

Notice of Annual General Meeting

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to what action to take, you should consult your stockbroker, solicitor, accountant or other appropriate independent professional adviser authorised under the Financial Services and Markets Act 2000. If you have sold or otherwise transferred all your shares in NMC Health plc, please forward this document and the accompanying documents to the person through whom the sale or transfer was effected, for transmission to the purchaser or transferee.

The Annual General Meeting will be held at Allen & Overy LLP, One Bishops Square, London E1 6AD on Thursday, 27 June 2013 at 3.00 p.m. A Form of Proxy for the Annual General Meeting is enclosed and should be completed and returned as soon as possible. To be valid, it must reach the Company's registrars, Capita Registrars, no later than 48 hours before the meeting, being 3.00 p.m. on 25 June 2013. Completion and return of the Form of Proxy will not prevent you from attending and voting at the Annual General Meeting in person, should you so wish.

Alternatively, if you are a member of CREST, you may register the appointment of a proxy by using the CREST electronic proxy appointment service. Further details are contained in the Notice of Annual General Meeting contained in this document.

NMC HEALTH plc

(Incorporated and registered
in England and Wales with
Registered Number 7712220)

21 May 2013
To all Shareholders of NMC Health plc

Dear Shareholders

This document contains the Notice of the 2013 Annual General Meeting of NMC Health plc. You are warmly invited to attend the meeting and, even if you are unable to attend, to vote on the resolutions by proxy by completing and returning the enclosed Form of Proxy.

This document also contains explanatory notes for all of the resolutions to be put to the Annual General Meeting. All resolutions will be voted on by way of a poll. This will result in a more accurate reflection of the views of Shareholders by ensuring that every vote is recognised, including the votes of all Shareholders who are unable to attend the meeting but who appoint a proxy for the meeting. On a poll, each Shareholder has one vote for every Ordinary Share held.

Further information relating to the Company and financial information on the Company is set out in the Company's annual report and accounts for the year ended 31 December 2012, with which this document has been posted.

Your Directors consider all the resolutions to be in the best interests of the Company and our shareholders as a whole. They unanimously recommend that shareholders vote in favour of all the resolutions as they intend to do in respect of their entire holdings which amount to 124,372,557 Ordinary Shares, representing approximately 67 per cent. of the Company's issued share capital.

Yours faithfully

H. J. Mark Tompkins
Chairman

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2013 Annual General Meeting of NMC Health plc will be held at Allen & Overy LLP, One Bishops Square, London E1 6AD on Thursday, 27 June 2013 at 3.00 p.m., to consider and, if thought fit to pass, the following resolutions. It is intended to propose resolutions 15, 16 and 17 as special resolutions. All other resolutions will be proposed as ordinary resolutions.

1. To receive the accounts for the financial year ended 31 December 2012, together with the reports of the Directors and auditors on those accounts. **(Resolution 1)**
2. To approve the Directors' Remuneration Report for the financial year ended 31 December 2012. **(Resolution 2)**
3. To declare a final dividend of 4.1 pence per Ordinary Share in respect of the year ended 31 December 2012. **(Resolution 3)**
4. To reappoint Ernst & Young LLP as auditors of the Company until the conclusion of the Company's next Annual General Meeting. **(Resolution 4)**
5. To authorise the Directors to set the remuneration of the auditors. **(Resolution 5)**
6. In accordance with article 52 of the Company's articles of association, to elect Mr H. J. M. Tompkins as a director of the Company. **(Resolution 6)**
7. In accordance with article 52 of the Company's articles of association, to elect His Excellency Saeed Bin Butti as a director of the Company. **(Resolution 7)**
8. In accordance with article 52 of the Company's articles of association, to elect Mr K. Bin Butti as a director of the Company. **(Resolution 8)**
9. In accordance with article 52 of the Company's articles of association, to elect Dr B. R. Shetty as a director of the Company. **(Resolution 9)**
10. In accordance with article 52 of the Company's articles of association, to elect Mr J. Jewitt as a director of the Company. **(Resolution 10)**
11. In accordance with article 52 of the Company's articles of association, to elect Lord Clanwilliam as a director of the Company. **(Resolution 11)**
12. In accordance with article 52 of the Company's articles of association, to elect Mrs H. Lawrence as a director of the Company. **(Resolution 12)**
13. In accordance with sections 366 and 367 of the Companies Act 2006 (the "**Act**"), the Company and all companies that are subsidiaries of the Company at the time at which this resolution is passed or at any time during the period for which this resolution has effect are authorised to:
 - a) Make political donations to political parties or independent election candidates, as defined in sections 363 and 364 of the Act, not exceeding £20,000 per company and, together with such donations made by any such subsidiary and the Company, not exceeding in aggregate £20,000;
 - b) Make political donations to political organisations other than political parties, as defined in sections 363 and 364 of the Act, not exceeding £20,000 per company and, together with such donations made by any such subsidiary and the Company, not exceeding in aggregate £20,000; and
 - c) Incur political expenditure, as defined in section 365 of the Act, not exceeding £20,000 per company and, together with such expenditure incurred by any such subsidiary and the Company, not exceeding in aggregate £20,000,during the period beginning with the date of the passing of this resolution and, unless renewed prior to such time, ending on 31 December 2014 or, if sooner, the conclusion of the next Annual General Meeting of the Company, provided that the authorised sum referred to in paragraphs (a), (b) and (c) above may be comprised of one or more amounts in different currencies which, for the purposes of calculating the said sum, shall be converted into pounds sterling at the exchange rate published in the London edition of the Financial Times on the day on which the relevant donation is made or expenditure incurred (or the first business day thereafter) or, if earlier, on the day on which the Company (or its subsidiary, as the case may be) enters into any contract or undertaking in relation to the same. **(Resolution 13)**
14. To authorise the Directors generally and unconditionally pursuant to section 551 of the Companies Act 2006 to exercise all powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company:
 - (i) up to a maximum aggregate nominal amount of £6,190,476.20, (such amount to be reduced by the nominal amount of any equity securities (as defined in section 560 of the Act) allotted under paragraph (ii) below in excess of £6,190,476.20; and
 - (ii) comprising equity securities (as defined in section 560 of the Act) up to a maximum nominal amount of £12,380,952.40 (such amount to be reduced by any shares allotted or rights granted under paragraph (i) above) in connection with an offer by way of a rights issue (as defined in article 8(b) of the Company's articles of association),provided that such authority shall expire on the conclusion of the next Annual General Meeting of the Company (unless previously revoked or varied by the Company in general meeting) after the passing of this resolution or 30 June 2014, whichever is the earlier 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 subscribe for or convert securities into shares to be granted after such expiry and the Directors may allot shares or grant rights to subscribe for or convert securities into shares in pursuance of such an offer or agreement as if the authority conferred had not expired.

All previous unutilised authorities under section 551 of the Companies Act 2006 shall cease to have effect (save to the extent that the same are exercisable pursuant to section 551(7) of the Companies Act 2006 by reason of any offer or agreement made prior to the date of this resolution which would or might require shares to be allotted or rights to be granted on or after that date. **(Resolution 14)**

15. That subject to the passing of resolution 14 above, the Directors be given power to allot equity securities (as defined in section 560 of the Act) of the Company for cash pursuant to the authority conferred by that resolution and/or where such allotment constitutes an allotment of equity securities by virtue of section 560(3) of the Act, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to:
- The allotment of equity securities in connection with a rights issue, open offer or any other pre-emptive offer in favour of the holders of ordinary shares or other equity securities (excluding any shareholders holding shares as treasury shares) where the equity securities respectively attributable to the interests of such persons on a fixed record date are proportionate (as nearly as may be) to the respective numbers of equity securities held by them or are otherwise allotted in accordance with the rights attaching to such equity securities (subject in either case to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with fractional entitlements or legal or practical problems arising in any overseas territory, the requirements of any regulatory body or stock exchange or any other matter whatsoever); and
 - The allotment (otherwise than pursuant to sub-paragraph (a) above) of equity securities up to an aggregate nominal amount of £928,571.40

provided that this authority shall expire on the date of the next Annual General Meeting of the Company after the passing of this resolution or 30 June 2014, whichever is the earlier, save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

All previous unutilised authorities under sections 570 and 573 of the Companies Act 2006 shall cease to have effect. **(Resolution 15)**

16. That the Company is generally and unconditionally authorised for the purposes of section 701 of the Act to make market purchases (within the meaning of section 693(4) of the Act) of any of its Ordinary Shares of 10 pence each in the capital of the Company on such terms and in such manner as the Directors may from time to time determine, and where such Ordinary Shares are held as treasury shares, the Company may use them for the purposes of its employee share schemes, provided that:
- the maximum number of Ordinary Shares which may be purchased is 18,571,428 representing approximately 10 per cent. of the issued ordinary share capital as at 20 May 2013;
 - the minimum price which may be paid for each Ordinary Share is 10 pence which amount shall be exclusive of expenses, if any;
 - the maximum price which may be paid for each Ordinary Share shall not be more than the higher of an amount equal to 105 per cent. of the average of the middle market prices shown in the quotations for the Ordinary Shares of the Company as derived from the Daily Official List of the London Stock Exchange plc for the five business days immediately preceding the day on which such Ordinary Share is contracted to be purchased and the amount stipulated by Article 5(1) of the Buy-back and Stabilisation Regulation 2003;
 - unless previously renewed, revoked or varied, this authority shall expire at the conclusion of the annual general meeting to be held in 2014 or 30 June 2014, whichever is the earlier; and
 - under this authority the Company may make a contract or contracts to purchase Ordinary Shares which would or might be executed wholly or partly after the expiry of this authority, and may make purchases of Ordinary Shares pursuant to it as if this authority had not expired. **(Resolution 16)**
17. That a general meeting (other than an annual general meeting) may be called on not less than 14 clear days' notice. **(Resolution 17)**

By order of the Board
Simon. A. Watkins
Company Secretary

21 May 2013

Registered Office:
Suite 3.15
3rd Floor
7 Hanover Square
London
W1S 1HQ
United Kingdom

NOTES

Proxies

1. A member entitled to attend and vote may appoint a proxy or proxies who need not be a member of the Company to attend (and on a poll to vote) instead of him or her. A member may appoint more than one proxy in relation to a meeting provided that each proxy is appointed to exercise the rights attached to a different Ordinary Share or Ordinary Shares held by him. A Form of Proxy for the Annual General Meeting is enclosed and should be completed and returned as soon as possible. To be valid, it must reach the Company's registrars, Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU no later than 48 hours before the meeting. Therefore, please deposit your form before 3.00 p.m. on 25 June 2013. Completion of a Form of Proxy will not preclude a member from attending and voting in person at the meeting should he or she so wish. You must inform the Company's registrars in writing of any termination of the authority of a proxy.

CREST electronic proxies

2. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for this Annual General Meeting and any adjournment(s) thereof by using 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 or instruction made using the CREST service to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual (available via www.euroclear.com/CREST). 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 issuer's agent (ID RA10) by 3.00 p.m. on 25 June 2013. 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 proxies appointed through CREST should be communicated to the appointee through other means.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & Ireland Limited 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(s), to procure that his CREST sponsor or voting service provider(s) take(s)) 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 provider(s) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

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. Appointing a proxy will not prevent a member from attending in person and voting at the meeting should he or she so wish.

Documents on display and available for inspection

3. Copies of service agreements under which the Executive Directors of the Company are employed together with copies of the terms and conditions of appointment of Non-Executive Directors are available for inspection at the Company's registered office during normal business hours (Saturdays, Sundays and U.K. public holidays excepted) and will be available for inspection at the place of the Annual General Meeting for at least 15 minutes prior to and during the meeting.
4. Copies of the following documents will be available for inspection during normal business hours on any weekday (Saturdays, Sundays and U.K. public holidays excepted) at the registered office of the Company at 7 Hanover Square, London, W1S 1HQ and on the website of the Company at <http://www.nmc.ae> up to and including 27 June 2013:
 - a) the Memorandum and Articles of Association of the Company; and
 - b) this document.

Right to attend and vote

5. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001 (SI 2001 No 3755), the Company specifies that in order to have the right to attend and vote at the meeting (and also for the purpose of calculating how many votes a person entitled to attend and vote may cast), a person must be entered on the register of holders of the Ordinary Shares of the Company by no later than 6.00 p.m. on 25 June 2013 or, if the meeting is adjourned, a person must be entered on the register of holders of the Ordinary Shares of the Company by not later than 6.00 p.m. on the day two days prior to the adjourned meeting. Changes to entries on the register after this time shall be disregarded in determining the rights of any person to attend or vote at the meeting.

6. Shareholders should note that it is possible that, pursuant to requests made by members of the Company under section 527 of the Companies Act 2006, the Company may be required to publish on a website a statement setting out any matter relating to:
 - i) the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the Annual General Meeting; or
 - ii) any circumstance connected with the auditor of the Company ceasing to hold office since incorporation that the members propose to raise at the Annual General Meeting.

The Company may not require the members requesting any such website publication to pay its expenses in complying with sections 527 or 528 of the Companies Act 2006. Where the Company is required to place a statement on a website under section 527 of the Companies Act 2006, it must forward the statement to the Company's auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the Annual General Meeting includes any statement that the Company has been required under section 527 of the Companies Act 2006 to publish on a website.

Nominated Persons

7. Any person to whom this Notice is sent who is a person nominated under section 146 of the Companies Act 2006 to enjoy information rights (a "**Nominated Person**") may have a right, under an agreement between him/her and the member by whom he/she was nominated, to be appointed (or to have someone else appointed) as a proxy for the meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may have a right, under such an agreement, to give instructions to the member as to the exercise of voting rights. Nominated persons should contact the registered member by whom they were nominated in respect of these arrangements.

The statement of the rights of the members in relation to the appointment of proxies set out in paragraphs 1 and 2 above, does not apply to Nominated Persons. Those rights can only be exercised by shareholders of the Company.

8. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same Ordinary Shares.
9. Any member attending the Annual 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.

Communication

10. You may not use any electronic address (within the meaning of section 333(4) of the Companies Act 2006) provided in this Notice (or in any related documents including the annual report and accounts and the Form of Proxy) to communicate with the Company for any purposes other than those expressly stated.

Voting Rights

11. As at 20 May 2013 (being the last business day prior to publication of this Notice) the Company's issued share capital consists of 185,714,286 Ordinary Shares, carrying one vote each. Therefore, the total voting rights in the Company as at 20 May 2013 are 185,714,286.
12. A copy of this Notice, and other information required by section 311A of the Companies Act 2006, can be found at <http://www.nmc.ae>.

EXPLANATORY NOTES TO RESOLUTIONS

Accounts

Resolution 1: This resolution is to receive the Company's accounts and the reports of the Directors and auditors for the financial year ended 31 December 2012.

Remuneration Report

Resolution 2: This resolution is to approve the Remuneration Report for the financial year ended 31 December 2012. You can find this report on pages 86 to 91 of the annual report for the year ended 31 December 2012, which accompanies this document.

Dividend

Resolution 3: This resolution is to approve the payment of the final dividend recommended by the Board for the year ended 31 December 2012 of 4.1 pence per Ordinary Share. This will be payable on 4 July 2013 to all Shareholders on the register on 31 May 2013.

Reappointment and remuneration of auditors

Resolution 4: This resolution is to re-appoint Ernst & Young LLP as auditors of the Company, to hold office from the end of the Annual General Meeting to the end of the next Annual General Meeting at which accounts are laid before the Company.

Resolution 5: This resolution is to authorise the Directors to set the remuneration of the auditors.

Appointment of Directors

Resolutions 6 to 12: As this is the first annual general meeting of the Company, all of the Directors are required to be formally elected by shareholders under the Company's articles of association. Resolutions 6 to 12 are individual resolutions for the appointment of each of our Directors who are listed below:

Mr H. J. Mark Tompkins (Appointed as a Director on 7th March 2012)
His Excellency Saeed Bin Butti (Appointed as a Director on 20th July 2011)
Mr Khalifa Bin Butti (Appointed as a Director on 20th July 2011)
Dr B. R. Shetty (Appointed as a Director on 20th July 2011)
Mr Justin Jewitt (Appointed as a Director on 7th March 2012)
Lord Clanwilliam (Appointed as a Director on 7th March 2012)
Mrs Heather Lawrence (Appointed as a Director on 19th March 2012)

All of the Directors have confirmed that they wish to be elected by shareholders at the AGM. Details of the experience of each of the Directors are set out on pages 62 to 65 of the annual report for the year ended 31 December 2012, which accompanies this document. The Board believes that each of the Directors should be elected because their relevant individual experience, and the collective diversity of the Board as a whole, benefits the Board and the Company.

In accordance with the UK Corporate Governance Code regarding the re-election of directors, each director will retire and if appropriate seek re-election on an annual basis at future annual general meetings.

Authority to provide limited authority to make political donations and incur political expenditure

Resolution 13: As stated in the Company's annual report, the Company has not made any donations to political parties or election candidates since it became a listed company and we do not intend to do so.

However, the law as set out in the Companies Act 2006 is very broad in its drafting. In fact it is so broad that it could cover normal business expenditure such as attendance at seminars and other functions that politicians may be invited to or supporting organisations that are involved in policy review and law reform.

Therefore, like many other listed companies, we are asking for your authority for a limited level of expenditure in case we breach legislation without meaning to.

Authority to Allot Ordinary Shares

Resolution 14: Your Directors may only allot Ordinary Shares or grant rights over Ordinary Shares if authorised to do so by Shareholders. It is normal for UK listed companies to seek the approval of shareholders to give the Directors' authority to issue shares at each AGM. In line with guidance issued by the Association of British Insurers, this/paragraph (i) of this resolution would give the Directors the authority to allot Ordinary Shares up to an aggregate nominal amount equal to £6,190,476.20 (representing 61,904,762 Ordinary Shares or approximately one third (33.3%) of the Company's existing issued share capital). This amount is approximately one-third of the issued ordinary share capital of the Company as at 20 May 2013, the latest practicable date prior to publication of the Notice. In accordance with the latest institutional guidelines issued by the Association of British Insurers, paragraph (ii) of this resolution will allow the Directors to allot, including the Ordinary Shares referred to in paragraph (i) of this resolution, further of the Company's Ordinary Shares in connection with a pre-emptive offer by way of a rights issue up to a maximum nominal amount of £12,380,952.40, representing approximately two thirds (66.67%) of the Company's existing issued share capital and calculated as at 20 May 2013, the latest practicable date prior to publication of the Notice. The authorities will expire at the end of the Annual General Meeting in 2014 after the passing of this resolution or 30 June 2014, whichever is the earlier. The Directors have no current intentions of using these authorities but in line with the practice of other UK listed companies, would intend to seek a renewal of these authorities at each Annual General Meeting.

Authority to disapply pre-emption rights

Resolution 15: Your Directors are also seeking authority from Shareholders to allot Ordinary Shares or grant rights over Ordinary Shares or sell treasury shares where they propose to do so for cash and otherwise than to existing Shareholders pro rata to their holdings. Again, it is normal for UK listed companies to seek the approval of shareholders for this authority. This resolution would give the Directors the authority to allot Ordinary Shares up to an aggregate nominal amount equal to £928,571.40 (representing 9,285,714 Ordinary Shares) without first offering them to existing shareholders. This amount represents 5% of the issued ordinary share capital of the Company as at 20 May 2013, the latest practicable date prior to publication of the Notice, and the authority will expire at the end of the Annual General Meeting in 2014 after the passing of this resolution or 30 June 2014, whichever is the earlier.

Your Directors do not have any present intention of exercising this authority, but consider it desirable to have the flexibility to use it should the opportunity arise and, in line with the practice of other UK listed companies, would intend to seek a renewal of this authority at each Annual General Meeting. In respect of shares up to this aggregate nominal amount, the Directors intend to follow the Pre-Emption Group's Statement of Principles regarding cumulative usage of such authorities over a three year rolling period. These Principles say that no more than 7.5% of the Company's share capital should be used in this way over a rolling three year period unless shareholders are consulted first.

Authority to purchase Ordinary Shares

Resolution 16: This resolution will give the Company authority to purchase its own Ordinary Shares in the market up to a limit of up to an aggregate nominal amount equal to £1,857,142.80 (representing 18,571,428 Ordinary Shares), being approximately 10 per cent. of its issued ordinary share capital as at 20 May 2013, being the latest practicable date prior to publication of the Notice. The maximum and minimum prices are stated in the resolution. Your Directors believe that it is advantageous for the Company to have the flexibility to make market purchases of its own Ordinary Shares. Your Directors will exercise this authority only if they are satisfied that any purchase will increase the earnings per share of the ordinary share capital in issue after the purchase and, accordingly that the purchase would be in the interests of Shareholders generally. If Ordinary Shares are purchased, they would either be cancelled (and the number of Ordinary Shares in issue would be reduced accordingly) or, subject to the Companies (Acquisitions of Own Shares) (Treasury Shares) Regulations 2003 (the "**Treasury Share Regulations**") be retained as treasury shares. The Treasury Share Regulations enable companies to hold shares repurchased as treasury shares with a view to possible re-sale at a future date rather than having to cancel them. The Company will consider holding repurchased Ordinary Shares pursuant to the authority conferred by this resolution as treasury shares. This would give the Company the ability to re-issue treasury shares quickly and cost effectively and would provide the Company with additional flexibility in the management of its capital base.

A potential use of treasury shares will be to satisfy options or awards made under the Company's employee share schemes. Any issues of treasury shares for the purposes of the Company's employee share schemes will be made within the 10 per cent. anti-dilution limit set by the Association of British Insurers. As at 20 May 2013, no options or awards over Ordinary Shares have been made under the Company's share incentive plans, but the Remuneration Committee is planning to grant such options to the Company's Senior Executives.

If granted, the authority provided under resolution 16 will expire at the earlier of 30 June 2014 (the last date by which the Company must hold an annual general meeting in 2014) or the conclusion of the annual general meeting of the Company to be held in 2014.

Notice period for general meetings

Resolution 17: The notice period required by the CA 2006 for general meetings of the Company is 21 days unless shareholders approve a shorter notice period, which cannot however be less than 14 clear days. (AGMs must always be held on at least 21 clear days' notice.) The authority granted by resolution 17, if passed, will be effective until the Company's next annual general meeting, when it is intended that a similar resolution will be proposed. In order to be able to call a general meeting on less than 21 clear days' notice, the Company must make a means of electronic voting available to all shareholders for that meeting. The flexibility offered by this resolution will be used where, taking into account the circumstances, the directors consider this appropriate in relation to the business to be considered at the meeting and in the interests of the Company and shareholders as a whole.