

OXFORD PHARMASCIENCE GROUP PLC

(a company incorporated in England and Wales and registered with number 07036758)

FORM OF PROXY

FOR USE AT THE GENERAL MEETING ON 24 JUNE 2015

I/We (block capitals).....
of.....

being a member(s) of the above named Company hereby appoint the Chairman of the Meeting or (see notes 1, 3, 5 and 9)

.....
as my/our proxy to attend, speak and vote for me/us and on my/our behalf at the General Meeting of Oxford Pharmascience Group Plc to be held at the offices of Fasken Martineau LLP, 17 Hanover Square, London W1S 1HU on 24 June 2015 at 2.15 p.m. or as soon thereafter as the Annual General Meeting of the Company convened for the same date and place shall be concluded or adjourned, and at any adjournment thereof.

Please tick here if this proxy appointment is one of multiple appointments made (see note 9).

I/We direct my/our proxy to vote as indicated by an X in the appropriate column (see note 4)

Resolutions	For	Against	Withheld
1. To authorise the Directors to allot shares in relation to the Placing.			
2. To authorise the Directors to dis-apply statutory pre-emption rights in relation to the Placing.			

Date 2015

.....
Signature(s) and/or common seal (see notes 6, 7 and 8)

Notes

- As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes and the notice set out in the notice of meeting.
- Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
- A proxy does not need to be a member of the Company but must attend the meeting to represent you. If you wish to appoint a proxy other than the Chairman of the Meeting, please cross out the words "the Chairman of the Meeting or" and write the full name and address of your proxy in the space provided. The change should be initialled. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. 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.
- To direct your proxy how to vote on the resolutions mark the appropriate box with an "X". To abstain from voting on a resolution, select the relevant "Vote withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If you either select the "Discretionary" option or if no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
- To appoint a proxy using this form, the form must be: completed and signed, and sent or delivered to by post or by hand to Neville Registrars, Neville House, 18 Laurel Lane, Halesowen, B63 3DA and received by Neville Registrars no later than 2.15 p.m. on 22 June 2015.
- In the case of a member which is a company, this proxy form 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 this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
- In the case of joint holders, the signature of any one of them will suffice but the names of all joint holders should be stated. The vote of the senior who tenders a vote (whether in person or by proxy) will be accepted to the exclusion of the votes of the other holders. For this purpose, seniority is determined by the order in which the names stand in the register of members in respect of the joint holding (the first-named being the most senior).
- 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.
- If you submit more than one valid proxy appointment in respect of the same shares, the appointment received last before the latest time for the receipt of proxies will take precedence.
- For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.
- CREST members who wish to appoint a proxy or proxies by using CREST electronic appointment service may do so by using the procedures described in the CREST manual. To be valid, the appropriate CREST message regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent Neville Registrars, whose CREST Participant ID is 7RA11 by 2.15 p.m. on 22 June 2015.