Proxy Form 2009 AGM

Altium

Mark this box with an 'X' if you have made any changes to your address details (see reverse)

All Correspondence to:
Computershare Investor Services Pty Limited
GPO Box 242, Melbourne
VIC 3001 Australia
Enquiries (within Australia) 1300 850 505
www.computershare.com
All Proxies Facsimile to 61 3 9473 2555

Securityholder Reference Number (SRN)

Appointment of Proxy

I/We being a member/s of Altium Limited and entitled to attend and vote hereby appoint

The Chairman of the Meeting (mark with 'X') OR

If you are not appointing the Chairman of the Meeting as your proxy please write here the full name of the individual or body corporate you are appointing as your proxy.

Or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of Altium Limited to be held at the **Manly Pacific Hotel Sydney, Seaforth & Balgowlah Room 55 North Steyne, Manly NSW 2095, at 10.30am on Friday, 2 October 2009** and at any adjournment of that Meeting.

The Chairman intends to vote undirected proxies in favour of items 1- 6

Voting Directions to your proxy – please mark X to indicate your directions

Items	For	Against	Abstain*
1. Receive the financial report, directors' report and auditor's report for year ended 30 June 2009			
2. Receive the remuneration report for year ended 30 June 2009			
3. To re-elect Kayvan Oboudiyat, as a director of the Company			
4. To re-elect David Warren, as a director of the Company			
5. To re-elect Samuel Weiss, as a director of the Company			
6. Special Resolution - To renew the Proportional Takeover Resolution.			

* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

Appointing a second proxy

I/We being a member/s of Altium Limited and entitled to attend and vote hereby appoint a second proxy.

Mark with an 'X' if you wish to appoint a second proxy AND % OR

State the percentage of your voting rights or the number of securities for this Proxy Form

PLEASE SIGN HERE This section must be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Shareholder 1	Shareholder 2	Shareholder 3
Sole Director & Sole Company Secretary	Director	Director/Company Secretary

In addition to signing the proxy form in the above box(es) please provide the information below in case we need to contact you.

Contact Name	Contact Daytime Telephone	Date

Altium

How to complete the Proxy Form

1. Your Name and Address

This is your name and address as it appears on the Company's share register. If this information is incorrect, please mark the box and make the correction on the form. Security holders sponsored by a broker (in which case your reference number overleaf will commence with an 'x') should advise your broker of any changes. **Please note, you cannot change ownership of your securities using this form.**

2. Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box on the left. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the full name of that individual or body corporate. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a securityholder of the Company. Do not write the name of the Company or the registered securityholder in the space.

3. Votes on Items of Business

You may direct your proxy how to vote by placing a mark in one of the three boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as they choose. If you mark more than one box on an item, your vote on that item will be invalid.

4. Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the Meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Company's share registry or you may copy this form.

To appoint a second proxy you must:

(a) Indicate that you wish to appoint a second proxy by marking the box.
(b) On each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of securities applicable to that form (together being no more than 100% of your total shareholding). If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded; and
(c) Return both forms together.

5. Signing Instructions

You must sign this form as follows in the spaces provided:

Individual:	where the holding is in one name, the holder must sign.
Joint Holding:	where the holding is in more than one name, all of the security holders should sign.
Power of Attorney:	to sign under Power of Attorney, you must have already lodged this document with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.
Companies:	where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to Section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary or by a duly authorised officer of the company. Please indicate the office held by signing in the appropriate place.

If a representative of the corporation is to attend the Meeting the appropriate 'Certificate of Appointment of Corporate Representative' should be produced prior to admission. A form of the certificate may be obtained from the Company's share registry or at www.computershare.com

Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at the address given below no later than **10.30am (AEST), Wednesday, 30 September 2009**. Any Proxy Form received after that time will not be valid for the scheduled Meeting.

Documents may be lodged:

IN PERSON:	Share Registry	– Computershare Investor Services Pty Limited, Level 2, 60 Carrington Street, Sydney NSW 2000, Australia
	Registered Office	– Altium Limited 3 Minna Close, Belrose NSW 2085, Australia
BY MAIL:	Share Registry	– Computershare Investor Services Pty Limited, GPO Box 242, Melbourne VIC 3001, Australia
BY FAX:	Share Registry	– 61 3 9473 2555