

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or as to what action to take, you should immediately seek personal financial advice from your stockbroker, bank manager, solicitor, accountant or any other independent professional adviser authorised under the Financial Services and Markets Act 2000 if you are resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser in your own jurisdiction.

If you have sold or transferred all your Ordinary Shares, please forward this document immediately, together with the accompanying proxy form, to your stockbroker, bank or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee. However, such documents should not be forwarded or transmitted in or into any jurisdiction in which such act would constitute a violation of the relevant laws in such jurisdiction. If you sell or transfer or have sold or transferred only part of your holding of Ordinary Shares you should retain this document and consult your stockbroker, bank or other agent through whom the sale or transfer was effected.

Redhall Group plc

(Incorporated and registered in England and Wales under number 00263995)

Proposed Capital Reduction

and

Notice of General Meeting

This document should be read as a whole. Your attention is drawn to the Letter from the Chairman of Redhall which is set out in Part III of this document and includes a recommendation that you vote in favour of the Resolution to be proposed at the General Meeting referred to below.

Notice of a General Meeting of the Company to be held at the offices of Squire Patton Boggs (UK) LLP at 7 Devonshire Square, London, EC2M 4YH at 10:00 a.m. on 5 September 2017 is set out in Part IV of this document. A Form of Proxy for use at the General Meeting is enclosed with this document. To be valid, the Form of Proxy must be completed and returned as soon as possible and in any event so as to be received by the Company's registrars Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA by not later than 10:00 a.m. on 3 September 2017. Completion and posting of the Form of Proxy will not prevent a Shareholder from attending and voting in person at the General Meeting.

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PART I: EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this document	21 August 2017
Latest time and date for receipt of Forms of Proxy for the General Meeting	10:00 a.m. on 3 September 2017
General Meeting	10:00 a.m. on 5 September 2017
Expected date of initial directions hearing of the Court	12 September 2017
Expected date of Court Hearing to confirm the Capital Reduction	20 September 2017
Expected effective date for the Capital Reduction	21 September 2017

Notes

1. The expected dates for the confirmation of the Capital Reduction by the Court and the Capital Reduction becoming effective are based on provisional dates that have been obtained for the required Court hearings of the Company's application. These provisional hearing dates are subject to change and dependent on the Court's timetable.
2. The timetable assumes that there is no adjournment of the General Meeting. If there is an adjournment, all subsequent dates are likely to be later than those shown.
3. References in this document are to London times unless otherwise stated.

PART II: DEFINITIONS

The following definitions apply throughout this document and the accompanying Form of Proxy unless the context otherwise requires:

"Act"	Companies Act 2006
"Board" or "Directors"	the directors of the Company or any duly appointed committee thereof
"Capital Reduction"	the proposed cancellation of the Company's Share Premium Account and the Capital Reduction Shares pursuant to the Resolution as set out in the Notice of General Meeting
"Capital Reduction Bonus Issue"	the bonus issue of one Capital Reduction Share for every one Ordinary Share held by each Shareholder on the register of members of the Company at the Capital Reduction Record Time in order to facilitate the Capital Reduction as described in this document
"Capital Reduction Record Time"	6.00 p.m. on the date immediately preceding the date of the Court Hearing
"Capital Reduction Shares"	the B ordinary shares in the capital of the Company to be created by the Capital Reduction Bonus Issue, whereby the nominal value of such B ordinary shares is equal to the sum that is obtained by dividing the number of B ordinary shares to be issued into £12,678,593.30, being the amount standing to the credit of the Company's merger reserve
"Company" or "Redhall"	Redhall Group plc, a company incorporated in England and Wales with registered number 00263995 and having its registered office at Unit 3, Calder Close, Wakefield, West Yorkshire, England, WF4 3BA
"Court"	the High Court of Justice in England and Wales
"Court Hearing"	the hearing by the Court to confirm the Capital Reduction
"Court Order"	the order of the Court confirming the Capital Reduction
"CREST"	the relevant system (as defined in the CREST Regulations) in respect of which Euroclear is the Operator (as defined in the CREST

	Regulations)
"CREST Regulations"	the Uncertificated Securities Regulations 2001 (as amended)
"Form of Proxy"	the form of proxy accompanying this document relating to the General Meeting
"General Meeting"	the general meeting of the Company, notice of which is set out at the end of this document and including any adjournment(s) thereof
"Group"	the Company and its subsidiaries and subsidiary undertakings (in each case as defined in the Act)
"LOIM"	Lombard Odier Asset Management (USA) Corp, for and on behalf of investment funds and/or accounts for which it acts as discretionary investment manager
"Notice of General Meeting"	the notice of General Meeting, set out in Part IV of this document
"Ordinary Shares"	ordinary shares of 0.01 pence each in the capital of the Company
"Registrars"	Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA
"Resolution"	the resolution to be proposed at the General Meeting which is set out in full in the Notice of General Meeting
"Shareholders"	holders of Ordinary Shares
"Share Premium Account"	the share premium account of the Company
"UK"	the United Kingdom of Great Britain and Northern Ireland

PART III: LETTER FROM THE CHAIRMAN OF THE COMPANY

Redhall Group plc

(Incorporated and registered in England and Wales under number 00263995)

Directors:

Martyn Everett *(Non-executive Chairman)*
Philip Brierley *(Chief Executive)*
Chris Kelly *(Group Finance Director)*
Wayne Pearson *(Chief Operating Officer)*
Jamie Brooke *(Non-executive Director)*
Phillip Hilling *(Non-executive Director)*

Registered Office:

Unit 3
Calder Close
Wakefield
West Yorkshire
WF4 3BA

21 August 2017

To Shareholders

Dear Shareholder

PROPOSED CAPITAL REDUCTION

NOTICE OF GENERAL MEETING

1. Introduction

I am writing to provide you with details of a proposal to enhance the Company's ability to pay dividends to Shareholders in the future.

The Company currently has negative distributable reserves and is therefore prohibited under the Act from making distributions, including dividends, to its Shareholders.

Accordingly, your approval is being sought to carry out a reduction of the Company's capital by way of:

- a. the capitalisation of the amount standing to the credit of the Company's merger reserve by way of the issue and subsequent cancellation of the Capital Reduction Shares; and
- b. the cancellation of the amount standing to the credit of the Company's Share Premium Account;

so as to create distributable reserves.

The Capital Reduction is conditional upon, amongst other things, the Company obtaining Shareholder approval at the General Meeting. Part IV of this document contains a Notice of General Meeting, convening the General Meeting for 10:00 a.m. on 5 September 2017 at the offices of Squire Patton Boggs (UK) LLP at 7 Devonshire Square, London, EC2M 4YH.

The purpose of this document is to provide you with information about the Capital Reduction and to explain why the Board considers the Capital Reduction to be in the best interests of the Company and its Shareholders as a whole and unanimously recommends that you vote in

favour of the Resolution to be proposed at the General Meeting. Shareholders should note that, unless the Resolution is approved at the General Meeting (and the Court subsequently confirms the Capital Reduction), the Capital Reduction will not take place.

Part II of this document contains definitions of words and terms that have been used throughout it. Please refer to Part II as you review this document.

2. Background to, and reasons for, the Capital Reduction

Following the successful implementation of its strategic turnaround programme, the Group has been transformed from a site-based contractor and manufacturer into a high integrity manufacturing business with significant growth prospects. As at June 2017, the Group's order book had progressed to £32 million with a pipeline of outstanding bids and other identified opportunities. The Group is currently accelerating its growth into key markets, in particular investing in its capability to serve customers in three core (and growing) nuclear related sectors - defence, decommissioning and new build. Booth Industries Limited and Jordan Manufacturing Limited are the Group's key businesses serving these sectors.

The Group's growth plans anticipate increased volumes and margins driven by improved trading terms with the Group's supply chain, improved competitiveness and by investment in the people, plant and equipment, processes and technology required to meet customer requirements in complex and hazardous environments.

In July 2017, the Company raised £9.53 million through a placing of new Ordinary Shares and converted £3.75 million of debt into equity. The Company has also refinanced its borrowings with HSBC Bank plc and LOIM for a further four years. These actions have significantly improved the Company's balance sheet and, in the Board's opinion, provided the flexibility to implement the Group's growth plans.

In light of the Group's growth prospects, the Board believes that it might be considered desirable in the future to commence paying dividends to Shareholders. However, the Company currently has negative distributable reserves and is, therefore, prohibited under the Act from making distributions to its Shareholders, including the payment of dividends.

The Board, therefore, believes it is an appropriate time to undertake the Capital Reduction and create distributable reserves which would enable the payment of dividends in the future. In addition, the Board believes the Capital Reduction will have the effect of further strengthening the balance sheet and improving the Group's access to capital.

3. The Capital Reduction

The Company does not have sufficient distributable reserves to enable the Board to recommend the payment of dividends should it be considered desirable to do so in the future. The Board therefore proposes that the Capital Reduction be effected in order to increase the distributable reserves of the Company.

At 30 September 2016, the Company had a profit and loss account deficit of £32,973,000. At the same date, the balance standing to the credit of the Company's Share Premium Account and merger reserve amounted to £28,326,000 and £12,679,000 respectively. The Share Premium Account was further increased in July 2017 upon the issue of the new Ordinary Shares in

connection with the abovementioned placing and debt conversion and as at 31 July 2017 stood at £40,934,339. As at 31 July 2017, the profit and loss account deficit had also increased. However, the Capital Reduction, if approved and made effective, will be sufficient to eliminate this deficit entirely and create distributable reserves.

The Capital Reduction is proposed to be effected by cancelling the balances standing to the credit of the Share Premium Account and (having first issued the Capital Reduction Shares to capitalise the merger reserve) the merger reserve. Cancelling the balance of the Share Premium Account and the Capital Reduction Shares will, subject to the discharge of any undertakings required by the Court as explained below, be sufficient to eliminate the deficit on the profit and loss account. As a result, any positive distributable reserves generated by the Company after the date on which the Capital Reduction takes effect would be available for the Board to use for the purposes of paying dividends (should circumstances in the future make it desirable to do so).

It is therefore proposed that:

- a. the amount standing to the credit of the Company's merger reserve in the sum of £12,678,593 is capitalised by way of a bonus issue of newly created Capital Reduction Shares;
- b. the newly created Capital Reduction Shares are cancelled; and
- c. the amount standing to the credit of the Company's Share Premium Account (such amount being, as at 31 July 2017, £40,934,339) is cancelled.

In addition to the approval by Shareholders of the Resolution, the Capital Reduction requires the approval of the Court. Accordingly, following the General Meeting, an application will be made to the Court in order to confirm and approve the Capital Reduction.

In providing its approval of the Capital Reduction, the Court is likely to require protection for the creditors (including contingent creditors) of the Company whose debts remain outstanding on the relevant date, except in the case of creditors which have consented to the Capital Reduction. Any such creditor protection may include seeking the consent of the Company's creditors to the Capital Reduction or the provision by the Company to the Court of an undertaking to deposit a sum of money into a blocked account created for the purpose of discharging the non-consenting creditors of the Company.

It is anticipated that the initial directions hearing in relation to the Capital Reduction will take place on 12 September 2017, with the final Court Hearing taking place on 20 September 2017 and the Capital Reduction becoming effective on the following day, following the necessary registration of the Court Order at Companies House.

There will be no change in the number of Ordinary Shares in issue (or their nominal value) following the implementation of the Capital Reduction and no new share certificates will be issued as a result of the Capital Reduction. The Capital Reduction itself will not involve any distribution or repayment of capital or share premium by the Company and will not reduce the underlying net assets of the Company. The distributable reserves arising on the Capital Reduction will, subject to the discharge of any undertakings required by the Court as explained below, support the Company's ability to pay dividends, should circumstances in the future make it desirable to do so.

The Board reserves the right to abandon or to discontinue (in whole or in part) the application to the Court in the event that the Board considers that the terms on which the Capital Reduction would be (or would be likely to be) confirmed by the Court would not be in the best interests of the Company and/or its Shareholders as a whole. The Board has undertaken a thorough and extensive review of the Company's liabilities (including contingent liabilities) and considers that the Company will be able to satisfy the Court that, as at the date (if any) on which the Court Order relating to the Capital Reduction and the statement of capital in respect of the Capital Reduction have both been registered by the Registrar of Companies at Companies House and the Capital Reduction will therefore become effective, the Company's creditors will be sufficiently protected.

4. The Capital Reduction Bonus Issue and the rights of the Capital Reduction Shares

It is proposed to capitalise the sum of £12,678,593 standing to the credit of the Company's merger reserve by applying that sum in paying up in full new Capital Reduction Shares prior to the Court Hearing (such capitalisation to take effect at the Capital Reduction Record Time), and allotting and issuing such Capital Reduction Shares by way of a bonus issue to the persons at that point holding Ordinary Shares on the basis of one Capital Reduction Share for every Ordinary Share held at the Capital Reduction Record Time.

The Capital Reduction Shares will not be admitted to trading on AIM or any other market. No share certificates will be issued in respect of the Capital Reduction Shares. The Capital Reduction Shares will have extremely limited rights. In particular, the Capital Reduction Shares will carry no rights to vote, no rights to participate in the profits of the Company and no rights to participate in the Company's assets, save on a winding-up. The Capital Reduction Shares will be transferable, but no market will exist in them and it is anticipated that the Court will confirm their cancellation at the Court Hearing on the day immediately after the date on which they have been issued.

The capitalisation of the merger reserve is needed as an additional step since the Court only has the power to reduce share capital and other statutory reserves, including share premium and capital redemption reserves. Hence, in order to utilise the merger reserve in the Capital Reduction, it is necessary to convert that reserve into share capital (the new Capital Reduction Shares) and thereafter to cancel the Capital Reduction Shares.

5. Taxation

The following comments are intended as a general guide only and relate only to certain UK tax consequences of receiving the Capital Reduction Shares under the Capital Reduction Bonus Issue. The comments are based on current legislation and HM Revenue & Customs practice, both of which are subject to change, possibly with retrospective effect. These comments deal only with Shareholders who are resident for taxation purposes in the UK, who are the absolute beneficial owners of Ordinary Shares and who hold them as an investment and not on trading account. They do not deal with the position of certain classes of Shareholders, such as dealers in securities, insurance companies, collective investment schemes or persons regarded as having obtained their Ordinary Shares by reason of employment.

Capital Reduction Bonus Issue and Capital Reduction

The Capital Reduction Bonus Issue should be treated as a "reorganisation" for the purposes of UK taxation of chargeable gains ("CGT"), so that a Shareholder should not be treated as making a disposal or part disposal of his Ordinary Shares for CGT purposes upon receipt of the Capital

Reduction Shares. Instead, the Capital Reduction Shares will be treated as the same asset, acquired at the same time, as his Ordinary Shares. On the basis that the Capital Reduction Shares will be treated as being paid up for "new consideration" received by the Company, the issue of the Capital Reduction Shares should not give rise to any liability to United Kingdom income tax (or corporation tax) in a Shareholder's hands.

For CGT purposes, a Shareholder's base cost in his Ordinary Shares will be apportioned between his Capital Reduction Shares and his Ordinary Shares based on their respective market values at the date the Capital Reduction Shares are cancelled. It is likely that the market value of the Capital Reduction Shares will be nil for the duration of their existence. This is because the Capital Reduction Shares will have no voting rights or rights to income; will have no market; and, at the time issued, it will be anticipated that they will be cancelled for no payment on the day immediately following the date of their issue. Consequently the issue of the Capital Reduction Shares should not impact the base cost of the Ordinary Shares and there should be no tax charge (nor any allowable loss) on the cancellation of the Capital Reduction Shares.

Stamp Duty and Stamp Duty Reserve Tax ("SDRT")

No stamp duty or SDRT will be payable on the issue of the Capital Reduction Shares.

The information on taxation set out in this section is a general guide only and is not intended to be, and should not be construed to be, legal or taxation advice to any particular Shareholder. Any Shareholder who has any doubt about his own taxation position, whether regarding CGT or otherwise, or who is subject to taxation in any jurisdiction other than the UK should consult his professional taxation adviser immediately.

6. General Meeting

The Notice of General Meeting is set out in Part IV of this document.

The General Meeting will take place at 10:00 a.m. on 5 September 2017 at the offices of Squire Patton Boggs (UK) LLP at 7 Devonshire Square, London, EC2M 4YH. At the General Meeting, the Resolution set out in Part IV of this document will be proposed to Shareholders.

The Resolution will be passed if 75 per cent. or more of the votes cast (in person or by proxy) at the General Meeting are in favour of it.

7. Action to be taken in respect of the General Meeting

Shareholders will find a Form of Proxy enclosed for use in respect of the General Meeting. To be valid, the Form of Proxy must be completed and returned as soon as possible and so as to be received by the Registrars by not later than 10:00 a.m. on 3 September 2017. You can return your Form of Proxy by post to Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA.

The completion and return of the Form of Proxy will not prevent you from attending and voting at the General Meeting in person.

8. Recommendation

The Directors consider that the Capital Reduction will be beneficial for the Company and its Shareholders as a whole. Accordingly, the Directors unanimously recommend that you vote in favour of the Resolution to be proposed at the General Meeting, as they intend to do in respect of their aggregate shareholdings, of 3,027,455 Ordinary Shares representing approximately 0.9% of the Ordinary Shares in issue at the date of this document.

Yours faithfully

Martyn Everett

Chairman

PART IV: NOTICE OF GENERAL MEETING

Notice is given that a General Meeting of Redhall Group plc ("the Company") will be held at the offices of Squire Patton Boggs (UK) LLP at 7 Devonshire Square, London, EC2M 4YH at 10:00 a.m. on 5 September 2017 for the following purposes:

Special Business

To consider and, if thought fit, pass the following resolution, which will be proposed as a special resolution:

- 1 That:
 - a. the amount of £12,678,593.30 standing to the credit of the merger reserve of the Company be capitalised and applied in paying up in full at par such number of new B ordinary shares (the "**Capital Reduction Shares**") as is equal to the number of ordinary shares of 0.01 pence each in the capital of the Company ("**Ordinary Shares**") in issue as at the Capital Reduction Record Time (as defined in the circular to shareholders of the Company dated 21 August 2017 of which this notice forms a part), such Capital Reduction Shares having a nominal value equal to the sum that is obtained by dividing the number of Capital Reduction Shares to be issued as set out above into £12,678,593.30, as shall be required to effect such capitalisation, and the Directors be and they are hereby authorised for the purposes of section 551 of the Companies Act 2006 (the "**Act**") to allot and issue all of the Capital Reduction Shares thereby created to such members of the Company including one of their number as they shall in their absolute discretion determine upon terms that they are paid up in full by such capitalisation, and such authority shall for the purposes of section 551 of the Act expire on 31 December 2017;
 - b. the Capital Reduction Shares created and issued pursuant to paragraph (a) above shall have the following rights and restrictions:
 - i. the holders of Capital Reduction Shares shall have no right to receive any dividend or other distribution whether of capital or income;
 - ii. the holders of Capital Reduction Shares shall have no right to receive notice of or to attend or vote at any general meeting of the Company;
 - iii. the holders of Capital Reduction Shares shall on a return of capital on a liquidation, but not otherwise, be entitled to receive the nominal amount of each such share but only after the holder of each Ordinary Share shall have received the amount paid up or credited as paid up on such a share and the holders of Capital Reduction Shares shall not be entitled to any further participation in the assets or profits of the Company;
 - iv. a reduction by the Company of the capital paid up or credited as paid up on the Capital Reduction Shares and the cancellation of such shares will be treated as being in accordance with the rights attaching to the Capital Reduction Shares and will not involve a variation of such rights for any purpose. The Company will be authorised at any time without obtaining

the consent of the holders of Capital Reduction Shares to reduce its capital (in accordance with the Act);

- v. the Company shall have irrevocable authority at any time after the creation or issue of the Capital Reduction Shares to appoint any person to execute on behalf of the holders of such shares a transfer thereof and/or an agreement to transfer the same without making any payment to the holders thereof to such person or persons as the Company may determine and, in accordance with the provisions of the Act, to purchase or cancel such shares without making any payment to or obtaining the sanction of the holders thereof and pending such a transfer and/or purchase and/or cancellation to retain the certificates, if any, in respect thereof, provided also that the Company may in accordance with the provisions of the Act purchase all but not some only of the Capital Reduction Shares then in issue at a price not exceeding 1 penny for all the Capital Reduction Shares;
- c. the Capital Reduction Shares created and issued pursuant to paragraph (a) above shall be cancelled; and
- d. the Company's Share Premium Account be and is hereby cancelled.

Registered office
Unit 3
Calder Close
Wakefield
WF4 3BA

By Order of the Board

Chris Kelly
Company Secretary

Dated 21 August 2017

Notes

Proxy appointment

- 1 A Shareholder is entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend and to speak and vote at the General Meeting. A proxy need not be a Shareholder of the Company. 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.
- 2 A Form of Proxy is enclosed. The appointment of a proxy will not prevent a Shareholder from subsequently attending and voting at the General Meeting in person.
- 3 To appoint a proxy the Form of Proxy, and any power of attorney or other authority under which it is executed (or a duly certified copy of any such power or authority), must be either (a) sent in hard copy form by post, courier or hand to the Company's Registrars, Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA, or (b) the proxy appointment must be lodged using the CREST Proxy Voting Service in accordance with note 11 below in each case so as to be received no later than 10:00 a.m. on 3 September 2017.

Nominated persons

- 4 The right to appoint a proxy does not apply to persons whose shares are held on their behalf by another person and who have been nominated to receive communications from the Company in accordance with Section 146 of the Act ("**nominated persons**"). Nominated persons may have a right under an agreement with the Shareholder who holds the shares on their behalf to be appointed (or to have someone else appointed) as a proxy. Alternatively, if nominated persons do not have such a right, or do not wish to exercise it, they may have a right under such an agreement to give instructions to the person holding the shares as to the exercise of voting rights.

Information about shares and voting

- 5 Holders of Ordinary Shares are entitled to attend and vote at general meetings of the Company. The total number of issued ordinary shares in the Company on 18 August 2017, which is the latest practicable date before the publication of this document is 332,900,684, carrying one vote each on a poll. Therefore, the total number of votes exercisable as at 18 August 2017 is 332,900,684.

Right to attend and vote

- 6 Entitlement to attend and vote at the General Meeting, and the number of votes which may be cast at the meeting, will be determined by reference to the Company's register of members at close of business on 3 September 2017 or, if the General Meeting is adjourned, 48 hours before the time fixed for the adjourned General Meeting (as the case may be). In each case, changes to the register of members after such time will be disregarded.

Venue arrangements

- 7 To facilitate entry to the General Meeting, Shareholders are requested to bring with them the attendance card which is attached to the proxy card.
- 8 Shareholders should note that the doors to the General Meeting will open at 9 a.m. on 5 September 2017.
- 9 Mobile phones may not be used in the meeting hall, and cameras and recording equipment are not allowed in the meeting hall.

CREST members

- 10 CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the General Meeting (and any adjournment of the meeting) by following the procedures described in the CREST Manual (available via www.euroclear.com/CREST). CREST Personal Members or other CREST sponsored members (and those CREST members who have appointed a voting service provider) should refer to their CREST sponsor or voting service provider, who will be able to take the appropriate action on their behalf.
- 11 In order for a proxy appointment or instruction made by means of CREST to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message (regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy) must, in order to be valid, be transmitted so as to be received by the Company's Registrars, Neville Registrars Limited (ID 7RA11) by the latest time(s) for receipt of proxy appointments specified in note 3 above. 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 issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to a proxy appointed through CREST should be communicated to him by other means.
- 12 CREST members (and, where applicable, their CREST sponsors or voting service providers) should note that Euroclear does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider, to procure that his/her CREST sponsor or voting service provider takes) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members (and, where applicable, their CREST sponsors or voting service providers) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
- 13 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.

Corporate representatives

- 14 Any corporation which is a Shareholder can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a Shareholder provided that they do not do so in relation to the same shares.

Questions

- 15 Any Shareholder attending the General Meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the meeting but no such answer need be given if (a) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information, (b) the answer has already been given on a website in the form of an answer to a question, or (c) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.

Website information

- 16 A copy of this Notice of General Meeting, and other information required by section 311A of the Act, can be found at www.redhallgroup.co.uk/investors/

Voting by poll

- 17 The Resolution to be put to the General Meeting will be voted on by poll and not by show of hands. A poll reflects the number of voting rights exercisable by each Shareholder and so the Board considers it a more democratic method of voting. Shareholders and proxies will be asked to complete a poll card to indicate how they wish to cast their votes. These cards will be collected at the end of the General Meeting. The results of the poll will be published on the Company's website and notified to the UK Listing Authority once the votes have been counted and verified.

Use of electronic address

- 18 Shareholders may not use any electronic address provided in either this document, the Notice of General Meeting or any related documents (including the enclosed Form of Proxy) to communicate with the Company for any purposes other than those expressly stated.