

PROXY FOR ANNUAL GENERAL MEETINGS TO BE HELD IN 1980

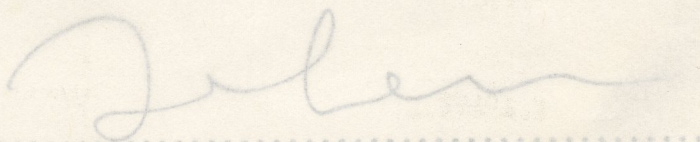
I, John Ono Lennon of Apt. 72, 1 West 72nd Street, New York, NY 10023, USA
being a member of Apple Corps Limited, MacKen (Music) Limited, The Beatles
Limited, Apple Publishing Limited, Subafilms Limited, Apple Films Limited, for
the time being entitled to receive notice of and attend and vote at General

Mr. Barry Nichols, hereby appoint Neil Stanley Aspinall of 29-30 St James's
Arthur Young McClelland Moores & Co.
Rolls House, London SW1 or failing him Peter James Michau of 28 Lincoln's Inn
7 Rolls Buildings, or failing him Nicholas Brian Baker of 28 Lincoln's Inn
Fetter Lane,
London, EC4A 3LNL to be my proxy and vote in my name and on my behalf at

the Annual General Meetings of such Companies convened for the 17 day of
December 8, 1980. and at any adjournments thereof in favour of the adoption
of any statutory accounts approved by the Directors and the re-appointment
Dear Barry, Young McClelland Moores & Co. as Auditors.

Please find enclosed form of Proxy signed by John Lennon.

Yours sincerely, DATED this day of 1980



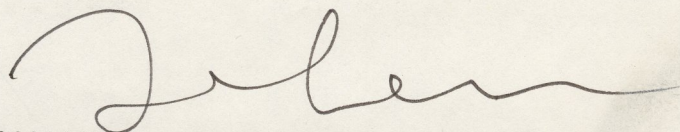
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J O Lennon

Miss Christine Matthews

PROXY FOR ANNUAL GENERAL MEETINGS TO BE HELD IN 1980

I, John Ono Lennon of Apt. 72, 1 West 72nd Street, New York, NY 10023, USA being a member of Apple Corps Limited, Maclen (Music) Limited, The Beatles Limited, Apple Publishing Limited, Subafilms Limited, Apple Films Limited, for the time being entitled to receive notice of and attend and vote at General Meetings thereof, hereby appoint Neil Stanley Aspinall of 29-30 St James's Street, London SW1 or failing him Peter James Michau of 28 Lincoln's Inn Fields, London WC2 or failing him Nicholas Brian Baker of 28 Lincoln's Inn Fields, London WC2 to be my proxy and vote in my name and on my behalf at the Annual General Meetings of such Companies convened for the 17 day of December 1980. and at any adjournments thereof in favour of the adoption of any statutory accounts approved by the Directors and the re-appointment of Arthur Young McClelland Moores & Co. as Auditors.

DATED this day of 1980



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J O Lennon