

We are holding our Annual General Meeting on Friday 21 October 2016 at Investec Bank plc, 2 Gresham Street, London EC2V 7QP. It will start at 1.00 pm. If you are coming to the meeting, please sign this admission card, bring it with you to the meeting, and present it at the registration desk when you arrive.

If you have appointed a proxy (other than the chairman of the meeting or one of the other directors) please tick the box marked 'proxy' below and give it to your proxy to hand in when he or she arrives at the meeting. If you have appointed multiple proxies, you may give photocopies to your proxy holders.

Signature ..... Proxy

**POLL CARD TO BE COMPLETED ONLY AT THE AGM IF A POLL IS CALLED**  
 Please mark the appropriate box 'for', 'against' or 'withheld' for each Resolution in black ink like this  and sign the form where indicated. Please refer to the Notice of Annual General Meeting for the full text of the Resolutions.  
 Please hand the Poll Card in AT THE END OF THE MEETING to the Registrars.

	For	Against	Withheld
<b>Ordinary Business</b>			
1 To receive the accounts of the Company for the year ended 30 June 2016, together with the Strategic Report, Directors' Report and the Auditors' Report .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To receive and approve the Directors' Remuneration Report for the year ended 30 June 2016 .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To declare a final dividend .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To elect William Anthony Rice .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To re-elect Ian Page .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To re-elect Anthony Griffin .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 To re-elect Ishbel Macpherson .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 To re-elect Julian Heslop .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Ordinary Business</b>			
9 To re-appoint PricewaterhouseCoopers as external auditor of the Company .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 To authorise the Directors to determine the remuneration of the external auditor .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Special Business</b>			
11 To authorise the Directors to allot shares to specific limits .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 To dis-apply the pre-emption rights .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 To dis-apply additional pre-emption rights .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14 To authorise the Company to purchase its own shares .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15 To authorise the Company to hold any general meeting (other than an Annual General Meeting of the Company) on not less than 14 clear days' notice .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Annual General Meeting – Dechra Pharmaceuticals PLC, Friday 21 October 2016

Shareholder reference no.

Task ID

Voting ID

I/We hereby appoint the chairman of the meeting or:  
 name of proxy  multiple proxies  number of shares

to act as my/our proxy at the Company's Annual General Meeting to be held at Investec Bank plc, 2 Gresham Street, London EC2V 7QP at 1.00 pm on Friday 21 October 2016 and at any adjournment. Please refer to the Notice of the Annual General Meeting for the full text of the Resolutions. This personalised Proxy Form is not transferable and should be disregarded if you have sold your shareholding.

Ordinary Business	For	Against	Withheld
1. To receive the accounts of the Company for the year ended 30 June 2016, together with the Strategic Report, Directors' Report and the Auditors' Report .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To receive and approve the Directors' Remuneration Report for the year ended 30 June 2016 .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To declare a final dividend .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To elect William Anthony Rice .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Ian Page .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect Anthony Griffin .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Ishbel Macpherson .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Julian Heslop .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-appoint PricewaterhouseCoopers as external auditor of the Company .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To authorise the Directors to determine the remuneration of the external auditor .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Special Business</b>			
11. To authorise the Directors to allot shares to specific limits .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To dis-apply the pre-emption rights .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To dis-apply additional pre-emption rights .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Company to purchase its own shares .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. To authorise the Company to hold any general meeting (other than an Annual General Meeting of the Company) on not less than 14 clear days' notice .....	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature  Date

## Electronic communications

We are encouraging our shareholders to receive their shareholder information by email and via our website. Not only is this a quicker way for you to receive information, it helps us be more sustainable by reducing paper and printing materials and lowering postage costs.

Registering for electronic shareholder communications is very straightforward, and is done online via [shareview.co.uk](http://shareview.co.uk) which is a website provided by our Registrar, Equiniti.

Log on to [shareview.co.uk](http://shareview.co.uk) and you can:

- set up electronic shareholder communication;
- view your shareholdings;
- update your address details if you change your address; and
- get your dividends paid directly into your bank account.

You can view or download the full Annual Report from: <http://dechra.annualreport2016.com>.

Please do not use any electronic address provided in this document to communicate with the Company for any purposes other than those expressly stated.

## Dividends paid direct to your bank account

Why we recommend that your dividend should be paid directly into an account.

- It is more secure than cheques by post.
- Funds are placed in your account on the payment date.
- There is no need to pay in each cheque.
- It avoids the inconvenience and cost of lost, spoiled or out of date cheques.
- A tax voucher is sent to your registered address.

To take advantage of this method of payment, please contact our Registrar, Equiniti, via the contact details below, log on to [shareview.co.uk](http://shareview.co.uk) or alternatively, complete the dividend mandate form that you will receive with your next dividend cheque.

**How to fill in the Proxy Form** – Whether or not you can attend the Annual General Meeting on Friday 21 October 2016, we recommend that you appoint either the chairman of the meeting or any other person of your choice as your proxy to attend and vote for you. A proxy need not be a shareholder. To appoint someone other than the chairman, you should cross out the words ‘the chairman of the meeting or’ and write in the box the name and address of the person you want to be your proxy. Your proxy will be entitled to exercise all or any of your rights to attend, speak and vote at the meeting.

**Voting less than your entitlement** – If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder’s name the number of shares in relation to which they are authorised to act as your proxy. If left blank your proxy will be deemed to be authorised in respect of your full entitlement.

**Multiple proxies** – If you want to appoint more than one proxy please tick the ‘multiple proxies’ box. Additional Proxy Forms may be obtained by contacting our Registrar, Equiniti, on 0371 384 2030 or you may photocopy this form. Please indicate in the box next to the proxy holder’s name the number of shares in relation to which they are authorised to act as your proxy and return all Proxy Forms in the same envelope to the address shown overleaf. Overseas shareholders should contact Equiniti on +44 (0) 121 415 7047.

**Recording your votes** – Please mark the appropriate box overleaf ‘for’, ‘against’ or ‘withheld’ for each resolution in black ink like this: . Your proxy will have discretion to vote on any Resolution where you have not given a specific instruction how to vote or on any other business which may properly come before the meeting. A ‘withheld’ vote is not a vote in law and will not be counted in the proportion of shares for or against any Resolution.

Please sign and date the Proxy Form, initial any alterations, tear it off and post it (postage paid).

**Deadline for submission** – To be valid, your proxy instructions must be received no later than 1.00 pm on Wednesday 19 October 2016. Details of the Resolutions are set out in the Notice of the Annual General Meeting. You can submit your proxy instructions electronically at [www.sharevote.co.uk](http://www.sharevote.co.uk). To do this, you will need your voting reference numbers (the three numbers quoted overleaf). CREST members can use the CREST electronic proxy voting service.

**Joint holders** – In the case of joint holders, only one need sign the Proxy Form. In the case of a corporation, the Proxy Form must be signed as a deed or be appropriately signed by a duly authorised official or officials whose capacity should be stated. The appropriate power of attorney or other authority should be sent with the Proxy Form.

Please detach and return the Proxy Form by post



Freepost RTHJ-CLLL-KBKU  
Equiniti  
Aspect House  
Spencer Road  
LANCING  
BN99 8LU

