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If you have sold or otherwise transferred all of your Existing Ordinary Shares, please immediately forward this document, together with the accompanying Form of Proxy, to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee. If you have sold only part of your holding of Existing Ordinary Shares, please contact your stockbroker, bank or other agent through whom the sale or transfer was effected immediately.

This document does not comprise an offer to sell or the solicitation of an offer to buy a security in or in relation to the Company.

Imaginatik Plc

(A company incorporated and registered in England and Wales under the Companies Act 1985 with registered number 3936915)
(ISIN GB00BP8XY588)

Share Capital Reorganisation by way of a Sub-Division and Consolidation of Ordinary Shares

and

Notice of General Meeting

A letter from the Company's non-executive director explaining the background to the Resolutions and the requirement for the General Meeting is set out on pages 7 to 10 of this document. A notice convening a general meeting of the Company to be held at 10.30 a.m. on Friday 29 June 2018 at the offices of the Company's solicitors, Marriott Harrison LLP, at 11 Staple Inn, London WC1V 7QH, is set out at the end of this document. The enclosed Form of Proxy for use at the General Meeting should be completed and returned to Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA soon as possible and to be valid must arrive by 10.30 a.m. on Wednesday 27 June 2018. The completion and return of a Form of Proxy will not preclude you from attending and voting in person at the GM should you wish to do so.

The whole of this document should be read. Your attention is drawn in particular to the "Letter from the Non-executive Director".

This document does not constitute an offer to sell or an invitation to subscribe for, or the solicitation of an offer to buy or subscribe, Ordinary Shares or any other securities in the Company nor shall it or any part of it or the fact of its distribution form the basis of, or be relied on in connection with any contract therefor in any jurisdiction in which such offer or solicitation is unlawful.

The distribution of this document in or into jurisdictions other than the United Kingdom may be restricted by law and therefore any person who is subject to the laws of any jurisdiction other than the United Kingdom should inform themselves about, and observe such restrictions. Any failure to comply with the applicable restrictions may constitute a violation of the securities laws of any such jurisdiction.

The Ordinary Shares have not been, and will not be, registered in the United States of America under the United States Securities Act of 1933 (as amended) (the "Securities Act") or qualified for sale under the laws of any state of the United States or under the applicable laws of any of Canada, Australia, the Republic of South Africa, or Japan and, may not be offered or sold in the United States of America, Canada, Australia, the Republic of South Africa, or Japan or to, or for the account or benefit of, US persons (as such term is defined in Regulation S under the Securities Act) or to any national, resident or citizen of Canada, Australia, the Republic of Ireland, the Republic of South Africa, or Japan. In addition, the securities to which this document relates must not be marketed into any jurisdiction where to do so would be unlawful.

The Directors, whose names and functions appear on page 4 of this document, and the Company, accept responsibility for the information contained in this document, including individual and collective responsibility for compliance with the AIM Rules. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

Copies of this document will be available, free of charge, for a period of one month from the date of this document, at the offices of the Company's solicitors, Marriott Harrison LLP, at 11 Staple Inn, London WC1V 7QH, during normal business hours (Saturdays, Sundays and public holidays excepted) and in accordance with Rule 26 of the AIM Rules at the Company's website, www.imaginatik.com/webdoc_comp_invest

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SHARE CAPITAL REORGANISATION TIMETABLE

	<i>2018</i>
Latest time and date for dealings in Existing Ordinary Shares	6.00 p.m. on 29 June
Record Date for Sub-Division and Consolidation	6.00 p.m. on 29 June
New Ordinary Shares issued	2 July
Expected date CREST accounts are to be credited with the New Ordinary Shares in uncertificated form	2 July
Expected date for despatch of definitive certificates for New Ordinary Shares (in certificated form)	Week commencing 9 July

DIRECTORS, SECRETARY AND ADVISERS

Directors:	Shawn Taylor (<i>Chief Financial Officer</i>) Simon Charles (<i>Non-executive Director</i>)
Company Secretary:	Shawn Taylor
Business Address:	Carnac Cottage Cams Hall Estate Fareham PO16 8UU
Registered Office:	27/28 Eastcastle Street London W1W 8DH
Nominated Adviser and Joint Broker:	finnCap Ltd 60 New Broad Street London EC2M 1JJ
Joint Broker:	Peterhouse Corporate Finance Limited New Liverpool House 15 Eldon Street London EC2M 7LD
Auditors:	Grant Thornton UK LLP No. 1 Dorset Street Southampton SO15 2DP
Solicitors to the Company:	Marriott Harrison LLP 11 Staple Inn London WC1V 7QH
Registrar:	Neville Registrars Limited Neville House 18 Laurel Lane Halesowen B63 3DA
Company Website:	www.imaginatik.com

DEFINITIONS

The following definitions apply throughout this document unless the context otherwise requires:

2018 Deferred Shares	the 2018 Deferred Shares of 0.9998 pence each arising as a result of the Share Capital Reorganisation
"Act"	the Companies Act 2006, as amended
"AIM"	the AIM Market, a UK stock market regulated by the London Stock Exchange
"AIM Rules"	the AIM Rules for Companies published by the London Stock Exchange as amended from time to time including where appropriate the AIM Rules for Nominated Advisers
"Articles"	the Articles of Association of the Company as amended from time to time
"Circular" or "this document"	this document
"Company" or "Imaginatik"	Imaginatik Plc
"CREST"	the relevant system (as defined in the CREST Regulations) for paperless settlement of share transfers and the holding of shares in uncertificated form, which is administered by Euroclear UK & Ireland Limited
"CREST Regulations"	the Uncertificated Securities Regulations 2001, as amended by the Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009
"Deferred Shares"	the Deferred Shares of 4p each currently in issue
"Directors" or "Board"	the board of directors of the Company whose names are set out on page 7
"Existing Ordinary Shares" or "Ordinary Shares"	the 224,193,710 Ordinary Shares of 1 penny each in issue as at the date of this document
"Form of Proxy"	the form of proxy for use in connection with the GM which accompanies this Circular
"GM" or "General Meeting"	the general meeting of the Company convened for 10.30 a.m. on Friday 29 June 2018 at Marriott Harrison LLP, 11 Staple Inn, London WC1V 7QH and any adjournment thereof, for the purpose of

	considering the Resolutions, notice of which is set out at the end of this document
“GM Notice” or “Notice of General Meeting”	the notice convening the GM, which is set out on page 11 of this document
“Intermediate Ordinary Shares”	the ordinary shares of 0.0002p each in the Company following the proposed sub-division of the Ordinary Shares
“London Stock Exchange”	London Stock Exchange plc
“New Ordinary Shares”	the new Ordinary Shares of 0.002p each (following the Share Capital Reorganisation)
“Neville Registrars”	the Company’s registrars, Neville Registrars Limited of Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA
“Record Date”	6.00 p.m. on 29 June 2018
“Resolutions”	the resolutions set out in the GM Notice
“Share Capital Reorganisation”	the proposed subdivision of the existing Ordinary Shares into one new Ordinary Share of 0.0002p each and one 2018 Deferred Share of 0.9998 pence each
“Shareholders”	person(s) who is/are registered as holder(s) of Ordinary Shares from time to time
“UK” or “United Kingdom”	the United Kingdom of Great Britain and Northern Ireland
“US” or “USA” or “United States of America”	the United States of America, each state thereof, its territories and possessions, and all areas subject to its jurisdiction
“£”	the British pound, being the legal currency of Great Britain

LETTER FROM THE NON-EXECUTIVE DIRECTOR OF IMAGINATIK PLC

(A company incorporated and registered in England and Wales under the Companies Act 1985 with registered number 3936915)

<i>Directors</i>		<i>Registered Office</i>
Shawn Taylor	<i>(Chief Financial Officer)</i>	26/27 Eastcastle Street
Simon Charles	<i>(Non-executive Director)</i>	London
		W1W 8DH
		13 June 2018

To Shareholders, and for information only, to holders of options over Ordinary Shares

Dear Shareholder,

Introduction

On 5 June 2018, the Company announced, *inter alia*, that it had undertaken a fundraising round, to enable the Company's immediate survival, by way of the issue of a convertible unsecured loan note to the Company's then chairman, Matt Cooper, Mr Cooper having re-invested the net proceeds of his disposal of £225,000 worth of Ordinary Shares at a price per share of 0.5 pence. The funding was structured in this fashion because the investor appetite to participate was below the current nominal value of an Ordinary Share of 1 penny.

The Company requires additional funding to continue to operate in the short term. Accordingly it will need to undertake a reorganisation of its share capital, first to enable Mr Cooper's convertible note to convert into new Ordinary Shares (which would occur automatically upon the passing of the Resolutions) and second to enable the Company to undertake an equity fund raise.

The purpose of this document is to provide you with information about the Resolutions and to explain why the Board considers the Resolutions to be in the best interests of the Company and its Shareholders as a whole and to seek Shareholders' approval to the Resolutions.

Background to and reasons for the Proposals

The Company had discussions with a number of interested parties as a result of its strategic review, but none of the discussions resulted in proposals which the then board considered were in the best interests of Shareholders. One of the results of the strategic review was a thorough investigation into the Company's operations and management, including its cost base. We have concluded that, following the implementation of these measures, Imaginatik has a viable stand alone business support offering but which was simply unsustainable without

some drastic and immediate measures. **Additional funding will however be required in the immediate term to enable the Company to continue to operate as a stand alone business.**

The Share Capital Reorganisation

The Ordinary Shares currently have a nominal value of 1 penny each. The effective issue price of the Company's fundraising earlier this month is 0.5 pence per share, which is the price per share at which Mr Cooper's shares will be issued when the loan note converts (which is automatic upon approval of the Resolutions by Shareholders at the GM) and the price per share at which he sold. Company law prohibits the issue of new shares by a company at a price below the nominal value of those shares and, accordingly, the Company would be required to reduce the nominal value of the Ordinary Shares to enable a subsequent equity fundraising to be implemented.

To give effect to the Share Capital Reorganisation, the Ordinary Shares will be sub-divided into new Ordinary Shares of 0.0002 pence each, a new class of deferred shares will be created (the 2018 Deferred Shares) and the Ordinary Shares will then be consolidated.

It is proposed that each of the 224,193,710 existing Ordinary Shares will be subdivided into one new Intermediate Ordinary Share of 0.0002 pence each and one deferred share of 0.9998p each ("2018 Deferred Share"). This will result in 224,193,710 Intermediate Ordinary Shares and 224,193,710 2018 Deferred Shares being in issue immediately following the sub-division.

A share consolidation will then be implemented immediately which will have the effect of decreasing the number of shares in issue, while increasing their individual value, but such that the value of each aggregate holding will remain substantially unchanged. Every 10 Intermediate Ordinary Shares will be consolidated into one New Ordinary Share of 0.002 pence each. The Directors consider that it is in the best interests of the Company to have fewer shares in issue and not at a price lower than a penny per share as is currently the case.

Unless a Shareholder's existing holding of Ordinary Shares is exactly divisible by 10 then they will be left with a fractional entitlement to the New Ordinary Shares if the Share Capital Reorganisation is approved. No Shareholder will be entitled to a fraction of a New Ordinary Share and their entitlement will be rounded down to the nearest whole New Ordinary Share. If a Shareholder's holding falls to below one New Ordinary Share then they will cease to hold any ordinary shares in the Company. Any fractional entitlements will, so far as possible, be aggregated to form whole New Ordinary Shares which will then be disposed of in accordance with the provisions of the Articles.

New share certificates representing the New Ordinary Shares will be sent to Shareholders who hold existing Ordinary Shares in certificated form.

Shareholders who hold Existing Ordinary Shares in uncertificated form through CREST should expect to receive a credit of New Ordinary Shares under a new ISIN number, in order to reflect their holding of Ordinary Shares on 29 June 2018.

The 2018 Deferred Shares created will be effectively valueless as they will not carry any rights to vote or dividend rights. In addition, holders of 2018 Deferred Shares will only be entitled to a payment on a return of capital or on a winding up of the Company after each of the

holders of Ordinary Shares have received a payment of £100,000,000 on each such share. The 2018 Deferred Shares will not be traded on AIM or listed and will not be transferable without the prior written consent of the Board. **No share certificates will be issued in respect of the 2018 Deferred Shares, nor will CREST accounts of shareholders be credited in respect of any entitlement to 2018 Deferred Shares.**

Directors' Authority to allot and issue further Ordinary Shares

The Board considers that it requires the authority to allot and issue, as a whole or in tranches, Ordinary Shares (and/or rights to subscribe to them) up to the aggregate nominal value of £50,000 (against a new par value of 0.002 pence per New Ordinary Share) to meet the Company's immediate obligation to Mr Cooper and its immediate and possibly longer term working capital and strategic requirements.

General Meeting

Set out on page 11 is a notice convening the General Meeting to be held at 10.30 a.m. on Friday 29 June 2018 at the offices of Marriott Harrison LLP, 11 Staple Inn, London WC1V 7QH, at which the Resolutions will be proposed for the purposes of approving the Share Capital Reorganisation.

The Resolutions are required to grant the Directors sufficient authority under the Act to allot and issue additional New Ordinary Shares (and rights to subscribe therefor) up to an aggregate nominal amount of £50,000 following (and to effect) the Share Capital Reorganisation by sub-dividing and consolidating the Ordinary Shares and by amending the Articles to allow the creation of the 2018 Deferred Shares. The authorities to be conferred on the Directors under resolutions 2 and 3 would expire in each case at the end of the Company's next annual general meeting to be held later this year.

Action to be taken

A Form of Proxy for use in connection with the GM accompanies this Circular. Whether or not you intend to be present at the GM, you are asked to complete the Form of Proxy in accordance with the instructions printed thereon and return it to the Company's registrars, Neville Registrars, as soon as possible but in any event so as to arrive no later than 10.30 a.m. on Wednesday 27 June 2018. **The completion and return of a Form of Proxy will not preclude Shareholders from attending the GM and voting in person, should they so wish.**

Shareholders who hold their shares through a nominee should instruct the nominee to submit the Form of Proxy on their behalf.

Recommendation

The Directors believe that the Share Capital Reorganisation and the additional authorities are in the best interests of the Company and its Shareholders as **without them being implemented the Company would have insufficient working capital to enable it to trade for more than the immediate period and would thereafter cease to trade.** Accordingly the Directors recommend that you vote in favour of the Resolutions to be proposed at the General Meeting as they have irrevocably undertaken to do in respect of their

legal and/or beneficial holdings amounting in aggregate to 4,005,563 Ordinary Shares, representing approximately 1.79 per cent. of the Existing Ordinary Shares.

Yours faithfully

Simon Charles
Non-executive Director
For and on behalf of Imaginatik Plc

NOTICE OF GENERAL MEETING

Imaginatik plc

("Imaginatik" or "the Company")

(Incorporated in England & Wales under the Companies Act 1985 with Registered No. 3936915)

NOTICE IS HEREBY GIVEN that a general meeting of the holders of Ordinary Shares in the Company will be held at the offices of the Company's Solicitors, Marriott Harrison LLP, at 11 Staple Inn, London WC1V 7QH on Friday 29 June 2018 at 10.30 a.m. to consider and, if thought fit, pass the following resolutions of which resolutions 1 and 3 will be proposed as special resolutions and resolution 2 will be proposed as an ordinary resolution:

Special Resolution

THAT:

1. 1.1 THAT every Ordinary Share of 1 penny each in the capital of the Company in issue at the close of business on the Record Date (or such other time and date as the Directors may determine) be subdivided into 1 Intermediate Ordinary Share of 0.0002 pence each in the capital of the Company, having the same rights, being subject to the restrictions and ranking *pari passu* in all respects with the Existing Ordinary Shares of 1 penny each in the capital of the Company, (save as to nominal value), and one 2018 Deferred Share of 0.9998p each in the capital of the Company, having the rights and being subject to the restrictions set out in the articles of association, as amended pursuant to the provisions of paragraph 2.1 below and immediately thereafter every 10 Intermediate Ordinary Shares be consolidated into one new Ordinary Share of 0.002p in the capital of the Company.

2.1 THAT, the articles of association be amended by:

(a) inserting in Article 2.1 the following definition:

"2018 Deferred Shares" the deferred shares of 0.9998p each in the capital of the Company with the rights set out in Article 3.1A;

(b) inserting the following Article as a new Article 3.1A:

"3.1A The rights and restrictions attached to the 2018 Deferred Shares shall be as follows:-

3.1A.1 As regards income, the holders of the 2018 Deferred Shares shall not be entitled to receive any dividend out of the profits of the Company available for distribution and resolved to be distributed in respect of any financial year or any other income or right to participate therein.

3.1A.2 As regards capital on a distribution of assets on a winding-up or other return of capital (otherwise than on conversion or redemption on purchase by the Company of any of its shares), the holders of the 2018 Deferred Shares shall be entitled to receive the amount paid up on their shares after there shall have been distributed (in cash or in specie) to the holders of the ordinary shares the amount of £100,000,000 in respect of each ordinary share held by them

respectively. For this purposes distributions in currency other than sterling shall be treated as converted into sterling, and the value for any distribution in specie shall be ascertain in sterling, in each case in such manner as the Directors of the Company in general meeting may approve. The 2018 Deferred Shares shall not entitle the holders thereof to any further or other right of participation in the assets of the Company.

3.1A.3 As regards voting, the holders of 2018 Deferred Shares shall not be entitled to receive notice of or to attend (either personally or by proxy) any general meeting of the Company or to vote (either personally or by proxy) on any resolution to be proposed thereat.

3.1A.4 The rights attached to the 2018 Deferred Shares shall not be deemed to be varied or abrogated by the creation or issue of any new shares ranking in priority to or pari passu with or subsequent to such shares. In addition, neither the passing by the Company of any resolution for the cancellation of the 2018 Deferred Shares for no consideration by means of a reduction of capital requiring the confirmation of the Court nor the obtaining by the Company nor the making by the Court of any order confirming any such reduction of capital nor the becoming effective of any such order shall constitute a variation, modification or abrogation of the rights attaching to the 2018 Deferred Shares and accordingly the 2018 Deferred Shares may at any time be cancelled for no consideration by means of a reduction of capital effected in accordance with applicable legislation without sanction on the part of the holders of the 2018 Deferred Shares.

3.1A.5 Notwithstanding any other provision of these Articles, the Company shall have the power and authority at any time to purchase all or any of the 2018 Deferred Shares for an aggregate consideration of £1.

3.1A.6 The Company shall have irrevocable authority to appoint any person to execute on behalf of the holders of the 2018 Deferred Shares a transfer/cancellation of the 2018 Deferred Shares and/or an agreement to transfer/cancel the same, without making any payment to the holders of the 2018 Deferred Shares to such person or persons as the Company may determine as custodian thereof and, pending such transfer and/or cancellation and/or purchase, to retain the certificate(s) if any, for such shares.

3.1A.7 The Company may, at its option and subject to compliance with the provisions of applicable legislation, at any time after the adoption of this Article, cancel such shares by way of reduction of capital for no consideration.

3.1A.8 Notwithstanding any other provision of these Articles, and unless specifically required by the provisions of applicable legislation, the Company shall not be required to issue any certificates or other documents of title in respect of the 2018 Deferred Shares."

Ordinary Resolution

2. Conditional on the passing of resolution number 1 set out in the Company's notice of general meeting in which this resolution is contained, in substitution for all previous authorities, and in accordance with section 551 of the Companies Act 2006 (the "Act"), the Directors be and they are hereby generally and

unconditionally authorised to exercise all the powers of the Company to allot equity securities (within the meaning of section 560(1) of the Act) up to an aggregate nominal amount of £50,000, such authority to expire on the conclusion of the annual general meeting of the Company to be held in 2018 unless renewed, varied or revoked by the Company, save that the Company may, before such expiry in each case, make offers or agreements which would or might require the allotment of equity securities after such expiry, variation or revocation and the Directors may allot equity securities in pursuance of any such offer or agreement as if the authority conferred hereby had not been varied or renewed.

Special Resolution

3. Conditional on the passing of resolution number 2 set out in the Company's notice of general meeting in which this resolution is contained, in substitution for all existing authorities given to the Directors pursuant to section 570(1) of the Act, the Directors be and they are hereby empowered, pursuant to section 570(1) of the Act to allot wholly for cash, equity securities (within the meaning of section 560(1) of the Act) pursuant to the authority confirmed in resolution number 2 above as if section 561(1) of the Act did not apply to the allotments and such authority to expire on the conclusion of the annual general meeting of the Company to be held in 2018 unless renewed, varied or revoked by the Company save that the Company may, before such expiry, make offers or agreements which would or might require the allotment of equity securities after such expiry, variation or revocation and the Directors may allot equity securities in pursuance of any such offer or agreement as if the authority conferred hereby had not been varied or renewed.

For and on behalf of the Board.

Shawn Taylor
Company Secretary

13 June 2018

Registered office:
Imaginatik PLC
26/27 Eastcastle Street
London W1W 8DH

NOTES TO THE NOTICE OF GENERAL MEETING

Entitlement to Attend and Vote

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 (as amended by the Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009), the Company specifies that only those members registered on the Company's register of members at 10.30 a.m. on Wednesday 27 July 2018; or if this meeting is adjourned, at 10.30 a.m. on the day 48 hours (not accounting for any part of day that is not a working day) prior to the adjourned meeting shall be entitled to attend and vote at the meeting.

Appointment of proxies

2. 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 the meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. Details of how to appoint the Chairman of the meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
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.
5. If you do not give your proxy an indication of how to vote on any resolution, 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.

Appointment of proxy using hard copy proxy form

6. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote. To appoint a proxy using the proxy form, the form must be: completed and signed and sent or delivered to the Company's registrars, Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA and received by Neville Registrars Limited no later than 10.30 a.m. on Wednesday 27 June 2018. In the case of a member which is a company, the 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. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Appointment of proxy by joint members

7. 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).

Changing proxy instructions

8. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Neville Registrars Limited on 0121 585 1131.

Termination of proxy appointments

9. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating that you revoke your proxy appointment to Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
Appointment of a proxy does not preclude you from attending the Meeting and voting in person.

Communication

10. Except as provided above, members who have general queries about the Meeting should contact Neville Registrars Limited on 0121 585 1131 (no other method of communication will be accepted).