

# Attendance Card Horizon Discovery Group plc – Annual General Meeting

You may submit your proxy electronically using the Share Portal Service at [www.signalshares.com](http://www.signalshares.com). If not already registered for the Share Portal, you will need your Investor Code below.

**To be held at the offices of Horizon Discovery Group plc at Building 8100 Cambridge Research Park, Waterbeach, Cambridge, CB25 9TL on Wednesday 28 June 2017 at 10:00 a.m.**

If you wish to attend this meeting in your capacity as a holder of Ordinary Shares, please sign this card and on arrival hand it to the Company's registrars. This will facilitate entry to the meeting.

**Signature of person attending**

Bar Code:

Investor Code:

**Notice of Availability**

2016 Annual Report and Notice of 2017 AGM

**IMPORTANT - PLEASE READ CAREFULLY**

You can now access the 2016 Annual Report and Notice of Meeting by visiting this website:  
[www.horizondiscovery.com](http://www.horizondiscovery.com)

If you wish to receive a paper copy of the Annual Report, please contact:  
Capita Asset Services  
34 Beckenham Road  
Beckenham, Kent  
BR3 4TU

# Form of Proxy Horizon Discovery Group plc – Annual General Meeting for use by ordinary shareholders at the Annual General Meeting

Bar Code:

Investor Code:

Event Code:

being (a) holder(s) of ordinary shares of 1p each in the capital of the Company hereby appoint

the Chairman of the meeting or  (note 1) as my/our proxy to attend, speak and vote for me/us and on my/our behalf as directed below at the Annual General Meeting of the Company to be held on 28 June 2017 at 10.00 a.m. and at any adjournment thereof in respect of ordinary shares comprised in my/our above shareholding. The proxy may vote or abstain from voting at his/her discretion on any amendment to a resolution or any other business before the meeting.

Please indicate by ticking this box  if this is one of more than one appointments of a proxy in respect of your holding.

Please indicate with an "X" in the appropriate space how you wish your votes to be cast. If you wish to abstain from voting on any resolution, please indicate this with an "X" in the vote withheld box opposite that resolution.

To the extent this form is returned without an indication as to how the proxy is to vote the proxy will vote or abstain from voting at his discretion.

## Resolutions

### Ordinary Resolutions

- |  |   |                          |         |               |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |
|--|---|--------------------------|---------|---------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
| <ol style="list-style-type: none"> <li>To receive and adopt the Company's Annual Report and Accounts for the financial year ended 31 December 2016.</li> <li>To reappoint Mrs Susan Searle as a Director.</li> <li>To reappoint Dr Vishal Gulati as a Director.</li> <li>To reappoint Deloitte LLP as auditors of the Company and authorise the directors to determine their remuneration.</li> <li>To authorise the Directors of the Company to allot relevant securities pursuant to section 551 of the Companies Act 2006.</li> </ol> | <table border="0"> <tr> <td style="text-align: center;">For</td> <td style="text-align: center;">Against</td> <td style="text-align: center;">Vote Withheld</td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </table> | For                      | Against | Vote Withheld | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| For  | Against   | Vote Withheld            |         |               |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |
| <input type="checkbox"/>   | <input type="checkbox"/>  | <input type="checkbox"/> |         |               |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |
| <input type="checkbox"/>   | <input type="checkbox"/>  | <input type="checkbox"/> |         |               |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |
| <input type="checkbox"/>   | <input type="checkbox"/>  | <input type="checkbox"/> |         |               |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |
| <input type="checkbox"/>   | <input type="checkbox"/>  | <input type="checkbox"/> |         |               |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |                          |

### Special Resolution

- |  |  |                          |         |               |                          |                          |                          |
|--|--|--------------------------|---------|---------------|--------------------------|--------------------------|--------------------------|
| <ol style="list-style-type: none"> <li>Subject to the passing of Resolution 5, to authorise the Directors of the Company to disapply the statutory preemption rights in relation to the allotment of those relevant securities pursuant to section 570 of the Companies Act 2006.</li> </ol> | <table border="0"> <tr> <td style="text-align: center;">For</td> <td style="text-align: center;">Against</td> <td style="text-align: center;">Vote Withheld</td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </table> | For                      | Against | Vote Withheld | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| For  | Against  | Vote Withheld            |         |               |                          |                          |                          |
| <input type="checkbox"/>   | <input type="checkbox"/>   | <input type="checkbox"/> |         |               |                          |                          |                          |

**Signature**

**Date**



**Notes:**

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy or proxies to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company but must attend the meeting to represent you. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see over). Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly. If the proxy is being appointed in relation to less than your full voting entitlement, please enter 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 voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account).
2. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
3. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
4. In the case of a member which is a company, the Form of Proxy must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same shares.
5. The right to appoint a proxy does not apply to persons whose shares are held on their behalf by another person and who have been nominated to receive communication from the Company in accordance with section 146 of the Companies Act 2006 ("nominated persons"). Nominated persons may have a right under an agreement with the registered shareholder who holds shares on their behalf to be appointed (or to have someone else appointed) as a proxy. Alternatively, if nominated persons do not have such a right, or do not wish to exercise it, they may have a right under such an agreement to give instructions to the person holding the shares as to the exercise of voting rights.
6. The 'Vote Withheld' option is provided to enable you to abstain on any particular resolution. However, 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.
7. The right to vote at the meeting is determined by reference to the register of members. Only those shareholders registered in the register of members of the Company as at close of business on 26 June 2017 (or, if the meeting is adjourned, shareholders on the register of members not later than close of business two days prior to the adjourned meeting) shall be entitled to attend and vote at the above meeting in respect of the number of shares registered in their name at that time. Changes to entries on the register after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
8. Shares held in uncertificated form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST manual.
9. The completion and return of this form will not preclude a member from attending the meeting and voting in person.
10. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
11. The Form of Proxy must arrive at Capita Asset Services, PXS1, 34 Beckenham Road, Beckenham, BR3 4ZF during usual business hours accompanied by any power of attorney under which it is executed (if applicable) no later than 10.00 a.m. on 26 June 2017.
12. If you prefer, you may return the proxy form to the Registrar in an envelope addressed to FREEPOST CAPITA PXS. Please note that it may take up to five working days for the form to be delivered using this method.



Business Reply Plus  
Licence Number  
RLUB-TBUX-EGUC



PXS 1  
34 Beckenham Road  
BECKENHAM  
BR3 4ZF