Dechra Pharmaceuticals PLC
(the “Company”)

Notice of Annual General Meeting

Notice is hereby given that the 2007 annual general meeting of the Company will be held at the Manor House Hotel, Audley Road, Alsager, Stoke-on-Trent, Staffordshire, ST7 2QQ on Wednesday 17 October 2007 at 10.00 a.m. for the following purposes:

Ordinary Business
To consider and, if thought fit, pass the following resolutions as ordinary resolutions:

1. To receive and consider the accounts of the Company for the year ended 30 June 2007 together with the Directors’ Report and the Auditors’ Report.
2. To receive and approve the Directors’ Remuneration Report for the year ended 30 June 2007.
3. To declare a final dividend for the year ended 30 June 2007 of 5 pence per ordinary share, to be paid on 23 November 2007 to members whose names appear on the Register of Members of the Company at the close of business on 26 October 2007.
4. To re-elect Michael Redmond as a Director of the Company.
5. To re-elect Edwin Torr as a Director of the Company.
6. To reappoint KPMG Audit Plc as the Auditors of the Company to hold office from the conclusion of the meeting until the conclusion of the next general meeting of the Company at which accounts are laid and to authorise the Directors to fix their remuneration.

Special Business
To consider and, if thought fit, pass the following resolutions, of which 7 will be proposed and voted on as an ordinary resolution and resolutions 8 and 9 will be proposed and voted on as special resolutions.

Ordinary Resolution
7. That, in substitution for all existing authorities under that section to the extent unused, the Directors be and are generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 (“Act”) to exercise all the powers of the Company to allot, grant options over, offer or otherwise deal with or dispose of any relevant securities within the meaning of section 80 of the Act up to an aggregate nominal amount of £196,514.81 (being approximately one-third of the current issued capital) provided that (unless previously renewed, varied or revoked by the Company in a general meeting) this authority shall expire at the conclusion of the next annual general meeting of the Company after the passing of this resolution or 15 months after the passing of this resolution (whichever is the earlier) save that the Company may make an offer or agreement before the expiry of this authority which would or might require the relevant securities to be allotted after such expiry of this authority and the Directors may allot relevant securities in pursuance of that offer or agreement as if the authority conferred by this resolution had not expired.

Special Resolutions
8. That, in substitution for all existing authorities and subject to the passing of resolution 7 above, the Directors be generally empowered pursuant to section 95 of the Act to allot equity securities for cash (within the meaning of section 94(2) of the Act) pursuant to the authority conferred by resolution 7 above as if section 89(1) of the Act did not apply to any such allotment. This power:

8.1 shall (unless previously revoked, varied, or renewed) expire on the date of the next annual general meeting of the Company after the passing of this resolution or 15 months after the passing of this resolution (whichever is the earlier) save that the Company may make an offer or agreement before the expiry of this power which would or might require equity securities to be allotted for cash after such expiry of this authority and the Directors may allot equity securities for cash in pursuance of that offer or agreement as if the power conferred by this resolution had not expired; and

8.2 is limited to:

8.2.1 allotments of equity securities in connection with a rights issue or other issue in favour of ordinary shareholders where the equity securities respectively attributable to the interests of all ordinary
shareholders are proportionate (as nearly as may be) to the respective numbers of ordinary shares held by them but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or legal or practical problems under the laws of or the requirements of any recognised regulatory body or any stock exchange in any country or territory; and

8.2.2 allotments of equity securities for cash (otherwise than pursuant to paragraph 8.2.1) up to an aggregate nominal amount of £26,401.85.

9. That, in accordance with Article 41 of the Articles of Association of the Company and part V of the Act, the Company be and is hereby granted general and unconditional authority (pursuant to section 166 of the Act) to make market purchases (as defined in section 163(3) of the Act) on the London Stock Exchange plc of any of its own ordinary shares of £0.01 each on such terms and in such manner as the Board of Directors of the Company may from time to time determine provided that:

9.1 the maximum number of ordinary shares authorised to be purchased is 5,280,370 (representing 10% of the Company's issued ordinary share capital);

9.2 the maximum price which may be paid for a share is an amount equal to not more than 105 per cent of the average middle market quotations for the shares taken from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the purchase is made exclusive of advance corporation tax (if any) and attributable expenses paid by the Company;

9.3 the minimum price which may be paid for a share is £0.01 exclusive of advance corporation tax (if any) and attributable expenses payable by the Company; and

9.4 unless previously revoked varied or renewed, the authority conferred by this resolution shall expire on the conclusion of the next annual general meeting of the Company held after passing this resolution, or 15 months from the date of passing this resolution (whichever is the earlier), except that the Company may, before such expiry, enter into a contract for the purchase of its own shares which may be completed by or executed wholly or partly after the expiration of this authority as if the authority conferred by this resolution had not expired.

Registered Office
Dechra House
Jamage Industrial Estate, Talke Pits
Stoke-on-Trent, ST7 1XW

By order of the Board

Dechra House
Jamage Industrial Estate, Talke Pits
Stoke-on-Trent, ST7 1XW

Secretary
17 September 2007

Notes:

1 Pursuant to Regulation 41 of the Uncertified Securities Regulations 2001, only those members registered in the Register of Members of the Company as at 10.00 a.m. on 15 October 2007 or, in the event that the meeting is adjourned or postponed, in the Register of Members 48 hours before the time of any adjourned or postponed meeting shall be entitled to attend or vote at the meeting in respect of the number of shares registered in their name at that time. Changes to entries in the Register of Members after 10.00 a.m. on 15 October 2007 or, in the event that the meeting is adjourned or postponed, after 48 hours before the time of any adjourned or postponed meeting shall be disregarded in determining the rights of any person to attend or vote at the meeting.

2. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and on a poll, to vote instead of him/her. A proxy need not be a member of the Company. A proxy may not speak at the meeting, except with the permission of the chairman of the meeting. Completion and return of a form of proxy will not preclude a member from attending and voting in person at the meeting if he or she so wishes.

3. A form of proxy is enclosed. To be valid, it must be deposited at the offices of the Company's registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS13 8FB, by 15 October 2007 or, in the event that the meeting is adjourned or postponed, no later than 48 hours before the time of any adjourned or postponed meeting.

4. The following information is available for inspection during normal business hours at the registered office of the Company (excluding weekends and public holidays). It will also be available for inspection at the place of the annual general meeting from 9.00 a.m. on the day of the meeting until the conclusion of the meeting:

(a) the register of interests of Directors and their connected persons in the share capital of the Company; and

(b) copies of the Directors' service contracts and non-executives' letters of appointment.

5. Biographical details of all those Directors who are offering themselves for re-election at the meeting are set out in the Report and Accounts.

6. The Chairman of each of the audit, remuneration and nomination committees will be present at the AGM to take any questions.