

Notes

Please also refer to the notes on the Notice of Annual General Meeting.

A member may appoint one or more proxies, who need not be members, to attend and on a poll to vote instead of him or her. To appoint any other person(s) as proxy(ies), the words "the Chairman of the meeting, or" should be struck out and the name(s) and address(es) of the other person(s) inserted in block letters in the space provided. A proxy may only be appointed using the procedures set out in these notes and the notes to the Notice of Meeting circulated with this form.

1. The manner in which the proxy(ies) is/are to vote should be indicated by marking either "Vote for" or "Vote against" or "Vote withheld"; if none is marked, the proxy(ies) will vote or abstain at his/her/their discretion. It should be noted that a vote withheld is not a vote in law and will not be counted in the calculation of the proportion of the votes "For" and "Against" a resolution.
2. To be valid, a proxy form must be received by post or (during business hours only) by hand at the offices of the Company's Registrar, Link Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU, no later than 11.30am on Monday 25th June 2018 (or if the meeting is adjourned, no later than 48 hours before the time of any adjourned meeting).
3. In the case of a Corporation, the form of proxy should be given under its common seal or under the hand of an officer or attorney duly authorised in writing. The power of attorney or a duly certified copy thereof must be deposited with the form of proxy with the Company's Registrar within the period stated above.
4. In the case of a joint shareholding, the vote of the first named holder shown in the register of members, whether tendered in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.
5. Entitlement to attend and vote at the meeting, and the number of votes which may be cast at the meeting, will be determined by reference to the Company's register of members as at close of business on Monday 25th June 2018 or, if the meeting is adjourned, close of business on the day which is two days prior to the adjourned meeting. In each case, changes to the register of members after such time will be disregarded.
6. Unless you give specific instruction on how to vote on a particular resolution, your proxy may vote as he or she thinks fit on any motion to amend a resolution or to adjourn the meeting, or on any other resolution proposed at the meeting.
7. Any amendments to this form of proxy must be initialled.
8. All enquiries concerning this form should be directed to the Company's Registrar.

For CREST members only:

1. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s) should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
2. To be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual (available via euroclear.com/CREST). The message, regardless of whether it relates to the appointment of a proxy or to an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by Link Asset Services (RA10) by the latest time for receipt of proxy appointments specified above. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which Link Asset Services is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
3. CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his or her CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of CREST by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
4. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.



Proxy Form

For use at the Annual General Meeting of Animalcare Group plc to be held at 11.30am on Wednesday 27th June 2018 at the offices of Panmure Gordon & Co, One New Change, London EC4M 9AF

I/We, being a member(s) of Animalcare Group plc, hereby appoint the Chairman of the meeting, or (see note 1)

.....
as my/our proxy(ies) to attend, speak and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on Wednesday 27th June 2018 and at every adjournment thereof.

I/We direct my/our proxy(ies) to vote on the resolutions set out in the Notice convening the Annual General Meeting as I/we have indicated by marking the appropriate box. If no indication is given, my/our proxy will vote or abstain from voting at his/her/their discretion:

RESOLUTION	VOTE FOR	VOTE AGAINST	VOTE WITHHELD
1. To receive the Annual Report and Accounts 2017	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a final dividend of 2p per ordinary share	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To elect Mr J M M Boone as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To elect Mr C J Brewster as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To elect Mr C A Cardon as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To elect Mr M Coucke as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To elect Mr E T W Torr as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Lord Downshire as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To approve the Remuneration report set out on pages 35 to 37 in the Annual Report and Accounts 2017	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To approve the appointment of PricewaterhouseCoopers LLP as auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To authorise the Audit Committee to approve the remuneration of the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To authorise the directors to allot shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To dis-apply statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Additional authority to dis-apply statutory pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. To authorise market purchase of ordinary shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To authorise general meetings on 14 clear days' notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please give, in block capitals, shareholder name(s) and address (refer to the address label on the envelope in which this proxy form was sent or share certificate or dividend payment) – include the names of joint holders if any.

Shareholder name

(and if any) Joint holder(s) name(s)

Address

I/We authorise my/our proxy(ies) to act at his/her/their discretion in relation to any other business properly put before the meeting (including any resolution to adjourn the meeting).

Date Signature(s)

To be valid, this Proxy Form must be received by the Company's Registrar, Link Asset Services, at the address printed overleaf by no later than 11.30am on Monday 25th June 2018.

Business Reply
Licence Number
RLUB-TBUX-EGUC



PXS
34 Beckenham Road
BECKENHAM
BR3 4TU