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If you have sold or otherwise transferred all your Ordinary Shares, please forward this document (with the accompanying Form of Proxy), as soon as possible, to the purchaser or transferee or to the stockbroker, bank or other agent through whom your sale or transfer was effected, for onward transmission to the purchaser or transferee. This document should not otherwise be distributed or passed on to any other person or be reproduced or published in whole or in part without the prior consent of the Company.

HASGROVE LIMITED

(Incorporated in England and Wales under the Companies Act 1985 with registered number 5247414)

NOTICE OF ANNUAL GENERAL MEETING

Notice of the Annual General Meeting of the Company to be held at Interact, 4th Floor, Station House, Stamford New Road, Altrincham WA14 1EP at 11am on 24th October 2013, is set out at the end of this document. A Form of Proxy for use at the Annual General Meeting is also enclosed. To be valid, Forms of Proxy should be completed in accordance with the instructions printed thereon and returned so as to be received by the Company, not later than 48 hours before the time of the holding of the Annual General Meeting. Completion and return of Forms of Proxy will not preclude Shareholders from attending and voting at the Annual General Meeting should they so wish.

HASGROVE PLC

(Registered in England and Wales under the Companies Act 1985 with Registered No. 5247414)

("Company")

NOTICE OF ANNUAL GENERAL MEETING

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of the Company will be held at Interact, 4th Floor, Station House, Stamford New Road, Altrincham WA14 1EP at 11am on 24th October 2013. You will be asked to consider and pass the resolutions below which will be proposed as ordinary resolutions.

Ordinary Resolutions

1. To receive the directors' report and annual accounts and the auditors' report for the financial year ended 31 December 2012. A copy of the Annual Report can be downloaded from www.hasgrove.com
2. To appoint Deloitte LLP as auditors of the Company from the conclusion of the meeting until the conclusion of the next Annual General Meeting and to authorise the directors to fix their remuneration.
3. To declare and approve a dividend of two (2) pence per ordinary share of the Company for the year ended 31 December 2012, which shall be payable on 21st November 2013 to shareholders who are on the register of members at the close of business on 25th October 2013.

By order of the Board

P Sanders
Secretary
30 September 2013

Registered Office

4th Floor
Station House,
Stamford New Road
Altrincham WA14 1EP

Notes:

1. Members are entitled to appoint a proxy to exercise all or any of their rights to attend and to speak and vote on their behalf at the meeting. Pursuant to section 324 of the Companies Act 2006 a shareholder may appoint more than one proxy in relation to the Annual General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. A proxy need not be a shareholder of the Company. A proxy form which may be used to make such appointment and give proxy instructions accompanies this notice.
2. To be valid any proxy form or other instrument appointing a proxy must be received by either email to the Company Secretary at paul.sanders@hasgrove.com or by post or (during normal business hours only) by hand at the Company's registered office at 4th Floor, Station House, Stamford New Road, Altrincham WA14 1EP no later than 48 hours before the appointment for the meeting.

3. The return of a completed proxy form, other such instrument will not prevent a shareholder attending the Annual General Meeting and voting in person if he/she wishes to do so.
4. 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, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the Annual General Meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights.
5. The statement of the rights of shareholders in relation to the appointment of proxies in paragraphs 1 and 2 above does not apply to Nominated Persons. The rights described in these paragraphs can only be exercised by shareholders of the Company.
6. To be entitled to attend and vote at the Annual General Meeting (and for the purpose of the determination by the Company of the votes they may cast), Shareholders must be registered in the Register of Members of the Company at 6pm on 22 October 2013 (or, in the event of any adjournment, 6.00pm on the date which is two days before the time of the adjourned meeting). Changes to the Register of Members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.