



# Proxy Form

## Domino's Pizza Group plc (the 'Company')

Annual General Meeting of the Company to be held at 1 Thornbury, West Ashland, Milton Keynes MK6 4BB on Thursday 20 April 2017 at 12:00 noon.

Voting ID

Task ID

Shareholder reference number

**Before completing this form, please read the explanatory notes overleaf.**

**You can submit your Proxy Form electronically at [www.sharevote.co.uk](http://www.sharevote.co.uk) using the ID and reference numbers provided above.**

I/We being (a) member(s) of the Company appoint the Chairman of the Meeting or the following person (see note 3)

NAME OF PROXY	<input type="text"/>	NUMBER OF SHARES	<input type="text"/>	MULTIPLE PROXIES (see note 4)	<input type="checkbox"/>
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as my/our proxy to attend, speak and vote on my/our behalf at the Annual General Meeting of the Company to be held on Thursday 20 April 2017 at 12:00 noon and at any adjournment of the Meeting.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the Meeting.

**Please tick this box if you intend to attend the Annual General Meeting**

If you cannot attend the Annual General Meeting but would like to raise a question relating to the business of the Annual General Meeting, please provide brief details.

### Resolutions (see note 5)

	For	Against	Vote withheld		For	Against	Vote withheld
1. To adopt the Company's Annual Report and financial statements for the financial year ended 25 December 2016.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	11. Re-election of Steve Barber.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Re-appointment of the auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	12. Election of Rachel Osborne.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To authorise the Audit Committee to agree the remuneration of the auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	13. To approve the Directors' remuneration report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To declare a final dividend of 4.5p per Ordinary share in respect of the year ended 25 December 2016.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14. Authority to allot shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Re-election of Stephen Hemsley.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15. Political donations.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Re-election of Colin Halpern.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	16. Authority to dis-apply pre-emption rights*.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Re-election of David Wild.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	17. Authority to dis-apply pre-emption rights (additional authority)*.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Re-election of Kevin Higgins.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	18. To authorise the Company to purchase its own shares*.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Re-election of Ebbe Jacobsen.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	19. To reduce notice of general meetings (other than an Annual General Meeting)* to 14 clear days.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Re-election of Helen Keays.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

\* Special resolution.

Signature

Date

If you plan to attend the Annual General Meeting, to be held at 1 Thornbury, West Ashland, Milton Keynes MK6 4BB on Thursday 20 April 2017 at 12:00 noon, please bring this Attendance Card with you and present it at the Company registrars' desk on arrival. This Attendance Card is evidence of your right to attend and vote at the Annual General Meeting. If you are attending as a representative of a shareholder that is a corporation, you will need to show our registrars evidence that you have been properly appointed as a corporate representative to gain entry to the Annual General Meeting.

**Notice of Availability – IMPORTANT, please read carefully**  
**You can now access the Annual Report and Accounts for the financial year ended 25 December 2016 and Notice of Annual General Meeting at <http://investors.dominos.co.uk>. You can submit your proxy online at <http://www.sharevote.co.uk>.**

**Explanatory notes for completing your Proxy Form**

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the Meeting and voting in person.
3. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. To appoint as your proxy a person other than the Chairman of the Meeting, insert their full name in the box. If you sign and return this Proxy Form with no name inserted in the box, the Chairman of the Meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the Meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
4. 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. To appoint more than one proxy, (an) additional Proxy Form(s) may be obtained by contacting the registrars' helpline on 0371 384 2895 or you may photocopy this form. Overseas holders should contact +44 (0)121 415 0926. Lines are open from 8:30a.m. to 5:30p.m. Monday to Friday. 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.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant 'Vote withheld' box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.
6. To appoint a proxy using this form, the form must be:
  - ▶ completed and signed;
  - ▶ sent or delivered to Equiniti at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA; and
  - ▶ received by Equiniti no later than 12:00 noon on Tuesday 18 April 2017.
7. In the case of a member which is a company, this Proxy Form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
8. Any power of attorney or any other authority under which this Proxy Form is signed (or a duly certified copy of such power or authority) must be included with the Proxy Form.
9. As an alternative to completing the hard-copy Proxy Form, you can appoint a proxy electronically by visiting [www.sharevote.co.uk](http://www.sharevote.co.uk). You will need your voting ID, task ID and shareholder reference number (this is the series of numbers printed under your name on this Proxy Form). Alternatively, if you have already registered with Equiniti Limited's online portfolio service, Shareview, you can submit your Proxy Form at [www.shareview.co.uk](http://www.shareview.co.uk). Full instructions are given on both websites. To be valid, your proxy appointment(s) and instructions should reach Equiniti Limited no later than 12:00 noon on 18 April 2017.
10. CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent, Equiniti Limited (ID: RA19), by 12:00 noon on 18 April 2017. See the notes to the Notice of Meeting for further information on proxy appointment through CREST.
11. 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 is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
12. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
13. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the Notice of the Annual General Meeting.
14. 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.