

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.** If you are in any doubt about any aspect of the proposals referred to in this document, or the action you should take, you should seek your own personal financial advice from your stockbroker, bank manager, solicitor, accountant or other appropriate independent financial advisor.

If you have sold or otherwise transferred all of your Ordinary Shares, please send this document together with the Form of Proxy, as soon as possible, to the purchaser or transferee or to the stockbroker or other agent through whom the sale or transfer was effected for transmission onto the purchaser or transferee.



**FRP ADVISORY GROUP PLC**

**NOTICE OF ANNUAL GENERAL MEETING**

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**THE BOARD STRONGLY ENCOURAGES ALL SHAREHOLDERS TO VOTE ON THE RESOLUTIONS BY PROXY BEFORE THE DEADLINE OF 11 a.m. ON 20 OCTOBER 2020.**

The health of our shareholders, employees and stakeholders is extremely important to us and, accordingly, in light of the Covid-19 pandemic, the Board has arranged for a quorum to be present at the Meeting and, unless otherwise announced by the Company prior to the Meeting, no other shareholders, advisers or other guests will be allowed to attend the Meeting in person. **Unless otherwise announced by the Company prior to the Meeting, anyone seeking to attend the Meeting who has not been specifically invited by the Board for the purposes of forming a quorum will be refused entry.**

Shareholders are requested to therefore submit their votes, in respect of the business to be discussed, via proxy as early as possible. Shareholders should appoint the Chair of the Meeting as their proxy. If a shareholder appoints someone else as their proxy, that proxy will not be able to attend the Meeting in person under the current meeting arrangements or cast the shareholder's vote.

A Form of Proxy for use at the Annual General Meeting ("AGM") has been sent to all shareholders today. Shareholders can return their proxy vote by post, online or (for CREST members) through CREST.

**TO VOTE BY POST:** Please complete the Form of Proxy and return it in accordance with the instructions printed thereon so as to reach the Company's Registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, B62 8HD no later than 11 a.m. on 20 October 2020.

**TO VOTE ONLINE:** Shareholders can submit their vote electronically at [www.sharegateway.co.uk](http://www.sharegateway.co.uk) by completing the authentication requirements on the website so as to be received by 11 a.m. on 20 October 2020. Shareholders will need to use their personal proxy registration code (Activity Code), which is printed on the Form of Proxy, to validate the submission of their proxy online.

**TO VOTE VIA CREST:** CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so by utilising the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message must be transmitted so as to be received by the Company's agent, Neville Registrars (whose CREST ID is 7RA11) no later than 11 a.m. on 20 October 2020.

Further information on voting by proxy is set out in the Notes to the Notice of AGM.

The Notice of AGM of the Company is set out at the end of this document.



FRP Advisory Group plc  
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London EC4N 6EU  
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24 September 2020

Dear Shareholder,

### **FRP Advisory Group plc – ANNUAL GENERAL MEETING 2020**

The Company's Annual General Meeting (**AGM**) will take place at 11 a.m. on 22 October 2020 and the notice of the meeting is set out at the end of this letter (**Notice of AGM**). A shareholder registered on the register of members of the Company at 6.00 p.m. on 20 October 2020 is entitled to vote on the resolutions contained in the Notice of AGM but please note the meeting arrangements explained below and, should you wish to vote, please ensure that your proxy is returned by 11 a.m. on 20 October 2020.

This letter is intended to explain the meeting arrangements for the AGM and to help you understand the effect of, and reasons for, the resolutions.

### **Meeting Arrangements**

The Company has been monitoring the Covid-19 situation and will continue to do so in the lead up to the AGM. While it is disappointing that attendance at the Company's first AGM has to be restricted, the health of our shareholders, employees and stakeholders is extremely important to us and, accordingly, in light of the current circumstances of the Covid-19 pandemic, unless circumstances and guidance changes, the Board has made the following arrangements for the AGM:

- the Board has arranged for a quorum to be physically present at the Meeting and, unless otherwise announced by the Company prior to the meeting, no other shareholders, advisers or other guests will be allowed to attend the Meeting in person.
- Shareholders are invited to submit questions in writing in advance of the AGM by sending them to [frp@oneadvisory.london](mailto:frp@oneadvisory.london) by 6.00 p.m. on 20 October 2020. Please title your email "FRP AGM Shareholder Questions" and include your full name. Responses will be prepared and posted on our website in advance of the AGM at <https://www.frpadvisor.com/investors/financials-documents/>. The Company reserves the right to respond only to questions put by shareholders whose names are on the register at 6.00 p.m. on 20 October 2020.
- The Company will continue to monitor the COVID-19 situation as it evolves and, if the situation or applicable guidance changes in advance of the AGM such that the Board determines that it is safe to make alternative arrangements for the AGM (including permitting wider attendance), it will announce these via RNS and on its website <https://www.frpadvisor.com/investors/regulatory-news/>.

**Shareholders are requested to therefore submit their votes, in respect of the business to be discussed, via proxy as early as possible. Shareholders should appoint the Chair of the Meeting as their proxy. If a shareholder appoints someone else as their proxy, unless circumstances change, that proxy will not be able to attend the Meeting in person or cast the shareholder's vote.**

The Board looks forward to resuming normal shareholder meetings as soon as reasonably practicable.

## Resolutions

### Resolution 1: Report and Accounts

The Directors are required to present to shareholders at the AGM the audited accounts of the Company for the financial period ended 30 April 2020 together with the Auditor's Report and the Directors' Report. Resolution 1 addresses this requirement.

### Resolution 2-8: Re-appointment of Directors

All of the Directors are offering themselves for re-appointment, in accordance with Article 68 of the Company's Articles of Association. Brief biographies of all the Directors can be found in the Annual Report and Accounts for the year ended 30 April 2020 and on the Company's website <https://www.frapadvisory.com/investors/board/>.

### Resolution 9 and 10: Auditors and their remuneration

Company law requires the Company, at each general meeting at which accounts are laid, to appoint auditors who will remain in office until the conclusion of the next general meeting at which accounts are laid. Mazars LLP has indicated its willingness to continue in office and Resolution 9 proposes to make this appointment.

Resolution 10 authorises the Directors to agree the auditor's remuneration. It is normal practice for shareholders to resolve at the AGM that the Directors decide on the level of remuneration of the auditors for the audit work to be carried out by them in the next financial year. The amount of remuneration paid to the auditors for the next financial year will be disclosed in the next audited accounts.

### Resolution 11: Authority to allot shares

This resolution deals with the Directors' authority to allot ordinary shares in accordance with section 551 of the Companies Act 2006 (**CA 2006**) and complies with the Investment Association Share Capital Management Guidelines issued in July 2016 (the **Guidance**).

If passed, the resolution will authorise the Directors to allot:

- a) Under paragraph (a) of resolution 11, in relation to a pre-emptive rights issue only, equity securities (as defined by section 560 of the CA 2006) up to a maximum nominal amount of £159,126.05 which represents approximately 66.6% of the Company's issued ordinary shares (excluding treasury shares) as at 23 September 2020 (being the latest practicable date before the date of this letter) (**Reference Share Capital**). This maximum is reduced by the nominal amount of any ordinary shares allotted under the authority set out in paragraph (b) below; and
- b) Under paragraph (b) of resolution 11, in any other case, ordinary shares up to a maximum nominal amount of £79,563.02 which represents approximately 33.3% of the Company's Reference Share Capital. This maximum is reduced by the nominal amount of any equity securities allotted under the authority set out paragraph (a) of resolution 11 in excess of £79,563.02.

The maximum nominal amount of ordinary shares which may be allotted under this resolution is £159,126.05 (which represents approximately 66.6% of the Company's Reference Share Capital).

As at close of business on 23 September 2020, the Company did not hold any treasury shares.

The authority granted by this resolution will expire at the conclusion of the Company's next annual general meeting after the passing of this resolution or, if earlier, at the close of business on 22 January 2022.

The Directors expect to issue shares as consideration when making acquisitions to grow the business in accordance with the Company's growth strategy.

### Resolution 12: Disapplication of pre-emption rights

In certain circumstances, it may be in the best interests of the Company to allot shares (or to grant rights over shares) for cash without first offering them proportionately to existing shareholders, for instance to enable the Company to pursue acquisition opportunities expeditiously. This cannot be done under the Companies Act

2006 unless shareholders have first waived their pre-emption rights. Accordingly, Resolution 12 will be proposed as a special resolution to grant such a power.

This resolution will, if passed, give the Directors power, pursuant to the authority to allot granted by resolution 11, to allot equity securities (as defined by section 560 of the CA 2006) or sell treasury shares for cash without first offering them to existing shareholders in proportion to their existing holdings:

- a) in relation to pre-emptive offers and offers to holders of other equity securities if required by the rights of those securities or as the Directors otherwise consider necessary, up to a maximum nominal amount of £79,563.02 which represents approximately 33.3% of the Company's Reference Share Capital and, in relation to rights issues only, up to a maximum additional amount of £79,563.02 which represents approximately 33.3%, of the Company's Reference Share Capital; and
- b) up to a maximum nominal amount of £23,868.91 which represents approximately 10% of the Company's Reference Share Capital for any purpose.

The Directors have no current intention to make use of the authorities under Resolution 12 save in connection with making acquisitions to grow the business in accordance with the Company's growth strategy.

The power granted by this resolution will expire at the conclusion of the Company's next annual general meeting after the passing of this resolution or, if earlier, at the close of business on 22 January 2022.

### **Resolution 13: Share buybacks**

If passed, this resolution will grant the Company authority to buy its own shares in the market. The resolution limits the number of shares that may be purchased to 10% of the Company's current issued share capital. The price per ordinary share that the Company may pay is set at a minimum amount (excluding expenses) of 0.1 pence per ordinary share and a maximum amount (excluding expenses) of the higher of: (i) 5% over the average of the previous five days' middle market prices; and (ii) the higher of the price of the last independent trade and the highest current independent bid on the trading venue where the purchase is carried out.

The Directors' present intention is that shares purchased pursuant to this authority (to the extent statutory requirements are met and provided any treasury shares held do not exceed 10% of the Company's issued share capital) will be held in treasury for future cancellation, sale for cash, or transfer for the purposes of or pursuant to an employee share scheme, although they may be cancelled immediately on repurchase in the light of circumstances at the time. The effect of any cancellation would be to reduce the number of shares in issue. For most purposes, while held in treasury, shares are treated as if they have been cancelled (for example, they carry no voting rights and do not rank for dividends).

The Directors have no current intention to make use of the authorities under Resolution 13.

The power granted by resolution 13 will expire at the conclusion of the Company's next annual general meeting after the passing of this resolution or, if earlier, at the close of business on 22 January 2022.

### **Recommendation**

The Board of FRP Advisory Group plc considers all of the proposed resolutions to be in the best interests of the Company and shareholders as a whole and, accordingly, recommends that shareholders vote in favour of all the resolutions proposed, as the Directors intend to do in respect of their own holdings.

Yours faithfully



Nigel Guy  
Chairman



## FRP ADVISORY GROUP PLC

(Registered in England and Wales with Company number 12315862)

### NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2020 Annual General Meeting of FRP Advisory Group plc (the “**Company**”) will be held at the offices of Bryan Cave Leighton Paisner LLP, Governor’s House, 5 Laurence Pountney Hill, London, EC4R 0BR at 11.00 a.m. on 22 October 2020 for the purpose of considering and, if thought fit, passing the following resolutions. Resolutions 1 to 11 will be proposed as ordinary resolutions and resolutions 12 and 13 will be proposed as special resolutions.

#### To be proposed as ordinary resolutions

1. To receive the Company’s audited accounts for the financial period ended 30 April 2020, together with the Directors’ and the Auditor’s Report thereon.
2. To re-appoint Nigel Guy as a director of the Company, in accordance with Article 68 of the Company’s Articles of Association.
3. To re-appoint Geoffrey Rowley as a director of the Company, in accordance with Article 68 of the Company’s Articles of Association.
4. To re-appoint Jeremy French as a director of the Company, in accordance with Article 68 of the Company’s Articles of Association.
5. To re-appoint Gavin Jones as a director of the Company, in accordance with Article 68 of the Company’s Articles of Association.
6. To re-appoint David Adams as a director of the Company, in accordance with Article 68 of the Company’s Articles of Association.
7. To re-appoint David Chubb as a director of the Company, in accordance with Article 68 of the Company’s Articles of Association.
8. To re-appoint Claire Balmforth as a director of the Company, in accordance with Article 68 of the Company’s Articles of Association.
9. To re-appoint Mazars LLP as auditors to the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company at which accounts of the Company are presented.
10. To authorise the directors of the Company to fix the auditors’ remuneration.
11. THAT, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the board of directors of the Company (or a duly constituted committee thereof) (**Directors**) be generally and unconditionally authorised to allot ordinary shares:
  - a. comprising equity securities (as defined by section 560 of the CA 2006) up to an aggregate nominal amount of £159,126.05 (such amount to be reduced by the nominal amount of any ordinary shares allotted pursuant the authority in paragraph 11.b below) in connection with an offer by way of a rights issue:
    - (i) to holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings; and

- (ii) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary,

but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and

- b. in any other case, up to an aggregate nominal amount of £79,563.02 (such amount to be reduced by the nominal amount of any equity securities allotted pursuant to the authority in paragraph 11.a above in excess of £79,563.02),

provided that this authority shall, unless renewed, varied or revoked by the Company, expire at the conclusion of the Company's next annual general meeting after the passing of this resolution or, if earlier, at the close of business on 22 January 2022, save that the Company may, before such expiry, make offers or agreements which would or might require ordinary shares to be allotted and the Directors may allot ordinary shares in pursuance of such offer or agreement 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 ordinary 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.

#### **To be proposed as special resolutions**

12. THAT, subject to the passing of resolution 11, the Directors be authorised to allot equity securities (as defined in section 560 of the CA 2006) for cash under the authority conferred by that resolution and/or to sell ordinary shares held by the Company as treasury shares as if section 561 of the CA 2006 did not apply to any such allotment or sale, provided that such authority shall be limited to:

- a. the allotment of equity securities in connection with an offer of equity securities (but, in the case of the authority granted under paragraph (a) of resolution 11, by way of a rights issue only):

- (i) to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings; and

- (ii) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary,

but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and

- b. the allotment of equity securities or sale of treasury shares (otherwise than pursuant to paragraph (a) of this resolution) to any person up to an aggregate nominal amount of £23,868.91.

The authority granted by this resolution will expire at the conclusion of the Company's next annual general meeting after the passing of this resolution or, if earlier, at the close of business on 22 January 2022, save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted (or treasury shares to be sold) after the authority expires and the Directors may allot equity securities (or sell treasury shares) in pursuance of any such offer or agreement as if the authority had not expired.

13. THAT the Company be and is generally and unconditionally authorised to make market purchases (within the meaning of section 693(4) of the Companies Act 2006) of its ordinary shares of 0.1 pence each on such terms as the Directors think fit, provided that in doing so it:

- (a) purchases no more than in aggregate 23,868,907 ordinary shares;

- (b) pays not less than 0.1 pence (excluding expenses) per ordinary share; and

- (c) pays a price per share that is not more (excluding expenses) per ordinary share than the higher

of:

- (i) 5% above the average of the middle market quotations for the ordinary shares as derived from the Daily Official List for the five business days immediately before the day on which it purchases that share; and
- (ii) the higher of the price of the last independent trade of an ordinary share and the highest current independent bid on the market where the purchase is carried out.

This authority shall expire at the conclusion of the Company's next annual general meeting after the passing of this resolution or, if earlier, at the close of business on 22 January 2022, but the Company may, if it agrees to purchase ordinary shares under this authority before it expires, complete the purchase wholly or partly after this authority expires.

By order of the Board

A handwritten signature in black ink, appearing to read 'L. Nuttall', written over a faint circular stamp.

Laura Nuttall, for and on behalf of ONE Advisory Limited  
Company Secretary  
24 September 2020

## NOTES TO NOTICE OF ANNUAL GENERAL MEETING:

The following notes explain your general rights as a shareholder and your right to attend and vote at the Annual General Meeting (“AGM”) or to appoint someone else to vote on your behalf.

1. Any member of the Company entitled to attend and vote at the AGM is also entitled to appoint one or more proxies to attend, speak and vote instead of that member. **However, shareholders are urged to appoint the Chairman of the Meeting as their proxy, as due to the Covid-19 pandemic, unless the Company announces alternative arrangements prior to the AGM, entry will be refused to anyone else apart from one other Director to ensure the AGM is quorate and therefore a proxy who is not the Chairman of the Meeting will be unable to attend or cast your vote.**
2. A member may appoint more than one proxy in relation to the AGM provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member (however, please see the restrictions referred to in Note 1 and Note 5).
3. A proxy may demand, or join in demanding, a poll.
4. A proxy need not be a member of the Company but must attend the AGM in order to represent his appointor.
5. A member entitled to attend and vote at the AGM may appoint the Chairman or another person as his proxy, although the Chairman will not speak for the member. However, unless the Company announces alternative arrangements prior to the AGM, no other person will be admitted to the meeting and shareholders are therefore encouraged to appoint the Chairman of the Meeting as their proxy. A facility has been made available for shareholders to submit written questions to the Board in advance of the AGM and for written responses to be provided. Please refer to “Meeting Arrangements” in the letter from the Chairman for details.
6. To be valid, a Form of Proxy and the power of attorney or other written authority, if any, under which it is signed or an office or notarially certified copy or a copy certified in accordance with the Powers of Attorney Act 1971 of such power and written authority, must be delivered to the Company’s registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, B62 8HD (or via CREST or the online proxy voting service – see Notes 11 and 12 below) not less than 48 hours (excluding weekends and public holidays in England) before the time appointed for holding the AGM (or any adjourned meeting at which the person named in the Form of Proxy proposes to vote).
7. In the case of a poll taken more than 48 hours (excluding weekends and public holidays in England) after it is demanded, the document(s) must be delivered as aforesaid not less than 24 hours (excluding weekends and public holidays in England) before the time appointed for taking the poll, or where the poll is taken not more than 48 hours (excluding weekends and public holidays in England) after it was demanded, be delivered at the meeting at which the demand is made.
8. In order to revoke a proxy instruction a member will need to inform the Company by sending a signed hard copy notice clearly stating the intention to revoke the proxy appointment to the Company’s registrar Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, B62 8HD. 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. The revocation notice must be received by the Company’s registrars Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, B62 8HD not less than 48 hours (excluding weekends and public holidays in England) before the time appointed for holding the AGM or the holding of a poll subsequently thereto. If a member attempts to revoke his or her proxy appointment but the revocation is received after the time specified then, subject to Note 9 and Note 13 below, the proxy appointment will remain valid.
9. Shareholders may change proxy instructions by submitting a new proxy appointment in accordance with the above instructions. Shareholders requiring a new Form of Proxy should contact the Company’s registrars (see Note 18 below for contact details). Note that the cut-off time for receipt of proxy appointments also apply in relation to amended instructions and any amended proxy appointment received after the relevant cut-off time will be disregarded. 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.

10. In the case of joint holders, where more than one of the joint holders completes a proxy appointment, 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).
11. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so by utilising the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message must be transmitted so as to be received by the Company's agent, Neville Registrars (whose CREST ID is 7RA11) by the specified latest time(s) for receipt of proxy appointments. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the Company's agent is able to retrieve the message by enquiry to CREST in the manner prescribed. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(A) of the Uncertificated Securities Regulations 2001.
12. Shareholders can register to cast their proxy votes online at [www.sharegateway.co.uk](http://www.sharegateway.co.uk). To register and cast a proxy vote online, shareholders should refer to the instructions and information on the Form of Proxy.
13. Completion and return of a Form of Proxy (whether in hard copy, via CREST or online) does not preclude a member of the Company from attending and voting in person. If a member appoints a proxy and that member attends the AGM in person, the proxy appointment will automatically be terminated. However, please refer to Note 1 and Note 5 for attendance restrictions due to the Covid-19 pandemic. Shareholders are encouraged to appoint the Chairman as their proxy.
14. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company has specified that only those holders of the Company's shares registered on the register of members of the Company as at 6.00 p.m. on 20 October 2020 or, in the event that the AGM is adjourned, on the register of members 48 hours before the time of any adjourned meeting, shall be entitled to attend and vote at the said AGM in respect of such shares registered in their name at the relevant time. Changes to entries on the register of members after 6.00 p.m. on 20 October 2020 or, in the event that the AGM is adjourned, on the register of members less than 48 hours before the time of any adjourned meeting, shall be disregarded in determining the right of any person to attend and vote at the AGM.
15. As at the date hereof the Company's issued ordinary share capital comprised 238,689,072 ordinary shares. Each ordinary share carries the right to one vote at a general meeting of the Company. Accordingly, the total number of voting rights in the Company as at the date hereof is 238,689,072.
16. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share. However, please refer to Note 1 and Note 5 for attendance restrictions due to the Covid-19 pandemic. Shareholders are encouraged to appoint the Chairman as their proxy.
17. A vote withheld option is provided on the Proxy Form to enable you to instruct your proxy to abstain on any particular resolution. However, it should be noted that 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, the proxy will vote or abstain from voting at his or her discretion. The proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the AGM.
18. Except as provided above, members who have general queries about the AGM should call the Company's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, B62 8HD on 0121 585 1131 (no other methods of communication will be accepted).

19. You may not use any electronic address provided either in this notice or in any related documents (including the Proxy Form) to communicate with the Company for any purposes other than those expressly stated.