

**Company Number: 05066489**

**NOTICE OF ANNUAL GENERAL MEETING 2017  
TAVISTOCK INVESTMENTS PLC  
(the "Company")**

**NOTICE IS HEREBY GIVEN THAT** the Annual General Meeting of the Company will be held at the Company's offices at 1 Bracknell Beeches, Old Bracknell Lane, Bracknell, RG12 7BW at 11:00 a.m. on 28 September 2017, in order to consider and, if thought fit, pass resolutions 1 to 6 as ordinary resolutions and resolution 7 as a special resolution:-

**Ordinary Resolutions**

- 1 To confirm the appointment of Peter Dornan who has been appointed to the Board since the date of the last general meeting.
- 2 To re-elect Brian Raven as a Director in accordance with Article 26 of the Company's Articles of Association.
- 3 To re-elect Roderic Rennison as a Director in accordance with Article 26 of the Company's Articles of Association.
- 4 To receive, consider and adopt the Directors' report and accounts of the Company for the year ended 31 March 2017, together with the reports of the Directors and the auditors thereon.
- 5 To re-appoint haysmacintyre of 26 Red Lion Square, London WC1R 4AG as auditors and to authorise the Directors to determine their remuneration.
- 6 That, in accordance with section 551 of the Companies Act 2006 (the "Act") the Directors be generally and unconditionally authorised to allot ordinary shares of £0.01 each in the capital of the Company ("Shares") up to an aggregate nominal amount of £600,000, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date which is 18 months after the date on which this resolution is passed or, if earlier, the date of the next annual general meeting of the Company save that the Company may, before such expiry, make offers or agreements which would or might require Shares to be allotted and the Directors may allot Shares in pursuance of such offers or agreements notwithstanding that the authority conferred by this resolution has expired.

This resolution revokes and replaces all unexercised authorities previously granted to the Directors to allot Shares but without prejudice to any allotment of Shares or grant of rights already made, offered or agreed to be made pursuant to such authorities.

**Special Resolution**

- 7 That, subject to the passing of resolution 6, the Directors be and are hereby empowered, pursuant to section 570 of the Act, to allot equity securities, as defined by section 560 of the Act, for cash, either pursuant to the authority conferred by resolution 6 or by way of a sale of treasury shares, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £600,000.

The power granted by this resolution will expire on the date which is 18 months after the date on which this resolution is passed or, if earlier, the conclusion of the Company's next annual general meeting (unless renewed, varied or revoked by the Company prior to or on such date) save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

This resolution revokes and replaces all unexercised powers previously granted to the Directors to allot equity securities as if section 561(1) of the Act did not apply but without prejudice to any allotment of equity securities already made, offered or agreed to be made pursuant to such authorities.

**BY ORDER OF THE BOARD**  
**Oliver Cooke**  
**COMPANY SECRETARY**

Registered Office: 1 Bracknell Beeches  
Old Bracknell Lane  
Bracknell  
RG12 7BW

**Dated 4 September 2017**

## **Notes :**

1. A member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote on a poll instead of him. A proxy may demand, or join in demanding, a poll. A proxy need not be a member of the Company.
2. Completion and return of the form of proxy will not preclude shareholders from attending or voting at the meeting, if they so wish. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. To be effective, the form of proxy must be received at the offices of Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR, not later than 2 business days before the time of the meeting or any adjournment thereof, together, if appropriate, with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or, where the proxy form has been signed by an officer on behalf of a corporation, a notarially certified copy of the authority under which it is signed.
4. In the case of a joint holding, a proxy need only be signed by one joint holder. If more than one such joint holder lodges a proxy only that of the holder first on the register of members will be counted. Any alternations made to this proxy should be initialled.
5. 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.
6. 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.
7. 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.
8. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the time by which a person must be entered on the register of members in order to have the right to attend and vote at the Annual General Meeting is 11:00 am on 26 September 2017, (being not more than 2 business days prior to the time fixed for the Meeting) or, if the Meeting is adjourned, such time being not more than 2 business days prior to the time fixed for the adjourned meeting. Changes to entries on the register of members after that time will be disregarded in determining the right of any person to attend or vote at the Meeting.
9. As at 4 September 201 (being the latest practicable date prior to the publication of this document), the Company's issued share capital consists of 537,186,045 Ordinary Shares of £0.01 each and which each carry one vote. Therefore, the total voting rights in the Company as at 4 September 2017 are 537,186,045.