

NOTICE OF AVAILABILITY

The Notice of General Meeting and Circular to which this Proxy Form relates are available on the Company's website at www.energiserinvestments.co.uk

NOTES TO THE FORM OF PROXY

- 1 A member of the Company entitled to attend, speak and vote at the General Meeting ("GM") may appoint one or more proxies to attend, speak and vote instead of him/her. A proxy need not be a member of the Company.
- 2 If the proxy is being appointed for less than your full voting entitlement, please indicate above your signature the number of shares in relation to which that person 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.
- 3 You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. If you wish to appoint more than one proxy you should either contact the Company's registrars by post at Neville Registrars Ltd, Neville House, 18 Laurel Lane, Halesowen, B63 3DA to obtain another form of proxy, or photocopy this form. If you appoint multiple proxies, please indicate above your signature the number of shares in relation to which the person named on this form is 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. Where multiple proxies are appointed, failure to specify the number of shares to which this proxy appointment relates or specifying a number which exceeds the number held by the member when totalled with the number specified on other proxy appointments by the same member, will render all the appointments invalid.
- 4 Completion and return of a form of proxy does not preclude a member from attending, speaking and voting at the GM in person should he/she so wish.
- 5 In the case of joint holders, where more than one of the joint holders purports to appoint a proxy only the appointment submitted by the most senior holder will be accepted. Seniority shall be determined by the order in which the names of the joint holders stand in the register of members (the first-named being the most senior).
- 6 This form of proxy must be completed, signed and returned so as to reach the Company's registrar, Neville Registrars Ltd, Neville House, 18 Laurel Lane, Halesowen, B63 3DA (together with a letter or power of attorney or other written authority, if any, under which it is signed or a notarially certified or office copy of such power or written authority, not later than 11.00 a.m. on 4 March 2017 being 48 hours before the time fixed for holding the GM.
- 7 Pursuant to Regulation 41 of The Uncertificated Securities Regulations 2001, only those members registered in the Register of Members of the Company as at close of business on 4 March 2017 are entitled to attend, speak or vote at this GM in respect of the number of shares registered in their name as at close of business on 4 March 2017. Changes to entries in the register after close of business on 4 March 2017 shall be disregarded in determining the right to attend, speak or vote at the GM.

Please complete and return this Form of Proxy to the Registrar at the address shown overleaf. If you wish to use an envelope, please address it to 'FREEPOST NEVILLE'. If it is posted outside the United Kingdom, please return it in an envelope using the address shown overleaf and pay the appropriate postage charge.

Energiser Investments plc

(Incorporated in England and Wales with registered number 298654)

FORM OF PROXY

I/We _____ being (a) member(s) of the Company and entitled to vote at the General Meeting, hereby appoint

(Please only complete if appointing someone other than the Chairman of the meeting)

[Empty box for appointing a proxy]

or failing him/her, the Chairman of the Meeting as my/our proxy, to attend, speak and vote for me/us and on my/our behalf at the General Meeting of the Company, to be held on 6 March 2017 at Decimal Place, Chiltern Avenue, Amersham, Buckinghamshire, HP6 5FG at 11:00 a.m. and at any adjournment thereof.

Resolutions (*Special Resolution)

- | | FOR | AGAINST | WITHHELD |
|--|--------------------------|--------------------------|--------------------------|
| 1 To authorise the Directors to allot relevant securities of the Company pursuant to section 551 of the Companies Act 2006 (the "Act") | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2* To disapply the pre-emption provisions of section 561(1) of the Act | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

If you are planning to attend the General Meeting, please tick the following box:

Mark this box with an "X" if you are appointing more than one proxy:
Signed:

[Signature box]

Leave blank to authorise your proxy to act in relation to your full entitlement or enter the number of shares in relation to which your proxy is authorised to vote:

[Number of shares box]

Date:

[Date box: DD-MM-YY]



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Energiser Investments plc

Attendance Card

The General Meeting will start at 11:00 a.m. and is being held on 6 March 2017 at Decimal Place, Chiltern Avenue, Amersham, Buckinghamshire, HP6 5FG.

If you plan to attend the General Meeting, please bring this card with you to ensure you gain entry as quickly as possible.

Please present this card at the registration desk. It will be used to show that you have the right to attend, speak and vote at the General Meeting.

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Name
Address 1
Address 2
Address 3
Address 4
Address 5
Address 6

NEVILLE
REGISTRARS



Business Reply Plus
Licence Number
RSTY-SAKX-RZSL



NR 1

Neville Registrars Limited
Neville House
18 Laurel Lane
Halesowen
B63 3DA