

POLAR CAPITAL HOLDINGS PLC – ATTENDANCE CARD

The Annual General Meeting is to be held at the offices of the Company, 4 floor, 16 Palace Street, London SW1E 5JD, commencing at 2.30pm on 31 July 2019. A map of the location is provided on the cover of the Notice of AGM.

Shareholder Reference Number

If you are attending in person, please bring this card with you.

For security reasons, all hand luggage may be subject to examination and you should arrive in sufficient time to clear security before the commencement of the meeting.

NOTICE OF AVAILABILITY

Important please read carefully

You can now access the Annual Report and Financial Statements of the year ended 31 March 2019 and the Notice of Annual General Meeting (Notice of AGM) to be held on 31 July 2019 on the Company's website, www.Polarcapital.co.uk

You are advised to read the full Notice of AGM before deciding how to vote and refer to the Annual Report for further information on the Company and its activities.

If you cannot locate or access the documents, would like to receive paper copies of the documents or would like to receive paper copies of shareholder communications in future then please call the Company's registrars, Equiniti, on 0800 8766660 (or from overseas +44 (0) 121 4157047) or contact them via the website www.Shareview.co.uk Telephone lines are open 8.30am to 5.30pm Monday to Friday.

Please note that any electronic communication sent to the Company or registrar that is found to contain a computer virus will not be accepted and that the Company's obligation is satisfied when it transmits an electronic message and it cannot be held responsible for a failure in transmission beyond its control.

POLAR CAPITAL HOLDINGS PLC

Form of Proxy for use at the Annual General Meeting to be held at 2.30pm on 31 July 2019 and at any adjournment thereof.

+	Voting ID	<input style="width: 90%;" type="text"/>	+
	Task ID	<input style="width: 90%;" type="text"/>	
	Shareholder Reference Number	<input style="width: 90%;" type="text"/>	+

Before completing, please read the Notice of Meeting and the Instructions for Completion (overleaf).

I/we, the undersigned, hereby appoint the Chair of the Meeting, or (see Note 1)

as my/our proxy, to attend, speak

and vote in respect of my full voting entitlement or shares on my/our behalf at the

Annual General Meeting of the Company to be held on 31 July 2019 and at any adjournment thereof. The proxy will vote on the under-mentioned resolutions, as indicated. The proxy will vote at his or her discretion, or abstain from voting on any resolution listed below if no instruction is given regarding that resolution and on any other business transacted at the meeting.

Please tick here if this proxy appointment is one of multiple appointments being made (see Note 2).

Please indicate your vote by marking the appropriate boxes in black ink like this:

Ordinary Resolutions

1. To receive the Annual Report and Financial Statements for the year ended 31 March 2019.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To receive and approve the Directors' Remuneration Report.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To elect Alexa Coates as a Director.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To elect Quintin Price as a Director.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Gavin Rochussen as a Director.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-elect John Mansell as a Director.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Brian Ashford-Russell as a Director.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-elect Jamie Cayzer-Colvin as a Director.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-elect Tom Bartlam as a Director.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-elect Win Robbins as a Director.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To re-appoint Ernst & Young LLP as auditors.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To authorise the Directors to determine the auditors' remuneration.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To authorise the allotment of shares.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Special Resolutions					
14. To disapply pre-emption rights.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. To authorise the Company to buy-back its ordinary shares.		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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Please mark this box if signing on behalf of the shareholder as Power of Attorney, Receiver, or Third Party. This card should not be used for any comments, change of address, or other queries. Please send separate instruction.

Signature(s)

Date

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INSTRUCTIONS FOR COMPLETION OF PROXY FORM

1. Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder as his/her proxy to exercise all or any of his rights, to attend, speak and vote on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please delete the words 'the Chairman of the Meeting, or' and insert the name of your chosen proxy holder in the space provided. Please initial the amendment (unless you are completing an electronic version). If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box 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. To appoint more than one proxy, an additional proxy form(s) may be obtained by contacting the Registrar or you may photocopy this form. Please indicate in the box next to the proxy holder's name 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 or in the same envelope.
3. The 'Vote Withheld' option overleaf 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.
4. Your proxy will vote or vote withheld from voting as he/she thinks fit on any other business which may properly come before the Meeting. If you tick the abstain your vote will not be counted in computing the required majority.
5. In the case of joint shareholders, any of the shareholders may vote in respect of their holdings but, where more than one is present at the Meeting, only the first-named in the share register present at the Meeting in person or by proxy shall be entitled to vote.
6. To be effective, this form should be completed and returned so as to reach Equiniti Limited not later than 48 hours before the time appointed for the Meeting or any adjourned Meeting.
7. In the case of a corporation this form must be executed under its common seal or be signed on its behalf by an attorney or a duly authorised officer of the corporation.
8. If this form of proxy is executed under a power of attorney, the power of attorney or authority under which it is signed, or a notarially certificated copy of such power or authority, must be deposited at Equiniti Limited, FREEPOST, RTHJ-CLLL-KBKU, Aspect House, Spencer Road, Lancing BN99 8LU, together with this form of proxy.
9. The lodging of this form of proxy will not preclude you from attending and voting at the Meeting in person.
10. If you hold shares through CREST you may, if you wish, register your proxy appointment electronically using the CREST electronic proxy appointment service. A proxy appointment made electronically will not be valid if sent to any address other than that provided or if received after 2.30pm on 29 July 2019. For details on how to use the CREST service please refer to the Notice of Annual General Meeting. Please note that any electronic communication found to contain a computer virus will not be accepted.
11. To register the appointment of a proxy electronically, visit www.sharevote.co.uk and follow the instructions provided. The proxy appointment must be received by Equiniti by 2.30pm on Monday, 29 July 2019. More details on how to lodge a vote via Equiniti's online service can be found in the Notes section of the Notice of Meeting.
12. Any alterations made to this form should be initialled.
13. The completion and return of this form will not preclude a member from attending the meeting and voting in person.
14. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, entitlement to attend and vote at the meeting and the number of votes which may be cast thereat will be determined by reference to the Register of Members of the Company at 6.30pm on the day which is two days before the day of the meeting. 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 meeting.

If you wish, you may return the proxy card in an envelope to FREEPOST RTHJ-CLLL-KBKU, Equiniti Limited, Aspect House, Spencer Road, Lancing, BN99 8LU.



Freepost RTHJ-CLLL-KBKU
Equiniti
Aspect House
Spencer Road
LANCING
BN99 8LU