

ARRIA NLG PLC

Form of Proxy for use by members of Arria NLG plc at the Annual General Meeting to be held at 10.30 a.m. on 28 January 2016.

I/We being a member/members of the above-named Company, hereby appoint the following person(s):

.....
 or, failing whom, the Chairman of the Meeting as my/our proxy to attend, speak and vote on my/our behalf at the Annual General Meeting of the Company to be held at 10.30 a.m. on 28 January 2016 at the offices of Travers Smith LLP, 10 Snow Hill, London EC1A 2AL (or at any adjournment thereof). I/We direct that my/our proxy will vote (or abstain from voting) on the resolutions set out in the Notice of Annual General Meeting as indicated below:

Please tick here if this proxy appointment is one of multiple appointments being made. For the appointment of more than one proxy, please refer to Note 2.

Resolutions	For	Against	Vote withheld
1. To receive the Company's annual accounts and the Directors' and Auditors' reports			
2. To re-elect Michael Higgins as a Director			
3. To re-elect Paul Kidney as a Director			
4. To elect Sharon Daniels as a Director			
5. To re-appoint PricewaterhouseCoopers LLP as auditors to the Company			
6. To authorise the Directors to fix the auditors' remuneration			
7. To authorise the Directors to allot shares or grant subscription or conversion rights under section 551 Companies Act 2006			
8. To disapply statutory pre-emption rights under section 570 Companies Act 2006			
9. To authorise the Company to make market purchase of its own ordinary shares			
10. To authorise the Company to make political donations and incur political expenditure			

Please note that a "vote withheld" is not a vote in law and will not be counted in the calculation of the votes cast for and against the resolution.

PLEASE COMPLETE THE DETAILS BELOW IN BLOCK CAPITALS AND SIGN AND DATE WHERE INDICATED

Signature of shareholder or common seal/signature of duly authorised officer of corporate shareholder

Note: If joint shareholders, only one joint holder need sign.

Print Name

Date

Please return this Form of Proxy to Equiniti Limited so as to arrive by 10.30 a.m. on 26 January 2016. Alternatively, if you hold your shares in uncertificated form, you may appoint a proxy using the CREST electronic proxy appointment service, details of which are set out in the circular accompanying the Notice of Annual General Meeting.

Notes:

1. A proxy need not be a member of the Company but must attend the Meeting to represent you. You may appoint as your proxy a person of your own choice by inserting their name in the space provided. If no name is inserted in the space provided the Chairman will be deemed appointed as the proxy. 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 (see reverse) the number of shares in relation to which he is 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. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting Equiniti Limited's helpline on 0371 384 2030 or you may photocopy this form. Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided 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.
3. Please indicate with a cross in the appropriate box how you wish your votes to be cast. In the absence of any specific direction, the proxy will vote (or abstain from voting) at his or her discretion. On any other business which properly comes before the Annual General Meeting (including any motion to amend any resolution or to adjourn the Meeting) the proxy will vote or abstain at his or her discretion.
4. To be valid, this Form of Proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be received by the Company's Registrars, Equiniti Limited, at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA, or by email to proxyvotes@equiniti.com by not later than 10.30am 26 January 2016.
5. Completion and return of this Form of Proxy will not prevent a member from attending and voting at the Annual General Meeting.
6. In the case of a corporate shareholder, this Form of Proxy should either be executed by the Company under seal or signed by a Director or a duly authorised officer or attorney.
7. In the case of joint holders, the senior holder will be accepted to the exclusion of that of other joint holders.



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