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If you have sold or transferred all of your ordinary shares in the Company, please pass this document and the Form of Proxy 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.

TRANSENSE TECHNOLOGIES PLC

Notice of Annual General Meeting, Proposed Capital Reduction and Proposed Share Consolidation

Notice convening the Annual General Meeting of the Company to be held at finnCap, 60 New Broad Street, London EC2M 1JJ on 23 November 2016 at 2.00 p.m. as set out on pages 9 and 11 of this document. A Form of Proxy accompanies this document. **To be valid, the Form of Proxy must be completed and returned so as to be received at the offices of the Company's registrars, Neville Registrars, Neville House, 18 Laurel Lane, Halesowen B63 3DA not later than 2.00 p.m. on 21 November 2016.** The completion and depositing of a Form of Proxy will not preclude you from attending and voting in person at the Annual General Meeting should you wish to do so.

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Expected Timetable of Principal Events

Publication date of this document	21 September 2016
Latest time and date for receipt of Forms of Proxy	2.00 p.m. on 21 November 2016
Annual General Meeting	2.00 p.m. on 23 November 2016
Consolidation Record Date	6.00 p.m. on 23 November 2016
Effective time of the Share Consolidation, Admission and dealings in Consolidated Ordinary Shares expected to commence on AIM	8.00 a.m. on 24 November 2016
CREST accounts credited with Consolidated Ordinary Shares	24 November 2016
Court directions hearing	9 December 2016 ¹
Capital Reduction Record Date	6.00p.m. on 20 December 2016
Court hearing to confirm the Capital Reduction	21 December 2016
Registration of Court Order and effective date of the Capital Reduction	22 December 2016 ²
Anticipated date of dispatch for share certificates in respect of Consolidated Ordinary Shares	Within 10 business days of Admission
Anticipated date of dispatch of cheques following sale of Fractional Entitlement Shares	Within 10 business days of Admission

If any details contained in the timetable above should change, the revised times and dates will be notified by means of an announcement through a Regulatory Information Service.

Notes:

1. This date is subject to any changes which may be imposed by the Court.
2. This date will depend on, amongst other things, the date on which the Court confirms the Capital Reduction.

Transaction Statistics

Existing Ordinary Shares	472,314,428
Consolidated Ordinary Shares in issue immediately following the Share Consolidation	9,446,289
Nominal share value post Share Consolidation	£0.50
Proposed New ISIN	GB00BDHDT21

Notes:

Assumes no ordinary shares in the capital of the Company are issued between the date of this document and the Consolidation Record Date other than an additional 22 ordinary shares to be issued for the purposes of facilitating the Share Consolidation.

Definitions

“Act”	the Companies Act 2006
“Admission”	the admission of the Consolidated Ordinary Shares to trading on AIM becoming effective
“AGM”	the annual general meeting of the Company convened for 2.00 p.m. on 23 November 2016, notice of which is set out in the Appendix to this document
“AIM”	the AIM Market of the London Stock Exchange
“AIM Rules”	the rules published by the London Stock Exchange relating to AIM as amended from time to time
“Capital Reduction”	the proposed Capital Reduction of capital involving the cancellation of the Deferred Shares and the cancellation of the share premium account of the Company
“Company”	Transense Technologies plc
“Consolidated Ordinary Shares”	the ordinary shares of £0.50 each created by the Share Consolidation
“Consolidation Record Date”	6.00 p.m. on 23 November 2016 (or such other time and date as the Directors may determine)
“Court”	the High Court of Justice of England and Wales
“Court Order”	the order to be sought by the Company from the Court confirming the Capital Reduction
“CREST”	the system for paperless settlement of trades and the holding of uncertificated shares administered through Euroclear UK & Ireland Limited
“Deferred Shares”	the 75,807,138 deferred shares of 9 pence each in the capital of the Company in issue at the date of this document
“Directors” or “the Board”	the directors of the Company as set out on page 5 of this document
“Existing Ordinary Shares”	the 472,314,428 ordinary shares of 1 pence each in the capital of the Company in issue at the date of this document
“Form of Proxy”	the form of proxy accompanying this document for use in connection with the AGM
“Group”	the Company and its subsidiary undertakings
“Fractional Entitlement Shares”	Consolidated Ordinary Shares made up from the fractional entitlements of Fractional Shareholders on the Share Consolidation
“Fractional Shareholder”	a shareholder who, as a result of the Share Consolidation, would only be entitled to a fraction of a Consolidated Ordinary Share in respect of their holding of Existing Ordinary Shares on the Consolidation Record Date
“London Stock Exchange”	London Stock Exchange plc
“Notice”	the formal notice of the AGM which is set out in the Appendix to this document

“Resolutions”	the resolutions set out in the notice of the AGM in the Appendix to this document
“Share Consolidation”	the proposed consolidation of the Company’s ordinary share capital resulting in every 50 Existing Ordinary Shares being consolidated into 1 Consolidated Ordinary Share pursuant to Resolution 6 as set out in the Notice
“Shareholders”	person(s) who is/are registered as holder(s) of ordinary shares of the Company from time to time

PART I
Letter from the Chairman

TRANSENSE TECHNOLOGIES PLC

(Incorporated in England and Wales with registered number 01885075)

Directors

David Ford (Chairman)
Graham Storey (Chief Executive Officer)
Melvyn Segal (Finance Director)
Nigel Rogers (Non-Executive Deputy Chairman)
Rodney Westhead (Non-Executive Director)

Registered Office

1 Landscape Close
Weston-On-The-Green
Bicester
Oxfordshire
OX25 3SX

21 September 2016

To Shareholders

Dear Shareholder,

Annual General Meeting, Proposed Capital Reduction and Proposed Share Consolidation

1. Introduction

I am pleased to be writing to you with details of the 2016 Annual General Meeting of the Company, which will be held at finnCap, 60 New Broad Street, London EC2M 1JJ on 23 November 2016 at 2.00 p.m. The formal notice of Annual General Meeting is set out in the Appendix to this document.

I would like to explain to you the ordinary and special business to be transacted and the Resolutions to be proposed at the Annual General Meeting which are set out in full in the Notice:

- section 2 explains our proposals in relation to the Capital Reduction;
- section 3 explains our proposals in relation to the Share Consolidation; and
- section 4 explains the other business proposed at the AGM (as well as summarising all the Resolutions contained in the Notice).

Section 5 of this letter sets out the action Shareholders are asked to take, and section 6 contains the unanimous recommendation of the Directors to vote in favour of the Resolutions.

2. The Capital Reduction

As at 30 June 2016, the Company had an accumulated deficit on its profit and loss account of £22,016,000. Whilst the balance on the Company's profit and loss account remains in deficit, the Company will be unable to pay or declare a dividend due to prohibitions under the Act.

Under the Act, a public company may reduce its capital and share premium account if so authorised by its articles of association, providing it obtains the approval of its shareholders by special resolution in general meeting and that the Court confirms the Capital Reduction. The reserve arising on such a Capital Reduction may be utilised in eliminating the accumulated deficit on the Company's profit and loss account and, subject to any creditor protection required by the Companies Court, in creating distributable reserves available for the payment of dividends, the purchase by the Company of its own shares and for other corporate purposes of the Company.

Accordingly, and in order to allow the Company to pay dividends in the future, the Company proposes, subject to approval by Shareholders, to apply to the Court to confirm the cancellation of (i) all of the Deferred Shares and (ii) the amount standing to the credit of the Company's share premium account as at 30 June 2016, being £17,218,000, and to offset the reserves arising from both (i) and (ii) against the deficit on the profit and loss account. The combined effect will be that the current deficit on the profit and loss account of £22,016,000 will be reduced to a surplus of £2,025,000.

Accordingly, subject to Shareholder approval, an application will be made to the Court in order to confirm and approve the Capital Reduction. It is anticipated that the initial directions hearing in relation to the Capital Reduction will take place on 9 December 2016, with the final hearing taking place on 21 December 2016. The Capital Reduction would then take effect once the Court order was registered with Companies House, which it is expected would take place within a few days of the Court order being made (the “**Effective Date**”).

In considering whether to confirm the Capital Reduction, the Court takes account of the interests of the Company’s creditors at the time of the Capital Reduction (including contingent and prospective creditors). The Court will need to be satisfied that the interests of the Company’s creditors will not be prejudiced as a result of the Capital Reduction. If required to do so, the Company will put in place such form of creditor protection as the Court considers is appropriate. The Company currently understands that it is likely that no creditor will be able to show that there is any real likelihood that the Capital Reduction would result in the Company being unable to discharge that creditor’s debt or claim when it fell due, which is the relevant test under the Act. If the Court is satisfied that this is the case, then the reserve arising on the Capital Reduction (following elimination of the accumulated deficit on the Company’s profit and loss account) will be immediately distributable, subject to relevant accounts being prepared in accordance with the Act’s rules on making distributions. It is, however, for the Court, ultimately, to determine the question of whether any protection is required for creditors, and if so, what form it should take.

The Deferred Shares

The Deferred Shares were created in 2010 in connection with a share split to reduce the nominal value of the Company’s ordinary shares. Shareholders should note that the Deferred Shares have no voting rights and carry no entitlement to receive notice of or attend general meetings of the Company. They carry only the right to participate in any return of capital to the extent of their nominal capital but only after each Existing Ordinary Share has received, in aggregate, capital repayments totalling £10,000,000 per Existing Ordinary Share. Accordingly, the Deferred Shares are, for all practical purposes, valueless.

The notice of the AGM set out in the Appendix to this document contains a Resolution (Resolution 8) to approve the proposed Capital Reduction.

3. The Share Consolidation

Upon implementation of the Share Consolidation, Shareholders on the register of members of the Company at the Consolidation Record Date, will exchange every 50 Existing Ordinary Shares that they hold for one Consolidated Ordinary Share. As all existing ordinary shareholdings in the Company are proposed to be consolidated, the proportion of the issued ordinary share capital of the Company held by each Shareholder immediately before and after the Share Consolidation will, save for fractional entitlements and those holding fewer than 50 Existing Ordinary Shares, remain relatively unchanged.

To effect the Share Consolidation, it may be necessary to issue a minimal number of additional ordinary shares (anticipated to be 22 additional ordinary shares) prior to the Consolidation Record Date so that the aggregate nominal value of the ordinary share capital of the Company is exactly divisible by 50.

No Shareholder will be entitled to a fraction of a Consolidated Ordinary Share and where, as a result of the Share Consolidation, any Shareholder would otherwise be entitled to a fraction only of a Consolidated Ordinary Share in respect of their holding of Existing Ordinary Shares on the Consolidation Record Date (a “**Fractional Shareholder**”), such fractions will be aggregated with the fractions of Consolidated Ordinary Shares to which other Fractional Shareholders of the Company may be otherwise entitled so as to form full Consolidated Ordinary Shares (“**Fractional Entitlement Shares**”) which will then be sold, as explained below.

This means that any such Fractional Shareholders will not have a resultant proportionate shareholding of Consolidated Ordinary Shares exactly equal to their proportionate holding of Existing Ordinary Shares, and as noted above, Shareholders with only a fractional entitlement to a Consolidated Ordinary Share (i.e. those Shareholders holding fewer than 50 Existing Ordinary Shares at the Consolidation Record Date) will cease to be Shareholders of the Company and will receive cash in lieu of their fractional entitlements (subject to a minimum value of one pound (£1.00)).

Accordingly, Shareholders currently holding fewer than 50 Existing Ordinary Shares who wish to remain a Shareholder of the Company following the Share Consolidation will need to increase their shareholding to at least 50 Existing Ordinary Shares prior to the Consolidation Record Date. Shareholders in this position are encouraged to obtain independent financial advice before taking any action.

The Fractional Entitlement Shares following the Share Consolidation will be sold on behalf of the relevant Fractional Shareholders in the market. Subject only to the *de minimis* provision below, the net proceeds of sale will be distributed amongst the relevant Shareholders *pro rata* to their shareholdings on the Consolidation Record Date. The Company anticipates that the net proceeds of the sale will be distributed to shareholders within 10 business days of Admission, although this will ultimately be decided by prevailing market conditions.

In the event that the net proceeds of sale are one pound (£1.00) or more per any entitled Fractional Shareholder following the Share Consolidation, then such proceeds will be paid to the relevant Fractional Shareholder. However, if such net proceeds of sale amount to less than one pound (£1.00) per any entitled Fractional Shareholder, the costs that would be incurred in distributing such proceeds are likely to exceed the total net proceeds distributable to such Fractional Shareholders. The Board is therefore of the view that, as a result of the disproportionate costs in such circumstances, it would not be in the Company's best interests to distribute such proceeds of sale and the proceeds will instead be retained for the benefit of the Company in accordance with Resolution 6(b).

Application will be made for the Consolidated Ordinary Shares to be admitted to trading on AIM and the implementation of the Share Consolidation is conditional on Admission occurring. This is expected to take place at 8.00 a.m. on 24 November 2016, the day after the Annual General Meeting.

The notice of AGM set out in the Appendix to this document contains a resolution (Resolution 6) to approve the proposed Share Consolidation.

4. Annual General Meeting: explanation of all other business and summary of the Resolutions proposed

The notice convening the AGM is set out in the Appendix to this document. The Resolutions are required in order to enable the Company to implement the Capital Reduction, the Share Consolidation and the other ordinary and special business that the Company proposes to transact at the AGM.

Resolutions 1 to 6 will be proposed as Ordinary Resolutions. This means that for these Resolutions to be passed, more than one-half of the votes cast must be in favour of the Resolution.

Resolutions 7 and 8 will be proposed as Special Resolutions. This means that for each of those Resolutions to be passed, at least three-quarters of the votes cast must be in favour of the Resolution.

Resolution 1 – To receive and adopt the Annual Report and Accounts

It is proposed to receive and adopt the Company's annual accounts for the financial year ended 30 June 2016 together with the Directors' report and independent auditor's report on those accounts.

Resolution 2 – To receive and adopt the Remuneration Report

It is proposed to receive and adopt the Company's remuneration report that is contained in the report of the Directors for the year ended 30 June 2016. The report gives details of the directors' remuneration for the year ended 30 June 2016 and sets out the Company's overall policy on directors' remuneration. In accordance with section 439 of the Act, this is an advisory vote only and does not affect the actual remuneration paid to any individual director.

Resolution 3 – Appointment of Auditors

This Resolution relates to the appointment of Grant Thornton UK LLP as the Company's auditors to hold office until the next annual general meeting of the Company and to authorise the Directors to set their remuneration.

Resolution 4 – Reappointment of Directors

This Resolution deals with the reappointment of Melvyn Segal who retires as a Director by rotation in accordance with the articles of association of the Company and, being eligible, offers himself for re-election as a director of the Company.

Resolution 5 – Allotment of Share Capital

This Resolution deals with the Directors' authority to allot new ordinary shares in the capital of the Company in accordance with section 551 of the Act.

The Board considers it appropriate that the Directors be granted authority to allot shares in the capital of the Company up to a maximum nominal amount of £1,574,381.50 representing approximately 33.33% of the Company's issued ordinary share capital as at 20 September 2016 (the latest practicable date prior to publication of this document). The power will last until the earlier of 23 February 2018 and the conclusion of the next annual general meeting of the Company.

Resolution 6 – Share Consolidation

As described in more detail in section 3 above, this Resolution will approve the Share Consolidation.

Resolution 7 – Disapplication of Statutory Pre-emption Rights

This Resolution will give the Directors authority to allot shares in the capital of the Company pursuant to the authority granted under Resolution 5 above for cash without complying with the pre-emption rights in the Act. This authority will permit the Directors to allot shares up to a maximum nominal value of £472,314.50 representing approximately 10.0% of the issued ordinary share capital of the Company as at 20 September 2016 (the latest practicable date prior to publication of this document) otherwise than in connection with a pre-emptive offer to existing Shareholders.

Resolution 8 – Capital Reduction

As described in more detail in section 2 above, this Resolution will approve the Capital Reduction.

5. Action to be taken

You will find enclosed with this document a Form of Proxy for use at the AGM. Whether you intend to be present at the AGM or not, you are asked to complete the Form of Proxy in accordance with the instructions printed on it and to return it to Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA as soon as possible and, in any event, so as to be received by no later than 2.00 p.m. on 21 November 2016. The completion and return of the Form of Proxy will not preclude you from attending the AGM and voting in person if you wish to do so.

Shareholders who hold their shares in the Company through CREST are referred to the Notes to the Notice of Annual General Meeting.

6. Recommendation

The Board considers that the Capital Reduction, the Share Consolidation and the other business that it proposes to transact at the AGM are in the best interests of the Company as a whole. Accordingly, the Board recommends that you vote in favour of the Resolutions as they have agreed to do in respect of their own shareholdings representing 1.8% of the Existing Ordinary Shares.

Yours faithfully

David Ford
(Chairman)

Appendix

TRANSENSE TECHNOLOGIES PLC

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the annual general meeting of the Company will be held at finnCap, 60 New Broad Street, London EC2M 1JJ on 23 November 2016 at 2.00 p.m. for the purpose of considering and, if thought fit, passing the following resolutions, 1 to 6 being Ordinary Resolutions and 7 and 8 being Special Resolutions:

Ordinary Resolutions

- (1) To receive and adopt the report of the directors of the Company (the “**Directors**”) and the financial statements of the Company for the year ended 30 June 2016.
- (2) To receive and adopt the remuneration report contained within the report of the Directors for the year ended 30 June 2016.
- (3) To appoint Grant Thornton UK LLP as auditor and to authorise the Directors to fix their remuneration.
- (4) To re-elect Melvyn Segal as a Director.
- (5) That the Directors be and they are hereby generally and unconditionally authorised (in substitution for all subsisting authorities to the extent unused) pursuant to and accordance with section 551 of the Companies Act 2006 (the “**Act**”) to allot new ordinary shares or grant rights to subscribe for or to convert any securities into new ordinary shares (“**Rights**”) up to an aggregate nominal amount of £1,574,381.50 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) at the conclusion of the next annual general meeting of the Company or 15 months after the passing of this resolution (whichever is earlier) except that the Directors may, before the expiry of such period, make an offer or agreement which would or might require new ordinary shares to be allotted or Rights to be granted after the expiry of such period, and the Directors may allot new ordinary shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.
- (6) That, subject to and conditional on admission of the Consolidated Ordinary Shares (as defined below) to trading on AIM, the market of that name operated by London Stock Exchange plc, becoming effective, every 50 ordinary shares of £0.01 each in the capital of the Company which, at 6.00 p.m. on 23 November 2016 are shown in the books of the Company to be in issue, be consolidated (the “**Consolidation**”) into one consolidated ordinary share of £0.50 in the capital of the Company (each a “**Consolidated Ordinary Share**”), each such Consolidated Ordinary Share having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary shares of £0.01 each in the capital of the Company as set out in the Company’s articles of association, provided that:
 - (a) where the Consolidation results in any member being entitled to a fraction of a Consolidated Ordinary Share, such fraction shall, so far as possible, be aggregated with the other fractions of Consolidated Ordinary Shares to which other members of the Company may be entitled (each such Consolidated Ordinary Share representing such fractions being a “**Fractional Entitlement Share**”);
 - (b) the Directors be and are authorised to sell (or to appoint another person to sell) on behalf of the relevant members, all the Fractional Entitlement Shares arising therefrom, at the best price then reasonably obtainable to any person, and to pay the purchase price (net of expenses) in due proportion among the relevant members entitled thereto (save that no amount shall be paid to any member where the individual amount of net proceeds to which any member is entitled is less than £1.00 (which proceeds may be retained for the benefit of the Company) and any fraction of a penny which would otherwise be payable shall be rounded down in accordance with the usual practice of the registrar of the Company); and

- (c) any Director (or any person appointed by the Directors) shall be and is hereby authorised on behalf of all relevant members to execute an instrument of transfer in respect of such Fractional Entitlement Shares arising therefrom and to do all acts and things the Directors consider necessary or expedient to effect the transfer of such shares to, or in accordance with the directions of, any buyer of any such shares.

Special Resolutions

- (7) That subject to, and conditional on, the passing of Resolution 6 above, the Directors be and they are hereby empowered (in substitution for all subsisting authorities to the extent unused) in accordance with section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) pursuant to the authority conferred upon them by Resolution 5 for cash 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:
 - (i) in connection with an offer of such securities by way of a Rights Issue; and
 - (ii) otherwise then pursuant to subparagraph (i) above, up to an aggregate nominal amount of £472,314.43.

In this Resolution 7, "**Rights Issue**" means an offer of equity securities open for acceptance for a period fixed by the Directors to shareholders on the register of the Company on a fixed record date in proportion as nearly as may be to their respective holdings, but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with any fractional entitlements or legal or practical difficulties under the laws of, of the requirements of any recognised regulatory body or stock exchange, in any territory.

- (8) Subject to and conditional upon the approval of the Court:
 - (a) the deferred shares of £0.09 each in the capital of the Company be cancelled; and
 - (b) the amount standing to the credit of the share premium account of the Company be cancelled.

By order of the Board

Melvyn Segal
Company Secretary

21 September 2016

Registered Office: 1 Landscape Close, Weston-on-the-Green, Bicester OX25 3SX

Notes to the Notice of Annual General Meeting

- A member entitled to attend and vote at the above meeting convened by the above notice shall be entitled to appoint a proxy (or proxies) to attend, speak and vote in his place. Such proxy need not be a member of the Company.
- A form of proxy has been sent to all shareholders. The appointment of a proxy will not prevent a shareholder from subsequently attending and voting at the meeting in person, in which case any votes cast by the proxy will be excluded. You may appoint more than one proxy provided that each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact the Company's Registrars (details below).
- To be valid, the form of proxy (together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority) must be completed in accordance with the instructions set out on the form and deposited at or posted to the offices of the Company's registrars, Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands, B63 3DA so as to be received no later than 2.00 p.m. on 21 November 2016. If you hold your shares in uncertificated form, you may use the CREST electronic proxy appointment service as described below. Completion and return of the form of proxy or appointment of a proxy through CREST will not preclude shareholders from attending or voting at the meeting in person.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of any other joint holders. For these purposes, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
- In the case of a corporation, the form of proxy must be executed under its common seal or signed on its behalf by a duly authorised attorney or duly authorised officer of the corporation.
- As provided in Regulation 41 of the Uncertificated Securities Regulations 2001, only those members registered in the register of members of the Company at 2.00 p.m. on 21 November 2016 (or in the case of an adjournment 48 hours before the adjourned meeting) shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their name at that time. Changes to entries on the relevant register of securities after that time shall be disregarded in determining the rights of any person to attend or vote at the meeting.
- CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so 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.
- 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 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 no later than 2.00 p.m. on 21 November 2016. 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 Euroclear UK & Ireland Limited 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.