

BROAD STREET BRANDS PLC

(Incorporated in England & Wales, company number 07880318)

NOTICE OF A GENERAL MEETING

NOTICE IS HEREBY GIVEN that a General Meeting of Broad Street Brands plc (the “**Company**”) will be held at the Company’s registered office at 55 Old Broad Street, London EC2M 1RX on 21st June 2017 at 11:30am, for the purpose of considering and, if thought fit, passing the following Resolutions. Resolutions 1, 2, and 3 being proposed as Special Resolutions and Resolutions 4 and 5 as Ordinary Resolutions.

SPECIAL RESOLUTIONS

1. THAT the Company be re-registered as a private limited company under the Companies Act 2006 by the name of Broad Street Brands Limited.
2. THAT, subject to the passing of Resolution 1 above, and conditional upon the Re-Registration becoming effective, the current Articles of Association of the Company be replaced in their entirety by the Model Articles applicable to private companies limited by shares pursuant to the Companies (Model Articles) Regulations 2008 a copy of which is available on the Company’s website.
3. THAT, subject to the passing of Resolution 1 above, and conditional upon the Re-Registration becoming effective, the name of the Company be changed from Broad Street Brands Public Limited Company to Broad Street Brands Limited.

ORDINARY RESOLUTIONS

4. THAT, subject to the passing of Resolution 1 above, and conditional upon the Re-Registration becoming effective, the directors be given the authority to authorise matters giving rise to actual or potential conflicts of interest.
5. THAT, subject to the passing of Resolution 1 above, and conditional upon the Company’s Re-Registration becoming effective, the directors should have the powers given by Section 550 of the Companies Act 2006 to allot shares and to grant rights to subscribe for or to convert any security into shares.



BY ORDER OF THE BOARD

Registered Office:
55 Old Broad Street
London
EC2M 1RX

David Papworth
Company Secretary
Date: 3rd June 2017

Notes:

- 1 A member entitled to attend and vote at the General Meeting may appoint one or more proxies to attend and vote instead of him. Your proxy can, depending upon your shareholding, demand (or join in demanding) a poll on any or all of the resolutions. A proxy need not be a member of the Company.
- 2 A form of proxy is provided with this notice and instructions for its use are shown on the form (including how to appoint multiple proxies (as the case may be)). To be valid, duly completed proxy forms must be received at the Company's registered office not less than 48 hours before the scheduled time of the General Meeting. Deposit of the form of proxy will not prevent a member from attending the meeting and voting in person. If someone else signs the form of proxy on your behalf, you or that person must send the power of attorney or other written authority under which it is signed (or a notarially certified copy of such power or authority) to the Company's registered office together with the form of proxy. In the case of a corporation, the form of proxy must be executed under its common seal or signed on its behalf by a duly authorised attorney or a duly authorised officer of the corporation.
- 3 In the case of joint holders, the vote of the senior holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of any other joint holders. For these purposes, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.