

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the course of action you should take, please immediately consult your independent financial adviser (being, in the case of shareholders in Ireland, an adviser authorised or exempt under the European Communities (Markets in Financial Instruments) Regulations 2007 (Nos. 1 to 3) or the Investment Intermediaries Act 1995 (as amended) and, in the case of shareholders in the United Kingdom, an adviser authorised pursuant to the UK Financial Services and Markets Act 2000).

If you have sold or otherwise transferred all your shares in C&C Group plc, please pass this document to the purchaser or the transferee, or to the stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

C&C GROUP PLC

(Registered in Ireland Number 383466)



ELECTION AND MANDATE FORM OR NOTICE OF ENTITLEMENT

Scrip Dividend Offer in respect of the interim dividend to be paid on 15 December 2017
Fully paid ordinary shares of €0.01 each in the capital of C&C Group plc (the "Company") ("New Shares")
to be issued instead of cash dividend

Box 1	Box 2	Box 3	Box 4	Box 5
Number of Ordinary Shares registered in your name at close of business on 3 November 2017	Net cash dividend entitlement* €	Maximum number of New Shares to which you are entitled instead of your cash dividend	Number of New Shares which you wish to receive, only if less than the number in Box 3	Mark with an "X" to effect a Mandate to receive New Shares instead of future dividends

*Net cash dividend entitlement is shown after the deduction of Dividend Withholding Tax, where applicable.

Before taking any action, you should carefully read the Rules of the Scrip Dividend Scheme dated May 2005 and also the further information in the Chairman's letter concerning this Scrip Dividend Offer. Certain words and expressions defined in the Rules of the Scrip Dividend Scheme have the same meanings when used in this Form, unless the context requires otherwise.

HOW TO DEAL WITH THIS FORM

- If the words "Already Mandated" are printed across Boxes 4 and 5 above, a Mandate to take New Shares instead of cash is already in place. This is a Notice of Entitlement and your options are:
 - To receive your maximum entitlement in New Shares in respect of the interim dividend: take no action;
OR
 - To receive your dividend in cash: you must revoke the existing Mandate in writing. (All joint holders must sign.)
- If the words "Already Mandated" are **not** printed across Boxes 4 and 5 above, this is an Election and Mandate Form and your options are:
 - To receive your total dividend in cash: take no action. Do not return this Form. The dividend will be paid in the usual way.
OR
 - To receive your maximum entitlement to New Shares instead of cash for this dividend only: sign and date the Form.
OR
 - To receive a combination of New Shares and cash for this dividend: insert in Box 4 the number of New Shares you wish to receive (which must be less than the number shown in Box 3), sign and date this Form. The dividend will be paid in cash in respect of those of your Ordinary Shares on which no election is made.
OR
 - To receive your maximum entitlement to New Shares for this dividend and under any future Scrip Dividend Offer: place an 'X' in Box 5, sign and date this Form.

If you wish to elect to receive New Shares in accordance with 2(ii), (iii) or (iv), or if you wish to revoke your Mandate in accordance with 1(ii), your completed Form or your notice of revocation, as the case may be, should be sent by normal post to Link Asset Services, Link Registrars Limited, P.O. Box 7117, Dublin 2, Ireland, or by hand or registered post to Link Asset Services, Link Registrars Limited, 2 Grand Canal Square, Dublin 2, D02 A342, Ireland, to arrive not later than 12.00 noon on 1 December 2017.

To the Directors, C&C Group plc

I/We the undersigned, being the registered holder(s) as at the close of business on 3 November 2017 of the number of Ordinary Shares set out in Box 1 above, hereby give notice that I/we irrevocably elect to receive, instead of payment in cash in respect of the interim dividend for the year ending 28 February 2018, an allotment, credited as fully paid, of the number of New Shares shown in Box 3 above (or, if less, the number of New Shares stated in Box 4) upon the terms of the Rules of the Scrip Dividend Scheme dated May 2005 (the "Rules of the Scheme"), the Chairman's Letter concerning the Scrip Dividend Offer and the Memorandum and Articles of Association of the Company (as from time to time varied), subject only to the admission of the New Shares to the Official Lists of the Irish Stock Exchange and the UK Listing Authority and to trading on the Irish Stock Exchange's and London Stock Exchange's respective main markets for listed securities.

If so indicated in Box 5 above, I/we hereby give you notice that in connection with every future Scrip Dividend Offer made to Shareholders whereby Shareholders may elect to receive an allotment of New Shares credited as fully paid instead of any dividend in cash, I/we elect to receive such New Shares upon the terms of the Rules of the Scheme and the Memorandum and Articles of Association of the Company (as from time to time varied) so that the Registrars of the Company are authorised and instructed to treat me/us as having made such election in the case of each such offer in respect of the entire number of Ordinary Shares registered in my/our name(s) at the Record Date for that offer. This mandate shall remain in force until revoked or terminated in accordance with the Rules of the Scheme.

I/We acknowledge that the Company reserves the right to treat any election not strictly complying with the terms of the Scrip Dividend Offer as nevertheless valid.

I/We request and authorise the Company to place my/our name(s) on the Register as holder(s) of the New Shares for which this application is accepted and to send to me/us a definitive certificate in respect of those New Shares by post at my/our risk to the address given above (unless I/we direct otherwise) or, if my/our Ordinary Shares are held in uncertificated form, to credit my/our CREST account with those New Shares.

Holders in CREST should note that there is no facility to make a scrip election electronically through the CREST settlement system and in order to make a scrip election such holders should complete an election and mandate form and submit it before the deadline.

I/We declare that I am/we are not a resident of any jurisdiction, outside Ireland and the United Kingdom, under the laws of which the offer and/or acceptance of New Shares under a Scrip Dividend Offer would be unlawful unless the Company complied with registration or other legal or regulatory requirements, and that I/we do not hold the Ordinary Shares to which this Form relates as nominee or trustee for any beneficial owner who is so resident.

Dated:.....2017

Please insert your daytime telephone number

(1) Signature:.....(3) Signature:.....

(2) Signature:.....(4) Signature:.....

In the case of joint holders, ALL must sign. In the case of a body corporate, this form should be executed under its common seal or be signed by a duly authorised official whose capacity should be stated. All enquiries regarding this form should be addressed to Link Asset Services, Link Registrars Limited, 2 Grand Canal Square, Dublin 2, D02 A342, Ireland. Telephone +353 1 553 0050. Fax +353 1 224 0700.

Completed Election and Mandate Forms should be sent by normal post to Link Asset Services, Link Registrars Limited, P.O. Box 7117, Dublin 2, Ireland, or by hand or registered post to Link Asset Services, Link Registrars Limited, 2 Grand Canal Square, Dublin 2, D02 A342, Ireland.