

#### THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt about the contents of this document or the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000 immediately.

If you sell or have sold or otherwise transferred all of your Ordinary Shares you should send this document as soon as possible to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. If you sell or have sold or otherwise transferred only part of your holding, you should retain these documents.

#### Lakehouse plc

1 King George Close Romford Essex RM7 7LS Telephone +44 1708 758 800

www.lakehouse.co.uk

23 December 2015

Dear Shareholder,

I am pleased to send you details of the Annual General Meeting (the 'AGM') of Lakehouse plc (the 'Company'), together with the annual report and accounts for the year ended 30 September 2015 (the 'Report and Accounts').

The AGM will be held on 5 February 2016 at the Offices of Eversheds LLP, 1 Wood Street, London EC2V 7WS and will start at 11.00am. Shareholder registration will be available from 10.30am. Please write to me at the above address if you would like to ask a specific question at the meeting.

The following documentation is enclosed with this letter:

- Notice of AGM, which sets out the details of the resolutions to be proposed at the AGM
- Report and Accounts
- Form of Proxy (and prepaid envelope)

# **Ordinary Resolutions**

#### Resolution 1

The Directors must present the report of the Directors and the accounts of the Company for the year ended 30 September 2015 to shareholders at the AGM. The report of the Directors, the accounts, and the report of the Company's auditors on the accounts and on those parts of the Directors' remuneration report that are capable of being audited are contained within the Report and Accounts. Shareholders are being asked to receive the Report and Accounts.

#### **Resolution 2**

In line with s439 of the Companies Act 2006, this Resolution seeks to approve the Directors' Remuneration Report, which may be found on pages 64 to 68 of the Report and Accounts and which gives details of your Directors' remuneration for the year ended 30 September 2015. This resolution does not relate to the Directors' Remuneration Policy set out on pages 58 to 63 of the Report and Accounts. The vote on this Resolution is advisory.

#### **Resolution 3**

In line with s439A of the Companies Act 2006, this Resolution seeks to approve the Directors' Remuneration Policy, which may be found on pages 58 to 63 of the Report and Accounts and which provides details of the Company's remuneration framework. No remuneration will be paid or payment for loss of office made to former, current or prospective directors unless permitted by this policy. The vote on this Resolution is binding.

### **Resolution 4**

A final dividend can only be paid after the shareholders at a general meeting have approved it. Shareholders are being asked to approve a final dividend of 1.9p per ordinary share in respect of the year ended 30 September 2015. If you approve the recommended final dividend, it will be paid on 8 February 2016 to all shareholders on the register of shareholders at the close of business on the record date, which will be 8 January 2016.

#### Resolutions 5 to 11

In line with the UK Corporate Governance Code, all of the Directors of the Company will retire and the following will be proposed for re-election at the AGM: Stuart Black, Sean Birrane, Jeremy Simpson, Michael McMahon, Chris Geoghegan, Jill Ainscough and Johnathan Ford. Resolutions 5 to 11 seek your approval to re-elect these individuals as Directors of the Company.

The Board considers that each of these Directors continues to be effective and to demonstrate commitment to the role, including commitment of time for Board and committee meetings and any other duties. The Board is satisfied that each of the Non-Executive Directors offering themselves for re-election is independent in character and there are no relationships or circumstances which are likely to affect their character or judgement.

#### Resolution 12

The auditors of a company must be re-appointed at each general meeting at which accounts are laid.

This Resolution seeks your approval to re-appoint Deloitte LLP as auditors of the Company, to hold office until the conclusion of the next Annual General Meeting of the Company at which accounts are laid.

#### **Resolution 13**

Shareholders are being asked to authorise the Directors to determine Deloitte LLP's remuneration as auditors.

#### Resolutions 14 and 15

The Companies Act 2006 provides that Directors shall only allot shares with the authority of shareholders in general meeting. The authority given to the Directors at the last general meeting held on 17 March 2015 to allot (or issue) shares pursuant to section 551 of the Companies Act 2006 expires on the date of this year's Annual General Meeting.

Resolution 14 will be proposed as an ordinary resolution for the renewal of the Directors' general authority to issue shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal amount of  $\pounds 5,245,600$  representing approximately one third of the current issued share capital of the Company (excluding treasury shares). In addition, paragraph (ii) of the resolution seeks authority for the Directors to allot shares by way of a pre-emptive rights issue up to an aggregate nominal amount of £10,491,300 (including any shares issued or rights granted under paragraph (i) of the resolution) representing a further third of the current issued share capital of the Company (excluding treasury shares). The Directors have no present intention of exercising either of these authorities.

The Company held no shares in treasury as at 21 December 2015 being the last practicable date prior to publication of this document.

The Companies Act 2006 also provides that any allotment of new shares for cash must be made pro rata to individual shareholders' holdings, unless such provisions are disapplied under section 570 of the Companies Act 2006. The authority given to the Directors at the general meeting held 17 March 2015 to allot shares for cash pursuant to section 570 of the Companies Act 2006 expires on the date of this year's Annual General Meeting.

Resolution 15 will be proposed as a special resolution for the renewal of the Directors' authority to allot equity securities for cash, without first offering them to shareholders pro rata to their holdings. This authority facilitates issues made by way of rights to shareholders which are not strictly in accordance with section 561(1) of the Companies Act, and authorises other allotments of up to a maximum aggregate nominal amount of £787,600 of shares, representing approximately 5% of the current issued ordinary share capital of the Company. This authority also allows the Directors, within the same aggregate limit, to sell for cash shares that may be held by the Company in treasury. The Directors have no present intention of exercising this authority.

This disapplication authority is in line with institutional shareholder guidance, and in particular with the Pre-emption Group's Statement of Principles (the 'Pre-emption Principles'). The Pre-emption Principles were revised in 2015 to allow the authority for an issue of shares otherwise than in connection with a pre-emptive offer to be increased from 5% to 10% of the Company's issued ordinary share capital, provided that the Company confirms that it intends to use the additional 5% authority only in connection with an acquisition or specified capital investment. The Board therefore confirms, in accordance with the Pre-emption Principles, that to the extent that the authority in paragraph (iii) of Resolution 11 is used for an issue of ordinary shares with a nominal value in excess of £787,600 (that is 5% of the Company's issued share capital as at 21 December 2015), it intends that it will only be used in connection with an acquisition or specified capital investment which is announced contemporaneously with the issue, or which has taken place in the preceding six-month period and is disclosed in the announcement of the issue.

The Board also confirms, in accordance with the Pre-emption Principles, that it does not intend to issue shares for cash representing more than 7.5% of the Company's issued ordinary share capital in any rolling three-year period other than to existing shareholders, save as permitted in connection with an acquisition or specified capital investment as described above, without prior consultation with shareholders.

The authorities granted under resolutions 14 and 15 will expire at the next Annual General Meeting.

#### **Resolution 16**

Resolution 16 will be proposed as a special resolution for the renewal of the Company's authority to purchase its own shares in the market during the period until the next Annual General Meeting of the Company for up to 15,752,700 Ordinary Shares, representing approximately 10% of the issued ordinary share capital of the Company. The price payable shall not be more than 5% above the average price of the middle market quotation as derived from the Daily Official List of London Stock Exchange plc for the Ordinary Shares for the five business days before the purchase is made and in any event not more than the higher of the price of the last independent trade and current independent bid as derived from the London Stock Exchange Trading system and not less than 10p per share, being the nominal value of the shares.

It is the Directors' intention only to exercise the authority to purchase the Company's shares where it would increase the earnings per share of those Ordinary Shares that are not repurchased. This power will only be used if the Directors consider that to do so would be in the best interests of shareholders generally. Save to the extent purchased pursuant to the regulations concerning treasury shares any Ordinary Shares purchased in this way will be cancelled and the number of shares in issue will be accordingly reduced. The Company may hold in treasury any of its own Ordinary Shares that it purchases pursuant to the relevant regulations and the authority conferred by this resolution. This would give the Company the ability to re-issue treasury shares quickly and cost effectively and would provide the Company with greater flexibility in the management of its capital base. As at 21 December 2015 (the last practicable date prior to the publication of the report and accounts) options to subscribe for a total of 5,133,938 Ordinary Shares were outstanding under the Company's employee share schemes representing 3.26% of the issued share capital of the Company (excluding treasury shares) at that date and 3.62% of the issued share capital of the Company (excluding treasury shares) if the authority sought by this resolution were to be exercised in full.

#### **Resolution 17**

Resolution 17 will be proposed as an ordinary resolution to authorise the making of political donations and political expenditure. Part 14 of the Companies Act 2006 requires companies to obtain the approval of shareholders before such political donations or expenditure can be made.

Although the Company does not make what were usually regarded as political donations, it may incur expenditure on such items as sponsorship or attendance at political discussions and business liaison events organised by political parties within the EU on a non-partisan basis in order to make them aware of industry trends and key arguments affecting our industry, as well as supporting the work of think tanks. Some of our activities may be caught by the extended definitions of the Act, and this resolution is being proposed on a precautionary basis to allow the

Company to continue its current activities. The policy of not giving any cash contribution to political parties or independent election candidates will continue.

#### **Resolution 18**

Section 307A of the 2006 Act provides that a general meeting of a 'traded company' must be called by at least 21 days' notice but may be called by at least 14 days' notice if three conditions are met.

The three conditions are that:

- (a) the meeting is not an Annual General Meeting
- (b) the company offers 'the facility for shareholders to vote by electronic means accessible to all shareholders'. This condition is met if there is a facility to appoint a proxy by means of a website
- (c) shareholders have approved the holding of general meetings on 14 clear days' notice by passing a special resolution at the previous Annual General Meeting or at a general meeting held since then

The Directors consider it desirable that they have the option to call general meetings of the Company, other than the Annual General Meeting, on at least 14 clear days' notice if there are circumstances where that is appropriate. The Directors will only use such authority when to do so would clearly be advantageous to shareholders as a whole and the matter to be considered is time sensitive. Resolution 18, which will be proposed as a special resolution, will implement this proposal and the authority of this resolution will expire at the conclusion of the next Annual General Meeting.

## **Documents available for inspection**

The following documents are available for inspection at the registered office of the Company and at the offices of Eversheds LLP, 1 Wood Street, London EC2V 7WS during usual business hours on any weekday (public holidays excepted) from the date of the Notice of AGM until the conclusion of the AGM and will also be available for inspection:

- a copy of the Company's articles of association
- copies of the service contracts or letters of appointment of the Directors of the Company
- the Report and Accounts

#### Recommendation

The Directors believe that all the proposed Resolutions to be considered at the AGM are in the best interests of the Company and of the shareholders as a whole. Accordingly, the Directors unanimously recommend that you vote in favour of the Resolutions, as they intend to do in respect of their own beneficial holdings, totalling 18,452,330 ordinary shares and representing 11.71% of the issued ordinary share capital of the Company as at 22 December 2015, being the latest practicable date prior to publication of the Notice of AGM.

Yours sincerely

Stuart Black Executive Chairman

# Lakehouse plc ('the Company') Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at the offices of Eversheds LLP, 1 Wood Street, London EC2V 7WS on 5 February 2016 at 11.00am for the following purposes:

#### **Ordinary Business**

- To receive and adopt the Company's annual report and accounts for the year ended 30 September 2015, together with the Reports of the Directors and of the Auditors thereon.
- To approve the Directors' Remuneration Report (excluding the Director's Remuneration Policy set out on pages 58 to 63 of the report) contained within the Report and Accounts for the year ended 30 September 2015.
- 3. To approve the Directors' Remuneration Policy set out on pages 58 to 63 of the Report and Accounts.
- 4. To declare a final dividend for the year ended 30 September 2015 of 1.9p per ordinary share, to be paid on 8 February 2016 to members whose names appear on the register of members at the close of business at 6.00pm on 8 January 2016.
- 5. To re-elect Stuart Black as a Director.
- 6. To re-elect Sean Birrane as a Director.
- 7. To re-elect Jeremy Simpson as a Director.
- 8. To re-elect Michael McMahon as a Director.
- 9. To re-elect Chris Geoghegan as a Director.
- 10. To re-elect Jill Ainscough as a Director.
- 11. To re-elect Johnathan Ford as a Director.
- To re-appoint Deloitte LLP as auditors to the Company, to hold office until the conclusion of the next general meeting at which accounts are laid before the Company.
- 13. To authorise the Directors to determine the remuneration of the auditors of the Company.

To transact any other ordinary business of the Company.

#### **Special Business**

As special business, to consider and if thought fit pass the following resolutions which will be proposed as to resolutions 14, 17 and 18 as ordinary resolutions and as to resolutions 15 and 16 as special resolutions:

14. (i) THAT, subject to and in accordance with Article 11 of the Articles of Association of the Company, the board be and it is hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (the 'Act') (in substitution for any existing authority to allot shares) to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal amount of £5,245,600 provided that such authority shall expire on the conclusion of the next Annual General Meeting of the Company after the passing of this resolution, save that the Company may before such expiry make an offer or agreement which would or might require such shares to be allotted or rights to subscribe for or convert securities into shares to be granted after such expiry, and the board may allot shares and grant rights to subscribe or convert securities into shares in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired,

and further,

- (ii) THAT, the board be and it is hereby generally and unconditionally authorised to exercise all powers of the Company to allot equity securities (within the meaning of section 560 of the Act) in connection with a rights issue in favour of ordinary shareholders where the equity securities respectively attributable to the interests of all ordinary shareholders are proportionate (as nearly as may be) to the respective numbers of ordinary shares held by them up to an aggregate nominal amount of £10,491,300 (including within such limit any shares allotted or rights granted under paragraph (i) above) provided that this authority shall expire on the conclusion of the next Annual General Meeting of the Company after the passing of this resolution 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 board may allot equity securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.
- 15. THAT, subject to the passing of resolution 14 as set out in the notice of this meeting, and in accordance with Article 12 of the Articles of Association of the Company, the board be empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the general authority conferred by resolution 14 as set out in the notice of this meeting and be empowered pursuant to section 573 of the Act to sell ordinary shares (as defined in section 560 of the Act) held by the Company as treasury shares (as defined in section 724 of the Act) for cash, as if section 561(1) of the Act did not apply to such allotment or sale, provided that this power shall be limited to allotments of equity securities and the sale of treasury shares:

- (i) in connection with or pursuant to an offer by way of rights, open offer or other pre-emptive offer to the holders of shares in the Company and other persons entitled to participate therein in proportion (as nearly as practicable) to their respective holdings, subject to such exclusions or other arrangements as the Directors may consider necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of any territory or the regulations or requirements of any regulatory authority or any stock exchange in any territory;
- (ii) up to an aggregate nominal amount of £787,600; and
- (iii) otherwise than pursuant to sub-paragraphs (i) and
   (ii) above, up to an aggregate nominal amount of £1,575,270 (including within such limit any equity securities allotted under paragraph (ii) above),

and such power shall expire on the conclusion of the next Annual General Meeting of the Company to be held in 2017 or 15 months form the date of this Resolution, whichever is earlier, save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted or treasury shares to be sold after such expiry, and the board may allot equity securities or sell treasury shares in pursuance of such an offer or agreement as if the power conferred by this resolution had not expired.

- 16. THAT, the Company be generally and unconditionally authorised pursuant to section 701 of the Act, to make market purchases (as defined in section 693(4) of the Act) of up to 15,752,210 Ordinary Shares of 10p each in the capital of the Company (being approximately 10% of the current issued ordinary share capital of the Company) on such terms and in such manner as the Directors of the Company may from time to time determine, provided that:
  - (a) the amount paid for each share (exclusive of expenses) shall not be more than the higher of (1) 5% above the average market value/of the middle market quotation for Ordinary Shares as derived from the Daily Official List of London Stock Exchange plc for the five business days before the date on which the contract for the purchase is made, and (2) an amount equal to the higher of the price of the last independent trade and current independent bid as derived from the trading venue where the purchase was carried out/the London Stock Exchange Trading system or less than 10p per share; and
  - (b) the authority herein contained shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2017 or 18 months from the passing of this Resolution, whichever is earlier, provided that the Company may, before such expiry, make a contract to purchase its own shares which would or might be executed wholly or partly after such expiry, and the Company may make a purchase of its own shares in pursuance of such contract as if the authority hereby conferred hereby had not expired.

- 17. THAT the Company be authorised to make donations to political parties, to independent election candidates and to political organisations and to incur political expenditure (in each case as defined in Part 14 of the Act) not exceeding £100,000 in total during the period of one year beginning with the date of the 2016 Annual General Meeting.
- 18. THAT as permitted by section 307A of the Act any general meeting of the Company (other than the Annual General Meeting of the Company) shall be called by notice of at least 14 clear days in accordance with the provisions of the Articles of Association of the Company provided that the authority of this Resolution shall expire on the conclusion of the Annual General Meeting of the Company to be held in 2017.

Dated: 23 December 2015

Registered Office: 1 King George Close Romford Essex RM7 7LS

By Order of the Board

Simon Howell
Group Company Secretary

# **Notes**

- 1. Any member entitled to attend and vote at the Annual General Meeting is entitled (unless they have, pursuant to article 87 of the Company's articles of association, nominated someone else to enjoy such a right, in which case only the person so nominated may exercise the right) to appoint one or more proxies (who need not be a member of the Company) to attend and to vote instead of the member. Completion and return of a form of proxy will not preclude a member from attending and voting at the meeting in person, should he subsequently decide to do so.
- 2. 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 Companies Act 2006 ('nominated persons'). Nominated persons may have a right under an agreement with the registered 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.
- 3. In order to be valid, any form of proxy and power of attorney or other authority under which it is signed, or a notarially certified or office copy of such power or authority, must reach the Company's Registrars, Capita Asset Services, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU not less than 48 hours before the time of the meeting or of any adjournment of the meeting.
- 4. Any member attending the general meeting unless they have, pursuant to article 74 of the Company's articles of association, nominated someone else to enjoy such a right in which case only the person so nominated may exercise the right, is entitled, pursuant to section 319A of the Companies Act 2006 to ask any question relating to the business being dealt with at the meeting. The Company will answer any such questions unless (i) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information; or (ii) the answer has already been given on a website in the form of an answer to a question; or (iii) it is undesirable in the interests of the company or the good order of the meeting that the question be answered.
- 5. Pursuant to sections 338 and 338A respectively of the Companies Act 2006, where requested by a member or members (and/or person or persons nominated by such member or members to exercise rights under sections 338 and 338A pursuant to article 74 of the Company's articles of association) having a right to vote at the Annual General Meeting and holding at least 5% of the total voting rights of the Company or at least 100 members having a right to vote at the Annual General Meeting and holding, on average, at least £100 of paid up share capital, to:

- circulate to each member of the Company entitled to receive notice of the Annual General Meeting, notice of a resolution which may properly be moved and is intended to be moved at the Annual General Meeting; and
- (ii) include in the business to be dealt with at an Annual General Meeting a matter (other than a proposed resolution) which may properly be included in the business;

#### the Company must:

- circulate the resolution proposed pursuant to section 338 of the Companies Act 2006 to each member entitled to receive notice of the Annual General Meeting; and
- (ii) include in the business to be dealt with at the Annual General Meeting the matter proposed pursuant to section 338A of the Companies Act 2006.

A resolution may be properly moved at the Annual General Meeting unless:

- it would, if passed, be ineffective (whether by reason of inconsistency with any enactment or the company's constitution or otherwise);
- it is defamatory of any person; or
- it is frivolous or vexatious.

A matter may be properly included in the business of an Annual General Meeting unless it is defamatory of any person or is frivolous or vexatious.

A member or members wishing to request the circulation of the resolution and/or the inclusion of a matter must send the request to the Company using one of the following methods:

- in hard copy form to Simon Howell, Group Company Secretary, at 1 King George Close, Romford RM7 7LS – the request must be signed by you;
- by e-mail to simon.howell@lakehouse.co.uk; or
- by fax to 01708 875 773 marked for the attention of Simon Howell, Group Company Secretary.

Whichever form of communication is chosen, the request must be received by the Company not later than 24 December 2015 and (as appropriate):

- ii) identify the resolution of which notice is to be given; and/or
- (ii) identify the matter to be included in the business and be accompanied by a statement setting out the grounds for the request.

Where the Company receives requests from a member or members to either (i) give notice of a resolution to be proposed by members at the Annual General Meeting and/or (ii) circulate a matter proposed by members to be included within the business to be dealt with at the Annual General Meeting, the expenses of giving such notice or circulating such matter must be paid by the member or members submitting the request by depositing with the Company not later than 24 December 2015 a sum reasonably sufficient to meet these expenses.

- From the date of this notice and for the following two years the following information will be available on the Company's website and can be accessed at www.lakehouse.co.uk:
  - (i) the matters set out in this notice of meeting;
  - (ii) the total numbers of shares in the Company and shares of each class, in respect of which members are entitled to exercise voting rights at the meeting; and
  - (iii) the totals of the voting rights that members are entitled to exercise at the meeting in respect of the shares of each class.

Any members' statements, members' resolutions and members' matters of business received by the Company after the date of this notice will be added to the information already available on the website as soon as reasonably practicable and will also be made available for the following two years.

- 7. A form to be used for appointing a proxy or proxies for this meeting to vote on your behalf is enclosed with this notice.
- 8. The right of members to vote at the Annual General Meeting is determined by reference to the register of members. As permitted by section 360B(3) of the Companies Act 2006 and Regulation 41 of the Uncertificated Securities Regulations 2001, shareholders (including those who hold shares in uncertificated form) must be entered on the Company's share register at 6.00pm on 3 February 2016 in order to be entitled to attend and vote at the Annual General Meeting. Such shareholders may only cast votes in respect of shares held at such time. Changes to entries on the relevant register after that time shall be disregarded in determining the rights of any person to attend or vote at the meeting.
- 9. Copies of the service contracts and letters of appointment of each of the Directors will be available for inspection at the registered office of the Company during usual business hours on any weekday (Saturdays and public holidays excluded) and at the place of the Annual General Meeting from at least 15 minutes prior to and until the conclusion of the Annual General Meeting.

- 10. Biographical details of each Director who is being proposed for re-appointment or re-election by shareholders, including their membership of Board committees, are set out on pages 44 to 45 of the Company's annual report and accounts
- 11. The total number of ordinary shares of 10p in issue as at 21 December 2015, the last practicable day before printing this document was 157,527,103 ordinary shares and the total level of voting rights was 157,527,103, none of which were attached to shares held in treasury by the Company.
- 12. Pursuant to Chapter 5 of Part 16 of the Companies Act 2006 (sections 527 to 531), where requested by either a member or members having a right to vote at the meeting and holding at least 5% of total voting rights of the Company or at least 100 members have a right to vote at the meeting and holding, on average, at least £100 of paid up share capital, the Company must publish on its website, a statement setting out any matter that such member or members propose to raise at the Annual General Meeting relating to 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.

Where the Company is required to publish such a statement on its website it may not require the members making the request to pay any expenses incurred by the Company in complying with the request, it must forward the statement to the Company's auditors no later than the time the statement is made available on the Company's website, and the statement may be dealt with as part of the business of the Annual General Meeting.

A member or members wishing to request publication of such a statement on the Company's website must send the request to the Company using one of the following methods:

- in hard copy form to Simon Howell, Group Company Secretary, at 1 King George Close, Romford RM7 7LS – the request must be signed by you;
- by e-mail to simon.howell@lakehouse.co.uk; or
- by fax to 01708 875 773 marked for the attention of Simon Howell, Group Company Secretary.

Whichever form of communication is chosen, the request must either set out the statement in full or, if supporting a statement sent by another member, clearly identify the statement which is being supported, and be received by the Company at least one week before the Annual General Meeting.

Lakehouse plc 1 King George Close Romford Essex RM7 7LS Telephone +44 1708 758 800

www.lakehouse.co.uk