

16 January 2008

Dear Shareholder

Annual General Meeting of RWS Holdings Plc (the "Company") to be held on 11 February 2008 (the "AGM")

Revised Form of Proxy

Due to an administrative error, the form of proxy sent out with the notice of AGM (the "**Original Form of Proxy**") did not refer to Resolution 7 to be proposed at the AGM as set out in the notice of AGM. Inadvertently, the resolution numbered 7 on the Original Form of Proxy, in fact, related to Resolution 8 as set out in the notice of AGM.

Pursuant to Resolution 7 set out in the notice of AGM, the directors of the Company are seeking authority to allot shares pursuant to section 80 of the Companies Act 1985 up to an aggregate nominal amount of £671,990.58.

Pursuant to Resolution 8 set out in the notice of AGM, the directors of the Company are seeking power to allot shares as if statutory pre-emption rights do not apply to such allotment.

We have taken advice from the Company's solicitors and consulted with the Company's nominated adviser and accordingly enclose a revised form of proxy (coloured blue) ("**Revised Form of Proxy**") for your use in relation to all eight resolutions to be proposed at the AGM. This course of action has been chosen to enable all shareholders to participate in the all the matters proposed at the AGM and will enable the Company to give effect to shareholders wishes.

If you would like to do so, please complete, sign and return the blue Revised Form of Proxy in accordance with the instructions printed on it and return it to the Company's Registrars, Capita Registrars (Proxies), at The Registry, PO Box 25, Beckenham, Kent BR3 4BR as soon as possible, but in any event so as to arrive no later than 11.00am on 9 February 2008.

If you have not already completed and returned an Original Form of Proxy then we would recommend that you do not do so and that you disregard such Original Form of Proxy.

If you have already completed and returned an Original Form of Proxy but now choose to complete and return a Revised Form of Proxy then the requests to your proxy to vote in the manner indicated on the Revised Form of Proxy shall prevail over the requests indicated on the Original Form of Proxy.

/ PTO

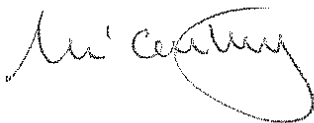
If you have already completed and returned an Original Form of Proxy and now take no further action then the requests to your proxy to vote in the manner indicated on the Original Form of Proxy shall continue to apply but you shall be deemed to have made no request as to how your proxy should vote in relation to Resolution 7 of the notice of AGM. Where you have indicated a request for your proxy to vote in respect of the resolution numbered 7 on the Original Form of Proxy (summarised thereon as "To disapply statutory pre-emption rights"), you shall be deemed to have requested that your proxy vote in the matter so indicated in relation to Resolution 8 set out in the notice of AGM.

If you complete and return a Revised Form of Proxy but then subsequently choose to complete and return either a replacement Revised Form of Proxy or an Original Form of Proxy then the requests to your proxy to vote in the manner indicated on the latest Form of Proxy received by the Company's Registrars shall apply. For the avoidance of doubt therefore, if you return an Original Form of Proxy having first returned a Revised Form of Proxy, then the requests to your proxy to vote in the manner indicated on such Original Form of Proxy (which has been received later than the Revised Form of Proxy) shall apply and the requests to your proxy to vote in the manner indicated in relation to Resolution 7 on the Revised Form of Proxy shall continue to apply.

If you appoint more than one proxy or later choose to complete and return a replacement Revised Form of Proxy additional copies may be obtained from the Company Secretary by telephoning 01753 480200; do not photocopy the enclosed blue Revised Form of Proxy.

Your Board would like to apologise for any inconvenience this may have caused. If you have any queries, do please contact either Capita Registrars or myself.

Yours faithfully

A handwritten signature in black ink, appearing to read "M A McCarthy". The signature is written in a cursive style with a large loop at the end.

M A McCarthy

Company Secretary