

# **T.F. & J.H. Braime (Holdings) P.L.C.**

## **Notice of meeting**

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**Notice is hereby** given that the SIXTY SECOND Annual General Meeting of the members of T.F. & J.H. BRAIME (HOLDINGS) P.L.C. will be held at the registered office of the company, Hunslet Road, Leeds, LS10 1JZ on Friday 25th May 2012 at 11.45am.

1. To receive and adopt the report of the directors, the statement of accounts and the directors' remuneration report, for the year ended 31st December 2011, and the report of the auditors thereon.
2. To confirm dividends.
3. To re-elect directors.
4. To re-appoint the auditors, Kirk Newsholme.
5. To authorise the directors to fix the remuneration of the auditors.
6. To transact any other business which may be transacted at this meeting.

By order of the board,  
**M. L. Mills** Secretary  
Hunslet Road, Leeds, LS10 1JZ

16th April 2012

### **NOTES**

1. A member entitled to vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy need not also be a member of the company.
2. In accordance with the company's articles of association holders of the Cumulative Preference shares are not entitled to attend or vote at this meeting.
3. There will be available for inspection at the registered office during the company's usual business hours (Saturday excepted) from the date of this notice until the date of the Annual General Meeting and for at least fifteen minutes prior to and during the meeting:

A statement for the period of twelve months to 31st December 2011 of all transactions of each director and, so far as he can reasonably ascertain, of his family interests in the Ordinary shares of the company.

4. There were no contracts of service in respect of the executive directors who were employed by the company as at 31st December 2011. P. J. O. Alcock's service contract expired on 10th January 2012 and was renewed for a further twelve months.
5. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the AGM 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 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.

## **T.F. & J.H. Braime (Holdings) P.L.C.**

### **Notice of meeting (continued)**

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#### **NOTES (CONTINUED)**

5. 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 CRESTCo's specifications, and must contain the information required for such instruction, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or is 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 7RA11) by 11.30am on 23rd May 2012. 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 Application 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 CRESTCo does not make available special procedures in CREST for any particular message. 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 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 system providers 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.