

ATTENDANCE CARD WALKER GREENBANK PLC – ANNUAL GENERAL MEETING 2017

You may submit your proxy electronically using The Share Portal at www.capitashareportal.com.
If not already registered for The Share Portal, you will need your Investor Code.

NOTICE OF AVAILABILITY

Notice of AGM and Annual Report and Accounts for year ending 31 January 2017.

IMPORTANT – PLEASE READ CAREFULLY

You can now access the 2017 Annual Report and Notice of Meeting by visiting this website:
www.walkergreenbank.com

If you wish to receive a paper copy of the Annual Report please contact:

Capita Asset Services
34 Beckenham Road
Kent
BR3 4TU

To be held at the offices of: Buchanan Communications Limited, 3rd Floor 107 Cheapside, London EC2V 6DN on Wednesday 21 June 2017 at 11.00 a.m.
If you wish to attend this Meeting in your capacity as a holder of Ordinary Shares, please sign this card and on arrival hand it to the Company's registrars. This will facilitate entry to the meeting.

Signature of person attending

Bar Code:

Investor Code:

Instructions for completing the Proxy Form are set out on the reverse.

FORM OF PROXY WALKER GREENBANK PLC – ANNUAL GENERAL MEETING 2017

Bar Code:

Investor Code:

I/We being (a) holder(s) of Ordinary Shares of 1p each in Walker Greenbank PLC, hereby appoint the Chairman of the Meeting, (see note 1)

Name of Proxy

Number of shares proxy appointed over

Event Code:

as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at 107 Cheapside, London EC2V 6DN at 11.00 a.m. on 21 June 2017, or at any adjournment thereof as directed below.

ORDINARY RESOLUTIONS

Please mark 'X' to indicate how you wish to vote

- To receive the Report and Accounts for the year ended 31 January 2017.
- To approve the dividend.
- To elect Mrs Fiona Holmes, appointed since the last AGM, as a Director.
- To re-elect Mr Mike Gant as a Director.
- To re-appoint PricewaterhouseCoopers LLP as auditors.
- To authorise the Directors to determine the remuneration of the auditors.
- To authorise the Directors to allot relevant securities under section 551 of the Companies Act 2006.

For	Against	Vote withheld*
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

SPECIAL RESOLUTIONS

Please mark 'X' to indicate how you wish to vote

- To empower to a limited extent the Directors to allot shares as if section 561(1) of the Companies Act 2006 did not apply.
- To authorise the Company to make market purchases of its own shares.

For	Against	Vote withheld*
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

Please indicate how you wish your proxy to vote by marking an "X" the appropriate box. If the form is duly signed but with no direction as to how the proxy is to vote, the proxy will vote or abstain from voting at his/her discretion.

* The Vote withheld option is provided to enable you to instruct your proxy not to vote on any particular resolution, however it should be noted that a vote withheld in this way 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.

To assist with arrangement, if you intend attending the meeting in person please mark 'X' in the box opposite.

Signature

Date

You may submit your proxy electronically at www.capitashareportal.com

Notes:

1. Every shareholder has the right to appoint some other person(s) of their choice, who need not be a shareholder, as their proxy to exercise all or any of their rights to attend, speak and vote on their behalf at the meeting. If you wish to appoint as a proxy a person other than the Chairman of the meeting, the name and address of the other person should be inserted in block capitals in the space provided and the words "the Chairman of the Meeting" deleted and initialled.
2. You may appoint more than one proxy in relation to the meeting provided that each proxy is appointed to exercise the rights attached to a different share(s) held by you. 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.
3. Please tick the appropriate box as to how you wish to vote. If you do not do so, and unless otherwise instructed, the proxy will vote or abstain as he thinks fit. The proxy will act at his discretion in relation to any other business arising at the meeting (including any Resolution to amend a Resolution or to adjourn the meeting).
4. In the case of a corporation, this proxy form should be executed as a deed or under the hand of a duly authorised officer or attorney. In all other cases, this proxy form should be signed by the appointer or his attorney duly authorised in writing. The directors may, but shall not be bound to, require evidence of authority of such attorney or such officer. In the case of joint holders, the signature of any one of them shall suffice, but 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 joint holders or their proxies and for this purpose seniority shall be determined by the order in which the names stand in the register of members. The name of all joint holders should be shown.
5. Use of this proxy form or any CREST Proxy Instruction (as described in note 8 below) does not preclude a shareholder from attending the meeting and voting in person.
6. To be valid, this proxy form must be lodged together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority, at the Company's Registrars, Capita Asset Services, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4ZF, not later than 11.00 am on Monday 19 June 2017.
7. If you prefer, you may return the proxy form to the Registrar in an envelope addressed to FREEPOST RSBH-UXKS-LRBS, PXS1, 34 Beckenham Road, Beckenham, BR3 4ZF.
8. CREST members who wish to utilise the CREST electronic appointment service should first read Note 3 of the Notice of Annual General Meeting.
9. You may not use any electronic address provided in this proxy form to communicate with the Company for any purposes other than those expressly stated.

**Business Reply Plus
Licence Number
RSBH-UXKS-LRBC**



**PXS1
34 BECKENHAM ROAD
BECKENHAM
KENT
BR3 4ZF**