

## Attendance Card

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

Cairn Homes p.l.c. (the "Company") invites you to attend the annual general meeting of the Company to be held at The Marker Hotel, Grand Canal Square, Docklands, Dublin 2 D02 CK38 Ireland on 22 May 2019 at 11:00 a.m.

Shareholder Reference Number

## Form of Proxy - Annual General Meeting to be held on 22 May 2019 at 11:00 a.m. (the "AGM")



## Cast your Proxy online...It's fast, easy and secure!

www.eproxyappointment.com

You will be asked to enter the Control Number, Shareholder Reference Number (SRN) and PIN shown opposite

Control Number: 915790

SRN:

PIN:



To view the Notice of AGM and Annual Report online log on to: www.cairnhomes.com

To be effective, all proxy appointments must be lodged with the Company's Registrar at:

Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland or through the voting website, www.eproxyappointment.com, by 11:00 a.m. on 20 May 2019

## Notes:

- A member who is entitled to attend, speak, ask questions and vote at the AGM of the Company is entitled to appoint a proxy to attend, speak, ask questions and vote on his or her behalf at the AGM or any adjournment thereof. A member may appoint more than one proxy to attend, speak, ask questions and vote at the AGM or any adjournment thereof in respect of ordinary shares held in different securities accounts. Only ordinary shareholders have the right to appoint a proxy to attend, speak, ask questions and vote on his/her/its behalf at the AGM or any adjournment thereof. Such a member acting as an intermediary on behalf of one or more clients may grant a proxy to each of its clients or their nominees and such intermediary may cast votes attaching to some of the ordinary shares differently from other ordinary shares held by it. The appointment of a proxy will not preclude an ordinary shareholder from attending, speaking, asking questions and voting at the AGM should such ordinary shareholder subsequently wish to do so. A proxy shall be bound by the constitution of the Company. A proxy need not be a member of the Company but must attend the meeting to represent you. Any ordinary shareholder wishing to appoint more than one proxy should contact the Registrars of the Company, Computershare Investor Services (Ireland) Limited, at 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland, (phone number +353 1 447 5566).
- To be effective, the Form of Proxy duly completed and executed, together with any original power of attorney or other authority under which it is executed, or a copy of such authority certified notarially or by a solicitor practising in the Republic of Ireland, must be deposited with the Registrars of the Company Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland, so as to be received in any case no later than 48 hours before the time appointed for the AGM or any adjournment thereof or (in the case of a poll taken otherwise than at or on the same day as the AGM or any adjournment thereof) at least 48 hours before the taking of the poll at which it is to be used. Any alteration to the form must be initialled by the person who signs it.
- 8. Alternatively, subject to the constitution of the Company and provided it is received not less than 48 hours before the time appointed for the holding of the AGM or any adjournment thereof or (in the case of a poll taken otherwise than at or on the same day as the AGM or any adjournment thereof) at least 48 hours before the taking of the poll at which it is to be used, the appointment of a proxy may:
  - i. be submitted by fax to +353 1 447 5572, provided it is received in legible form; or
  - ii. be submitted electronically, subject to the terms and conditions of electronic voting, via the internet by accessing the shareholder portal on the Computershare Investor Services (Ireland) Limited website www.eproxyappointment.com. You will need your control number, shareholder reference number and you PIN number, which can be found above on this Form of Proxy; or
  - iii. be submitted through CREST in the case of CREST members, CREST sponsored members or CREST members who have appointed voting service providers. Transmission of CREST Proxy instructions must be done and authenticated in accordance with Euroclear specifications as set out in the CREST Manual and received by the Registrar under CREST Participant ID 3RA50.

- This Form of Proxy must (i) in the case of an individual member be signed by the appointer or by his/her/its attorney or submitted electronically by the member or his/her/its attorney; or (ii) in the case of a body corporate be executed either under its common seal or signed on its behalf by a duly authorised officer or attorney or submitted electronically in accordance with notes 3.ii. and 3 iii. above.
- 5. In the case of joint holders, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
- If you desire to appoint a proxy other than the Chairman of the AGM, please insert the proxy's name in block capitals
  in the space provided and delete the words "the Chairman of the AGM or".
- Please indicate how you wish your proxy to vote by marking the appropriate box. You may direct your proxy to vote "For", "Against", to "Abstain" your vote or give him/her/it "Discretion" to vote as he/she/it wishes by marking as appropriate. If no such specific instructions are given, the proxy will vote or abstain from voting at his/her/its discretion. The abstain option is provided to enable you to obtain on any particular resolution. It should be noted that a vote cast as abstain is not a vote in law and will not be counted in the calculation of the proportion of votes "For" and "Against" the resolutions.
- 3. On any other business which may properly come before the AGM or any adjournment thereof, and whether procedural and/or substantive in nature (including, without limitation, any motion to amend a resolution or adjourn the AGM) not specified in the Notice of the AGM or this Form of Proxy, the proxy will act at his/her/lits discretion.
- If you are appointing a proxy other than the Chairman of the AGM or any other officer of the Company, please provide him/her/it with the Attendance Card attached hereto to facilitate his/her/its attendance.
- Pursuant to Section 1095 of the Companies Act 2014 and Regulation 14 of the Companies Act, 1990 (Uncertificated Securities) Regulations 1996, entitlement to attend and vote at the AGM, or if relevant, any adjournment thereof, and the number of votes which may be cast thereat will be determined by reference to the register of members of the Company at 6:00 p.m. on 20 May 2019 or if the AGM is adjourned, at 6:00 p.m. on the day that falls 48 hours before the time appointed for the adjourned meeting shall be entitled to attend and vote at the general meeting, or if relevant, any adjournment thereof. Changes to entries on the register of members after that time shall be disregarded in determining the rights of any person to attend and vote at the AGM.

**Kindly Note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different: (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services (Ireland) Limited accept no liability for any instruction that does not comply with these conditions.

All Holders		

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Signature  Orm of Proxy (a hereby appoint the Chairman of the AGM OR the following person are leave this box blank if you have selected the Chairman. Do not insert your own name(s).  Implicut proxy to attend, speak and vote in respect of mylour full voting entitlement* on mylour behalf on any matter at the annual general meeting of im Homes p.L.c. to be held at The Marker Hotel, Grand Canal Square, Docklands, Dublin 2 DU2 CK88; relaind on 22 May 2019 at 11:00 a.m. and at any adjorent. (We direct that mylour vote(s) be cast on the specified resolutions as indicated by an X in the appropriate box.  The appointment of more than one proxy, please refer to Explanatory Note 1 (see front).  Please mark here to indicate that this proxy appointment is one of multiple appointments being made.  The appointment of increase and consider the Accounts for the year ended and consider the Remuneration Committee  Report (where than the Remuneration Committee  Report (where than the Remuneration Committee  Report (where the Report (where the Policy) for the year ended 31 December 2018.  To receive and consider the Remuneration Committee  Report (where the Report (where the Policy) for the year ended 31 December 2018.  To receive and consider the Remuneration Committee  Report (where the Policy) for the year ended 31 December 2018.  To reappoint the following Directors:  3(a) Re-appointment of John Reynolds  3(b) Re-appointment of Michael Stanley  3(c) Re-appointment of Michael Stanley  3(d) Re-appointment of Michael Stanley  3(d) Re-appointment of Annumeration Policy) for the year ended 31 December 2018.  To authorise the commoning of pre-emption rights (allotment of up to a substance of the Common	3(h) Re-appointment of David O'Beirne											
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