

United Drug plc ('the Company') invites you to attend the Annual General Meeting ('AGM') of the Company to be held in **The Shelbourne Hotel, 27 St. Stephen's Green, Dublin 2, Ireland at 12 noon on 9 February 2010.**

Shareholder Reference Number

Form of Proxy - United Drug plc Annual General Meeting ('AGM') to be held on 9 February 2010

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.

Explanatory Notes:

1. A registered shareholder entitled to attend, speak, ask questions and vote at the AGM is entitled to appoint a proxy to attend, speak, ask questions and vote on their behalf. A proxy must be 18 years of age or over but need not be a shareholder of the Company. A proxy attending the AGM may be requested to produce evidence of identity. A shareholder may appoint more than one proxy to attend and vote at the meeting in respect of different shares held. A shareholder acting as an intermediary on behalf of one or more clients may grant a proxy to each of its clients or their nominees provided each proxy is appointed to exercise rights attached to different shares held by that shareholder. Where a proxy is not to have the authority to vote all shares registered in the name of the shareholder, the shareholder should specify the number of shares which may be voted by the proxy in the space provided. If you wish to appoint more than one proxy then please contact the Company's registrar, Computershare Investor Services (Ireland) Limited, on +353 1 447 5100. Where a poll is taken at the AGM, a shareholder, present in person or proxy, holding more than one share is not required to cast all their votes in the same way.
2. To appoint one or more proxies or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, CREST messages must be received by the issuer's agent (ID number 3RA50) not later than 12 noon on 7 February 2010. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the issuer's agent is able to retrieve the message. The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5)(a) of the Companies Act, 1990 (Uncertificated Securities) Regulations 1996.
3. To be effective, the completed Form of Proxy together with any power of attorney or other authority under which it is executed, or a notarially certified copy thereof, must be deposited with the Registrar of the Company, Computershare Investor Services (Ireland) Limited, P.O. Box 954, Heron House, Corrig Road, Sandyford Industrial Estate, Dublin 18, Ireland not later than 12 noon on 7 February 2010.
4. The Company, pursuant to Regulation 14 of the Companies Act, 1990 (Uncertificated Securities) Regulations, 1996 and Section 134A of the Companies Act 1963 specifies that only those shareholders registered in the register of members of the Company as at 5.00 p.m. two days before the time appointed for the meeting or any adjournment of the meeting shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at the time. Changes to entries in the register after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.
5. 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.
6. In the case of joint shareholders the signature of the first named holder will suffice.
7. Any alterations made to this form should be initialled.
8. The appointment of a proxy does not prevent a registered shareholder from attending and voting at the meeting should they wish to do so.
9. A shareholder wishing to appoint a proxy by electronic means may do so on the Registrar's website www.computershare.com/ie/voting/united-drug. Details of the requirements are set out in the box below.

To be effective, all votes must be lodged via the website of the Company's registrar; via CREST; or at the office of the Company's registrar at: Computershare Investor Services (Ireland) Limited, P.O. Box 954, Heron House, Corrig Road, Sandyford Industrial Estate, Dublin 18, Ireland by 12 noon on 7 February 2010 (or in the case of an adjournment, 48 hours before the time of the adjourned meeting).

LODGE YOUR PROXY VOTE USING THE INTERNET 24 HOURS A DAY 7 DAYS A WEEK

All Named Holders:

To Vote Using the Internet

Go to the following website:
www.computershare.com/ie/voting/united-drug

You will be asked to enter the 'Shareholder Reference Number' (SRN) and PIN Number as printed opposite and agree to certain terms and conditions.

SRN.

PIN.

Poll Card To be completed **only** at the AGM if a Poll is called.

Ordinary Business	For	Against	Vote Withheld
1. To receive and consider the reports and accounts.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare the dividend.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To receive and consider the Report of the Remuneration Committee on Directors' Remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. (a) To re-elect C. Corbin as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(b) To re-elect L. FitzGerald as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(c) To re-elect H. Friel as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(d) To re-elect R. Kells as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To authorise the directors to fix the auditor's remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Special Business	For	Against	Vote Withheld
6. Ordinary Resolution to authorise allotment of new shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Special Resolution to disapply statutory pre-emption provisions.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Special Resolution to authorise the Company to make market purchases of its own shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Special Resolution to fix the maximum and minimum prices at which any treasury shares may be re-issued off-market.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Special Resolution to approve the convening of an extraordinary general meeting on 14 clear days notice.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Special Resolution to amend the Articles of Association to reflect the implementation of the Shareholder Rights (Directive 2007/36/EC) Regulations 2009.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Ordinary Resolution to approve the 2010 Long Term Incentive Plan.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Ordinary Resolution to approve the 2010 Executive Share Option Plan.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature _____

Form of Proxy

Please use a **black** pen. Mark with an **X** inside the box as shown in this example.

I/We hereby appoint the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to attend, speak and vote on my/our behalf at the AGM of United Drug plc to be held in **The Shelbourne Hotel, 27 St. Stephen's Green, Dublin 2, Ireland** at 12 noon on 9 February 2010, and at any adjourned meeting.

Ordinary Business	For	Against	Vote Withheld
1. To receive and consider the reports and accounts.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare the dividend.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To receive and consider the Report of the Remuneration Committee on Directors' Remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. (a) To re-elect C. Corbin as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(b) To re-elect L. FitzGerald as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(c) To re-elect H. Friel as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(d) To re-elect R. Kells as a director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To authorise the directors to fix the auditor's remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Special Business	For	Against	Vote Withheld
6. Ordinary Resolution to authorise allotment of new shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Special Resolution to disapply statutory pre-emption provisions.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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12. Ordinary Resolution to approve the 2010 Long Term Incentive Plan.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Ordinary Resolution to approve the 2010 Executive Share Option Plan.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please tick here to indicate that this proxy instruction is in addition to a previous instruction. Otherwise it will overwrite any previous instruction.

I/we would like my/our proxy to vote on the resolutions proposed at the meeting as indicated on this form. Unless otherwise instructed the proxy may vote as he or she sees fit or abstain in relation to any business of the meeting. This proxy may be exercised in respect of all the shares registered in my/our name(s). / This proxy may be exercised in respect of _____ shares registered in my/our name(s) (delete as appropriate).

Signature

Date

DD / MM / YY

In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorised, stating their capacity (e.g. director, secretary).