

# HIKMA PHARMACEUTICALS PLC

## Attendance Card

Please bring this card with you to the meeting and present it at shareholder registration/accreditation.

The Chairman of Hikma Pharmaceuticals PLC invites you to attend the Annual General Meeting of the Company to be held at The Westbury, The Times Room, Bond Street, Mayfair, London W1S 2YF at 11.00 am on Thursday 12 May 2016.

Bar Code:

Investor Code:

If you plan to attend the Annual General Meeting of Hikma Pharmaceuticals PLC at The Westbury, The Times Room, Bond Street, Mayfair, London W1S 2YF on Thursday 12 May 2016 it will be helpful if you would sign this Attendance Card and hand it in on arrival at the meeting. Please note that the meeting is due to commence at 11.00 am.

[Signature]

## HIKMA PHARMACEUTICALS PLC FORM OF PROXY 2016 Annual General Meeting, Thursday, 12 May 2016 at 11.00 am

Please read the notes overleaf before completing this form.  
Any amendments to this form should be initialled by the signatory.

Bar Code:

Investor Code:

Event Code:

I/we (name(s) in full .....

of (address(es)) .....

being (a) member(s) of Hikma Pharmaceuticals PLC, hereby appoint the Chairman of the meeting, or failing him

.....  
as my/our proxy to vote for me/us on my/our behalf as directed below at the 2016 Annual General Meeting of the Company to be held at The Westbury, The Times Room, Bond Street, Mayfair, London W1S 2YF United Kingdom on 12 May 2016 at 11.00 am and at any adjournment thereof.

Please tick here if this proxy appointment is one of multiple appointments being made

### Resolutions

Please mark 'X' to indicate how you wish to vote

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#### Resolutions 1-16 are Ordinary Resolutions

		For	Against	Withheld
1	To receive the accounts for the financial year ended 31 December 2015, together with the reports of the directors and auditors thereon.	X	X	X
2	To declare a final dividend of 21 cents per ordinary share in respect of the year ended 31 December 2015.	X	X	X
3	To appoint PricewaterhouseCoopers LLP as auditors of the Company.	X	X	X
4	To authorise the Audit Committee to set the remuneration of the auditors.	X	X	X
5	To appoint Dr Jochen Gann as a director of the Company.	X	X	X
6	To appoint Mr John Castellani as a director of the Company.	X	X	X
7	To re-appoint Mr Said Darwazah as a director of the Company.	X	X	X
8	To re-appoint Mr Mazen Darwazah as a director of the Company.	X	X	X
9	To re-appoint Mr Robert Pickering as a director of the Company.	X	X	X
10	To re-appoint Mr Ali Al-Husry as a director of the Company.	X	X	X
11	To re-appoint Mr Michael Ashton as a director of the Company.	X	X	X
12	To re-appoint Dr Ronald Goode as a director of the Company.	X	X	X
13	To re-appoint Mr Patrick Butler as a director of the Company.	X	X	X

		For	Against	Withheld
14	To re-appoint Dr Pamela Kirby as a director of the Company.	X	X	X
15	To approve the remuneration implementation for the financial year ended on 31 December 2015.	X	X	X
16	That the directors be authorised to allot relevant securities up to an aggregate nominal amount of £15,959,033.	X	X	X

#### Resolutions 17-19 are Special Resolutions

		For	Against	Withheld
17	That subject to the passing of resolution 16 above, the directors be empowered to allot equity securities for cash on a non pre-emptive basis up to an aggregate nominal amount of £2,393,855.	X	X	X
18	To make market purchases for shares, up to £2,393,855 representing 10% of the issued share capital of the Company.	X	X	X
19	That a general meeting of shareholders of the Company, other than an AGM, may be called on 14 clear days notice.	X	X	X

Signature

[Signature Box]

Date

[Date Box]

## Notes to the Form of Proxy

1. You may appoint one or more proxies of your own choice, if you are unable to attend the meeting but would like to vote. If such an appointment is made, delete the words "the Chairman of the meeting" and insert the name(s) of the person or persons appointed as proxy/proxies in the space provided. A proxy need not be a member of the Company. If no name is entered, the return of this form duly signed will authorise the Chairman of the meeting to act as your proxy.
2. In the case of a corporation, this Form of Proxy must be executed under its common seal or under the hand of a duly authorised officer or attorney.
3. In order for this Form of Proxy to be valid, it must be deposited (together with any power of attorney or other authority under which it is signed or a notarially certified copy of such power or a copy certified in accordance with the Powers of Attorney Act 1971 or in some other manner approved by the directors), at the Company's registrars, Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU, not later than 48 hours before the time appointed for the meeting. Therefore, please deposit your form before 11.00 a.m. on 10 May 2016. The completion and return of a form of proxy will not preclude a member from attending and voting in person at the meeting or at any adjournment thereof, should he or she so wish.
4. If two or more persons are jointly entitled to a share conferring the right to vote, any one of them may vote at the meeting either in person or by proxy, but if more than one joint holder is present at the meeting either in person or by proxy, the one whose name stands first in the register of members in respect of the joint holding shall alone be entitled to vote in respect thereof. In any event, the names of all joint holders should be stated on this Form of Proxy.
5. The "vote withheld" option is provided to enable you to instruct your proxy not to vote on any particular resolution. However, it should be noted that a "vote withheld" in this way is not a vote in law and will not be counted in the calculation of the proportion of votes "for" and "against" a resolution.
6. Returning this Form of Proxy without any indication as to how the proxy appointed shall vote on any particular resolution, will mean that such proxy can vote as he or she wishes or can decide not to vote at all.
7. Unless instructed otherwise, the proxy may also vote or abstain from voting as he or she thinks fit on any other business which may properly come before the meeting (including amendments to resolutions).
8. Subject to the provisions of the Articles of Association of the Company, the appointment of a proxy and any voting instructions may be registered electronically by logging on to [www.hikmashares.com](http://www.hikmashares.com). Full details of the procedure are given on that website. You will need to have this form to hand when you log on, as it has information required in the process.
9. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001 (SI 2001 No 3755), the Company specifies that in order to have the right to attend and vote at the meeting (and also for the purpose of calculating how many votes a person entitled to attend and vote may cast), a person must be entered on the register of holders of the ordinary shares of the Company by no later than 6.00 pm on 10 May 2016. Changes to entries on the register after this time shall be disregarded in determining the rights of any person to attend or vote at the meeting.
11. CREST participants may lodge their proxy appointments via CREST. Please refer to Note 5 in the notice of the Annual General Meeting.

Business Reply Plus  
Licence Number  
RLUB-TBUX-EGUC



PXS 1  
34 Beckenham Road  
BECKENHAM  
BR3 4ZF