

## **Notice of Annual General Meeting**

### **Odey Investments plc (the “Company”)**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of the Shareholders of the Company will be held at 33 Sir John Rogerson’s Quay, Dublin 2, Ireland on Friday, 29<sup>th</sup> of June, 2018 at 2.30 p.m. for the following purposes:

#### *For Consideration*

1. To receive and consider the Directors’ Report, the Auditor’s Report and the Financial Statements for the financial year ended 31<sup>st</sup> December, 2017;
2. To review the Company’s affairs.

#### *Ordinary Resolutions*

1. To re-appoint Deloitte as auditors of the Company until the conclusion of the next Annual General Meeting.
2. To authorise the Directors to fix the remuneration of the Auditor.

**By order of the Board**

**Tudor Trust Limited  
Company Secretary**

Dated this 11<sup>th</sup> day of May, 2018

**PROXY FORM**

**ODEY INVESTMENTS PLC  
(THE "COMPANY")**

Holder ID	Account ID & Description

I/We \_\_\_\_\_

of \_\_\_\_\_

being (a) holder(s) of [ \_\_\_\_\_ ] Shares in Odey Investments Plc (the "Company"), hereby

appoint \_\_\_\_\_

of \_\_\_\_\_

or in the absence of the appointment of any specified person, the Chairman of the Meeting (note 2) or failing him/her, Martin McDonnell of 33 Sir John Rogerson's Quay, Dublin 2, Ireland or failing him any representative of Tudor Trust Limited of 33 Sir John Rogerson's Quay, Dublin 2, Ireland as my/our proxy to vote for me/us on my/our behalf in the manner indicated below at the Annual General Meeting of the members of the Company to be held at 33 Sir John Rogerson's Quay, Dublin 2, Ireland on the 29<sup>th</sup> day of June, 2018 at 2.30 pm (Irish time) and at any adjournment thereof.

Signed \_\_\_\_\_ Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2018

Please indicate with an "X" in the spaces below, under the heading Resolutions, how you wish your vote to be cast for each resolution or, in the event of a poll being called, insert the number of total votes to be cast "for", "against" and/or "abstain" for each resolution in the spaces below.

**FOR CONSIDERATION AND REVIEW:**

1. To receive and consider the Report of the Directors, the Report of the Auditors and the Financial Statements for the year ended 31<sup>st</sup> December, 2017; and
2. To review the Company's affairs.

**RESOLUTIONS:**

Ordinary Resolutions	For	Against	Abstain
1. To re-appoint Deloitte as Auditor of the Company until the conclusion of the next Annual General Meeting.			
2. To authorise the Directors to fix the remuneration of the Auditor.			

**A Shareholder entitled to attend and vote at the above meeting is entitled to appoint a proxy or proxies to attend and vote in his/her stead. A proxy need not be a Shareholder.**

Unless otherwise instructed above the proxy shall vote as (s)he sees fit.

**ODEY INVESTMENTS PLC**  
**FORM OF PROXY**

**Notes**

1. If you have sold or otherwise transferred all of your Shares, please pass this Circular and accompanying Form of Proxy as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for delivery to the purchaser or the transferee.
2. A member may appoint a proxy of his own choice. If the appointment is made delete the words "the Chairman of the meeting" and insert the name of the person appointed as proxy in the space provided.
3. If the appointer is a corporation, this form must be under the Common Seal or under the hand of some duly appointed officer or attorney duly authorised on its behalf and please ensure that you indicate the capacity in which you are signing.
4. If the instrument appointing a proxy is signed under a power of attorney, please ensure that you enclose an original or a notarially certified copy of such Power of Attorney with your proxy form.
5. In the case of joint holders, the vote of the first named of joint holders who tenders a vote whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose, the first named shall be determined by the order in which the names of the joint holders stand in the Register of Members.
6. If this form is returned without any indication as to how the person appointed proxy shall vote he will exercise his discretion as to how he votes or whether he abstains from voting.
7. The voting "Abstain" option on the Proxy Form is provided to enable a member to abstain from voting on any particular resolution. An abstention is not a vote in accordance with law or the Company's Articles of Association and will not be counted towards calculating the proportion of votes cast "for" or "against" a particular resolution.
8. Any alterations made to this form must be initialled to be valid.
9. To be valid, this form, including notarially certified copy of such power or authority must be completed and deposited at the Registered Office of the Company, **(Tudor Trust Limited, 33 Sir John Rogerson's Quay, Dublin 2, Ireland, Attn: Martin McDonnell, Fax No: (+353 1 6670042))** not less than 48 hours before the time fixed for holding the meeting or adjourned meeting.





