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If you have sold or otherwise transferred all of your Ordinary Shares, please immediately forward this document, together with the Notice of General Meeting and Form of Proxy enclosed with this document, 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 Ordinary Shares, please contact your stockbroker, bank or other agent through whom the sale or transfer was effected immediately.

The Directors (whose names and functions appear on page 3 of this document) and the Company (whose registered office appears on page 3 of this document) accept responsibility, both collectively and individually, for the information contained in this document and compliance with the AIM Rules. To the best of the knowledge and belief of the Directors and the Company (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.

This document contains no offer of transferable securities to the public within the meaning of section 102B of the FSMA, the Act or otherwise and does not constitute or form part of any offer, invitation or solicitation to purchase, subscribe for, sell or issue any ordinary shares or any other securities in the Company or to otherwise engage in any investment activity in any jurisdiction in which the same is unlawful, nor shall it, or any part of it, or the fact of its distribution, form the basis of, or be relied in connection with, any contract therefore. Any failure to comply with these restrictions may constitute a violation of applicable securities laws in such jurisdictions. Accordingly, this document does not constitute a prospectus within the meaning of section 85 of the FSMA and has not been drawn up in accordance with the Prospectus Rules and has not been, and will not be, approved by or filed with the UK Financial Conduct Authority or any other competent authority.

# **BLENHEIM** Natural Resources Plc

### **Blenheim Natural Resources Plc**

(Incorporated in England and Wales with registered number 02956279)

## Proposed amendment to the Existing Investing Policy

# Proposed Buy Back of Deferred Shares

and

## **Notice of General Meeting**

Your attention is drawn to the letter from the Chairman of the Company set out in this document which contains the Directors' unanimous recommendation that you vote in favour of the Resolutions to be proposed at the General Meeting, as they will do in respect of their own holdings of Ordinary Shares of the Company.

Notice of a General Meeting of Blenheim Natural Resource Plc to be held at the offices of Grant Thornton UK LLP, 30 Finsbury Square, London, EC2P 2YU on 29 April 2016 at 12 noon is enclosed with this document. Whether or not you intend to attend the General Meeting, you are urged to complete and return the enclosed Form of Proxy in accordance with the instructions printed on it so as to arrive as soon as possible and in any event not later than 12 noon on 27 April 2016 (or 48 hours before the time fixed for any adjournment of the General Meeting).

A copy of this document is available at the Company's website at www.blenheimnaturalresources.com. Neither the content of the Company's website nor any website accessible by hyperlinks to the Company's website is incorporated in, or forms part of, this document.

### CONTENTS

# Page

Directors and advisers	3
Expected timetable of principal events	4
Definitions	5
Letter from the Chairman	7
Appendix 1 – New Investing Policy	11
Appendix 2 – Memorandum of Contract Terms	12
Notice of General Meeting	13

#### DIRECTORS AND ADVISERS

Directors	Chris Ells – <i>Chairman</i> Konrad Legg - <i>Non-Executive Director</i> David Ovadia MBE - <i>Non-Executive Director</i> Mark Parker- <i>Non-Executive Director</i> Christopher Cleverly - <i>Non-Executive Director</i>	
Registered Office	Hyde Park House 5 Manfred Road London SW15 2RS	
Company Secretary	Derringtons Ltd Hyde Park House 5 Manfred Road London SW15 3RS	
Nominated Adviser	Grant Thornton UK LLF 30 Finsbury Square London EC2P 2YU	P
Joint Brokers	SI Capital Ltd 46 Bridge Street Godalming Surrey GU7 1HL Cornhill Capital Limited 4 <sup>th</sup> Floor, 18 St Swithin London EC4N 8AD	
Solicitors to the Company	Bates Wells & Braithwa 10 Queen Street Place London EC4R 1BE	
Auditors	PKF Littlejohn LLP 1 Westferry Circus Canary Wharf London, E14 4HD	
Registrars	Capita Registrars Northern House Woodson Park Fennay Bridge Huddersfield Yorks, HD8 0LA	

#### EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this document	12 April 2016
Latest time and date for receipt of Form and Proxy	12 noon on 27 April 2016
General Meeting	12 noon on 29 April 2016

#### DEFINITIONS

"Act"	the Companies Act 2006 (as amended);
"AIM"	the AIM Market operated by the London Stock Exchange;
"AIM Rules"	the AIM Rules for Companies published by the London Stock Exchange;
"Blenheim" or "Company"	Blenheim Natural Resources Plc, a company incorporated in England and Wales with registered number 02956279, with its registered office at Hyde Park House, 5 Manfred Road, London SW15 2RS;
"CA 2006"	means the Companies Act 2006;
"Cleverly Options"	options to subscribe for 37,500,000 Ordinary Shares to be granted to Chris Cleverly, details of which are set out in paragraph 5 of the Chairman's letter;
"Cornhill"	Cornhill Capital Limited of 4 <sup>th</sup> Floor, 18 St Swithin's Lane, London, EC4N 8AD;
"Cornhill Warrants"	warrants to subscribe for 6,000,000 Ordinary Shares to be granted to Cornhill at an exercise price of £0.008 per Ordinary Share;
"Deferred Shares"	the 23,790 deferred shares of £49 each in the capital of the Company;
"Directors" or "Board"	the directors of the Company whose names are set out on page 3 of this document, or any duly authorised committee thereof;
"Existing Investing Policy"	the investing policy adopted by the Company, as set out in its circular to shareholders dated 29 January 2013;
"Form of Proxy"	the form of proxy for use in connection with the General Meeting which is enclosed with this document;
"FSMA"	the Financial Services and Markets Act 2000 (as amended);
"General Meeting"	the general meeting of the Company convened for 12 noon on 29 April 2016 at the offices of Grant Thornton UK LLP, 30 Finsbury Square, London, EC2P 2YU, or any reconvened meeting following any adjournment thereof, notice of which is set out in the Notice of General Meeting;
"Group"	the Company, its subsidiaries and its subsidiary

undertakings;

"London Stock Exchange"	London Stock Exchange plc;
"New Investing Policy"	the proposed new investing policy of the Company described in Appendix I of this document;
"Notice of General Meeting"	the notice convening the General Meeting which is enclosed with this document;
"Ordinary Shares"	ordinary shares of £0.001 each in the capital of the Company;
"Placing"	the placing of 80,000,000 Ordinary Shares at the Placing Price announced by the Company on 16 December 2015;
"Placing Price"	£0.008 per Ordinary Share;
"Prospectus Rules"	the Prospectus Rules brought into effect on 1 July 2005 pursuant to Commission Regulation (EC) No. 809/2004;
"Resolutions"	the resolutions to be proposed at the General Meeting as set out in the Notice of General Meeting;
"Share Buy Back"	any buy back and cancellation of all of the Deferred Shares by the Company pursuant to the Share Buy Back Authority;
"Share Buy Back Authority"	the proposed authority of the Company to make off market purchases of all of the Deferred Shares Ordinary Shares pursuant to Resolution 4 as set out in the Notice of General Meeting (and any equivalent authority granted by the Shareholders from time to time);
"Shareholders"	the registered holders of Ordinary Shares;
"Takeover Code"	the City Code on Takeovers and Mergers; and
"UK"	the United Kingdom of Great Britain and Northern Ireland.

### LETTER FROM THE CHAIRMAN



#### **BLENHEIM NATURAL RESOURCES PLC**

(Incorporated in England and Wales with Company number 02956279)

Directors: Chris Ells - Chairman Konrad Legg - Non-Executive Director David Ovadia MBE - Non-Executive Director Mark Parker- Non-Executive Director Christopher Cleverly -Non-Executive Director Registered Office: Hyde Park House 5 Manfred Road London SW15 2RS

12 April 2016

Dear Shareholder,

#### Approval of the proposed amendment to the Existing Investing Policy and Share Buy Back

#### 1. Introduction and summary

The Company today announced proposals to amend its Existing Investing Policy and its intention to buy back and cancel all of the Deferred Shares.

# 2. Background to and reasons for the amendment of the Existing Investment Policy and adoption of the New Investing Policy

On 3 February 2012, Shareholders voted to approve the sale of the Company's coffee business and for it to become an investing company. The investing policy approved by Shareholders comprised investments in natural resource companies including both agriculturally based businesses as well as mining and mineral exploration companies. On 15 March 2013, Shareholders passed a resolution to extend the Company's investing policy, to include unquoted businesses, and to narrow its focus to mineral exploration, mining and extraction thereby excluding agribusinesses. This move away from agribusiness reflected the relative strength of the natural resource sector at the time and the preferences of certain substantial Shareholders.

In light of current market conditions and recognising the sector expertise of the current Board, the Company believes it is in the best interests of Shareholders to expand and diversify its investment portfolio by allowing the Company to make investments, once again, in agribusinesses, as well as to make clear that the Company will be able to include, within its natural resources portfolio, investment in natural resources sector related technology. The Company intends to continue with its approach of appointing non-executive directors to the boards of investee companies, in order to assist with their development to achieve increases in shareholder value. Therefore, depending on the nature of the individual investment, the Company may take either an active or passive role as an investor.

When the Company became an investing company in 2012, it was the Board's intention that within approximately four years, no investment represented more than 20 per cent of the total value of the portfolio. The current portfolio is more concentrated that anticipated, and it is the Board's intention that within five years from the date of adoption of this New Investing Policy, no investment should account for more than 20 per cent of the total value of the portfolio.

The Board has significant expertise in the natural resource sector generally and in mining and metals in particular. With regard to agribusiness, both Konrad Legg and Chris Cleverly, have substantial experience in the agribusiness sector.

Konrad Legg has been involved in many overseas agricultural companies during the past 45 years. His past Directorships include Eastern Produce Holdings plc, Anglo Eastern Plantations plc, Plantation & General Investments plc and M P Evans Plc.

Chris Cleverly is currently Chairman of African Potash Limited, an AIM quoted company focussed on building a vertically integrated platform for the mining, production and distribution of fertiliser, primarily, within Africa.

With regard to investment in natural resources sector related technology, David Ovadia has substantial experience in this sector.

David Ovadia is a geologist with over 40 years' experience including working in Africa and Asia and as a consultant to the World Bank and the European Commission. David was a director the Rainbow Seed Fund until 2010. Rainbow Seed Fund is an early-stage venture capital fund building and growing technology companies stemming from the UK's research base.

David is founder and chairman of IGS which led a World Bank study resulting in recommendations for new technology to support African mining exploration under the banner 'Billion Dollar Map'. IGS developed the concept for IGS Xplore, an advanced software tool for target identification using geological data.

Therefore, the Board believes that it has sufficient experience and expertise in the sectors on which the Company's New Investing Policy will be focussed, to allow it to identify, appraise and execute attractive investment opportunities which will have the potential to increase shareholder value.

#### 3. Background to and reasons for the Share Buy Back

The Deferred Shares were issued on or around 15 October 2010 as a consequence of a share consolidation exercise at that time, prior to Blenheim becoming an investing company. The Deferred Shares carry no voting rights and have no economic value. The Board can see no reason for the Deferred Shares to remain on the Company's balance sheet. Accordingly, the Board deem it appropriate, from an administrative perspective, to effect a Share Buy Back so as to more transparently represent the capital structure of Blenheim. If Resolution 4 in the Notice of General Meeting to buy back and cancel the Deferred Shares, for a total aggregate consideration of £1, is passed, the carrying value of issued capital of £1,165,710 in respect of these Deferred Shares will be credited to the brought forward balance of reserves in the audited accounts as at 30 April 2017.

#### 4. Share Buy Back Authority

In order to facilitate the Share Buy Back before 31 December 2016, the Board is seeking the authority of Shareholders to enable the Company to purchase all of the Deferred Shares in accordance with the CA 2006 and on the terms on which the Deferred Shares were issued. The terms of this authority are set out in full in Resolution 4 in the Notice of General Meeting.

Under the provisions of the CA 2006, a public limited company may not fund the purchase of its shares except out of its distributable reserves or the proceeds of a fresh issue of shares made solely for the purpose of such buy back. The Company has no distributable reserves with which to fund the Share Buy Back and therefore it is proposed that the Share Buy Back is funded out of the proceeds of a new issue Ordinary Shares. If Resolution 4 is passed at the General Meeting, further details of the Share Buy Back will be announced in due course.

A copy of the memorandum of contract terms disclosing details of the terms on which the Company is proposing to buy back all the Deferred Shares is attached as Appendix 2 to this document.

A copy of the memorandum of contract terms including the names of the members holding Deferred Shares will be been made available for inspection at the Company's registered office for at least 15 days ending on the date of the General Meeting, in accordance with section 696 of the CA 2006, and shall be made available for inspect by the Shareholders at the General Meeting.

#### 5. Grant of Cornhill Warrants, the Cleverly Options and raising further funds

In connection with the Placing announced on 16 December 2015, the Company agreed to issue the Cornhill Warrants which will, on issue, be exercisable at any time until 10 December 2017. Further details are set out in the announcement dated 16 December 2015.

At the General Meeting to be held on 29 April 2016, the Company is seeking the requisite authorities to issue the Cornhill Warrants and the Ordinary Shares pursuant to the exercise of the Cornhill Warrants under Resolutions 2 and 3 set out in the Notice of General Meeting at the General Meeting.

In connection with the appointment of Chris Cleverly as a Non-executive Director of Blenheim on 15 December 2015, it was agreed that Mr Cleverly would be granted, subject to shareholder consent to the disapplication of pre-emption rights, the following options over Ordinary Shares ("**Cleverly Options**"):

- options to subscribe for 12.5 million Ordinary Shares, if and when the share price of the Company reaches £0.016 per Ordinary Share (being twice the Placing Price) as determined by calculating the volume average weighted price over a 7 day period. The exercise price will be £0.016 per Ordinary Share and the exercise period will be for one year from the date of grant; and
- 2. options to subscribe for further 25 million Ordinary Shares, if and when the share price of the Company reaches £0.024 per Ordinary Share (being 3 times the Placing Price) as determined by calculating the volume average weighted price over a 7 day period. The exercise price will be £0.024 per Ordinary Share and the exercise period will be for two years from the date of grant.

The Company is seeking the requisite authorities to issue the Cleverly Options and to issue Ordinary Shares pursuant to the exercise of the same under Resolutions 2 and 3 at the General Meeting to be held on 29 April 2016.

The Company is also seeking the requisite authorities to issue further Ordinary Shares or to grant the right to be issued with Ordinary Shares on a non-pre-emptive basis up to an aggregate nominal amount equal to the nominal amount of the current issued share capital in order to raise further funds to enable the Company to make further investments in accordance with the New Investing Policy and to provide general working capital.

#### 6. The General Meeting

Enclosed with this document is the Notice of General Meeting to be held on 29 April 2016 at the offices of Grant Thornton UK LLP, 30 Finsbury Square, London, EC2P 2YU at 12 noon, at which the Resolutions will be proposed.

Resolutions

In summary:

Resolution 1, which will be proposed as an ordinary resolution, is to authorise the adoption of the New Investing Policy.

Resolution 2, which will be proposed as an ordinary resolution, is to authorise the allotment of equity securities or rights to subscribe or to convert securities into shares.

Resolution 3, which will be proposed as a special resolution, is to authorise the allotment of equity securities on a non-pre-emptive basis.

Resolution 4, which will be proposed as a special resolution, is to authorise the Share Buy Back.

You should read the above summary in conjunction with the Resolutions set out in the Notice of General Meeting at the end of this document.

#### 7. Action to be taken

A Form of Proxy for use at the General Meeting is enclosed with this document. The Form of Proxy should be completed and signed in accordance with the instructions thereon and returned to the Company's registrars, or posted or delivered to Capita Asset Services at PXS1, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4ZF as soon as possible, but in any event so as to be received by no later than 12 noon on 27 April 2016. The completion and return of a Form of Proxy will not preclude Shareholders from attending the General Meeting and voting in person should they so wish.

#### 8. **Recommendation**

The Directors consider the adoption of the New Investing Policy and Share Buy Back Authority to be in the best interests of the Company and its Shareholders as a whole and accordingly unanimously recommend Shareholders to vote in favour of the Resolutions to be proposed at the General Meeting as they intend to do in respect of their beneficial holdings amounting, in aggregate, to 25,615,000 Ordinary Shares, representing approximately 13.9% of the existing issued Ordinary Share capital of the Company.

Yours faithfully

Chris Ells Chairman Blenheim Natural Resources Plc

#### APPENDIX 1 NEW INVESTING POLICY

# Set out below is the investing policy which would apply to the Company if Shareholder approval is obtained at the General Meeting.

The Company will make direct and indirect investments in exploration and producing projects and assets in the natural resources sector, in technology associated with the natural resources sector, and in projects and assets in the farming, plantations and agribusiness sector.

In order to create value for shareholders, the Company will consider investment opportunities worldwide. Investments may be either quoted or unquoted entities; may be made by direct acquisitions; and may be in companies, partnerships, joint ventures or direct or indirect interests in assets or projects. It is anticipated that the Company will not take majority interests in such companies and the Company does not intend to limit the total number of investments that it will hold at any one time. The Company intends to be a medium to long-term investor, but will not rule out the acquisition and disposal of assets in the short term if the Directors determine this to be in the best interests of the Shareholders.

The Company will seek to identify and appraise investment targets which the Directors believe to be undervalued, underdeveloped or underperforming or which the Directors believe will have the potential to develop new and/or disruptive technology. Where appropriate, the Company will seek to appoint nonexecutive directors to the boards of investee companies to assist with their development. Depending on the nature of the Company's individual investments, the Company may be both a passive or an active investor. The Company intends to deliver Shareholder returns principally through capital growth rather than distributions via dividends.

The Company will continue to seek to mitigate its risk by undertaking appropriate due diligence and transaction analysis which will include appropriately qualified advisers, when required. The Board proposes to carry out a comprehensive and thorough project review process in which all material aspects of a potential project or business will be subject to rigorous due diligence, as appropriate. The Company will not have a separate investment manager.

The Board considers that as investments are made, and new promising investment opportunities arise, further funding of the Company may also be required. Therefore, in due course it is the intention of the Directors to expand the capital base of the Company to enable a more active pursuit of this policy, most likely through a placing of shares. Where the Board considers that it is in the best interests of Shareholders, the Company may seek to acquire assets using its own share capital as consideration, thereby helping to preserve the Company's cash resources for working capital, and as a reserve against unforeseen contingencies. The Company will also be permitted to borrow to fund part of the cost of investments made. Where the Company builds a portfolio of related assets it is possible that there may be cross-holdings between such assets.

Initially, the portfolio will be concentrated but as the Company grows and develops, the Directors intend that within five years from the date of adoption of this Investing Policy, no investment should account for more than 20 per cent of the total value of the portfolio. Any transaction constituting a reverse takeover under the AIM Rules, will require Shareholder approval.

Given the nature of the Investing Policy, the Company does not intend to make regular periodic disclosures or calculations of its net asset value.

#### APPENDIX 2 MEMORANDUM OF CONTRACT TERMS

The Company shall have the right to purchase, in accordance with the Companies Act 2006 (or any reenactment thereof) all the Deferred Shares in issue at any time at an aggregate price of £1 out of the profits of the Company which would otherwise be available for distribution or out of the proceeds of a fresh issue of shares. Pending such purchase each holder of Deferred Shares shall be deemed to have irrevocably authorised the Company, at any time:

- (a) to appoint any person to execute (on behalf of the holders of the Deferred Shares) a transfer thereof and/or an agreement to transfer the same for no consideration to the Company or to such a person or persons as the Company may determine as custodian thereof, and
- (b) pending such transfer, to retain the certificate for the Deferred Shares.

# NOTICE OF GENERAL MEETING BLENHEIM Natural Resources Plc

(Incorporated in England and Wales with registered number 02956279)

NOTICE is hereby given that a General Meeting of Blenheim Natural Resources Plc (the "**Company**") will be held at 12 noon on 29 April 2016 at the offices of Grant Thornton UK LLP, 30 Finsbury Square, London, EC2P 2YU to consider and, if thought fit, passing the following resolutions, of which resolutions 1 and 2 will be proposed as ordinary resolutions and resolutions 3 and 4 will be proposed as special resolutions.

#### ORDINARY RESOLUTIONS

- 1. THAT the New Investment Policy described in Appendix I of the circular dated 12 April 2016 (the "**Circular**") of which this notice forms part, be approved and adopted as the investing policy of the Company in substitution for, and to the exclusion of, the Company's existing investing policy.
- THAT, conditional on the passing of resolution 3, in accordance with section 551 of the Companies Act 2006 ("CA 2006"), the directors of the Company (or a duly constituted committee of the directors) (the "Directors") be generally and unconditionally authorised to:
  - a) grant the Cleverly Options (as this term is defined in the Circular) and allot shares pursuant to the exercise of the Cleverly Options;
  - b) grant the Cornhill Warrants (as this term is defined in the Circular) and allot shares pursuant to the exercise of the Cornhill Warrants; and
  - c) allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £184,291,

provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date of the next annual general meeting of the Company save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

#### SPECIAL RESOLUTIONS

- 3. THAT, subject to the passing of resolution 2, the Directors be given the general power to allot equity securities (as defined by section 560 of the CA 2006) for cash, either pursuant to the authority conferred by resolution 2, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall be limited to:
  - a) the allotment of equity securities in connection with an offer of equity securities:
    - (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 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;

- b) the grant of the Cleverly Options and the allotment of new Ordinary Shares pursuant to the exercise of the Cleverly Options;
- c) the grant of the Cornhill Warrants and the allotment of new Ordinary Shares pursuant to the exercise of the Cornhill Warrants; and
- d) the allotment (otherwise than pursuant to paragraph 3 (a) of this resolution) of equity securities to any person up to an aggregate nominal amount of £184,291.
- 4. THAT the purchase by the Company of all the Deferred Shares in issue at any relevant time for an aggregate consideration of £1 ("Consideration") pursuant to the Company's existing right to purchase the Deferred Shares as detailed in the memorandum of contract terms (a copy of which has been made available for inspection at the Company's registered office for at least 15 days ending on the date of the General Meeting, in accordance with section 696 of the CA 2006, and is produced to the General Meeting and initialled by the Chairman for the purposes of identification) at any time prior to 31 December 2016 is hereby authorised for the purposes of section 694 of the CA 2006 subject to payment of the Consideration out of distributable profits of the Company or the proceeds of a fresh issue of shares made for the purpose of financing the Consideration in accordance with section 692 of the CA 2006.

#### BY ORDER OF THE BOARD

Derringtons Ltd Company Secretary

Dated: 12 April 2016

Registered office:

Blenheim Natural Resources Plc Hyde Park House 5 Manfred Road London SW15 3RS Registered in England and Wales No.02956279

#### Notes:

- 1. A shareholder is entitled to appoint another person as that shareholder's proxy to exercise all or any of that shareholder's rights to attend and to speak and vote at the General Meeting. A shareholder may appoint more than one proxy in relation to the General Meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. A proxy does not need to be a shareholder of the Company. If you are appointing more than one proxy you will need to state clearly on each form of proxy the number of shares in relation to which the proxy is appointed, and ensure that, taken together, the numbers of shares stated on the forms of proxy do not exceed your holding. A proxy is legally required to vote in accordance with any voting instructions given by his appointing shareholder. A shareholder may not appoint more than one proxy to exercise rights attached to any one share. Where a shareholder appoints more than one proxy, on a vote on a show of hands the proxies shall only be entitled to one vote collectively.
- 2. A personalised form of proxy for use in connection with the General Meeting is enclosed with the document of which this notice forms part. If you do not have a personalised form of proxy and believe that you should, please contact the Company's registrars, Capita Asset Services, PXS1 34 Beckenham Road, Beckenham, Kent BR3 4ZF. Completion and return of a form of proxy will not prevent a shareholder from attending and voting at the General Meeting. Addresses (including electronic addresses) in this document are included strictly for the purposes specified and not for any other purpose.
- 3. To appoint a proxy or proxies shareholders must complete a form of proxy, sign it and return it, together with the power of attorney or any other authority under which it is signed, or a notarially certified copy of such authority, to the Company's registrars Capita Asset Services, PXS1 34 Beckenham Road, Beckenham, Kent BR3 4ZF so that it is received no later than 12:00 on 27 April 2016.
- 4. Only those shareholders included in the register of members of the Company at 18:00 on 27 April 2016 or, if the meeting is adjourned, in the register of members two working days before the time for holding any adjourned meeting, will be entitled to attend and to vote at the General Meeting in respect of the number of shares registered in their names at that time. Changes to entries on the share register after the relevant deadline will be disregarded in determining the rights of any person to attend or vote at the General Meeting.