with the Company and the terms and conditions of appointment of Non Executive Directors.

JSJS DESIGNS PLC

(Incorporated and registered in England and Wales under the Companies Act 1985 with registered number 06690180)

FORM OF PROXY – GENERAL MEETING

I/We the undersigned, being a member/members of the above-named company, appoint

Name:.....Or,

failing him, the Chairman of the meeting, as my/our proxy to vote on my/our behalf at the General Meeting of the Company to be held on 17 October 2011 and any adjournment thereof. The proxy will vote on the under mentioned resolution, as indicated.

(PLEASE INDICATE WITH AN X IN THE BOXES BELOW)

RESOLUTION	For	Against	Abstain
To increase the Directors' authority to allot new Ordinary Shares on a non pre-emptive basis pursuant to Section 561 of the Companies Act 2006			

If this form is signed and returned without any indication as to how the proxy shall vote, he will exercise his discretion both as to how he votes (and whether or not he abstains from voting).

PRINT NAME:

SIGNATURE:

DATE:2011

- As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a meeting of the Company. You can only appoint a proxy using the procedures set out in these notes. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
- You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy you should contact Neville Registrars Limited at their address set out below. For details of how to change your proxy instructions or revoke your proxy appointment, see the notes to the Notice of General Meeting.
- To direct your proxy how to vote on the resolution, mark the appropriate box with an 'X'. To abstain from voting on the resolution, select the "Abstain" box. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting. Please note that a vote to abstain is not a vote in law and will not be counted in the proportion of votes "for" or "against" a resolution.
- To appoint a proxy using this form, the form must be (i) completed and signed (ii) sent or delivered to the Registrars of the Company, Neville Registrars Limited of Neville House, 18 Laurel Way, Halesowen, West Midlands, B63 3DA and (iii) received by the Registrars of the Company no later than 10 a.m. on 15 October 2011
- In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
- Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
- In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first named being the most senior).
- If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
- CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual. In order for a proxy appointment or instruction made using the CREST service to be valid the procedures (set out in the Notice of General Meeting accompanying the circular to shareholders dated 29 September 2011) should be followed.

11. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.