

NOTICE OF COURT MEETING

CR-2019-001712

**IN THE HIGH COURT OF JUSTICE
BUSINESS AND PROPERTY COURTS OF ENGLAND AND WALES
COMPANIES COURT (CHD)
INSOLVENCY AND COMPANIES COURT JUDGE BURTON**

IN THE MATTER OF LIGHTHOUSE GROUP PLC

– and –

IN THE MATTER OF THE COMPANIES ACT 2006

NOTICE IS HEREBY GIVEN that by an order dated 12 April 2019 made in the above matter (the "**Order**") the Court has given permission for a meeting to be convened of the holders of the Lighthouse Scheme Shares (as defined in the Scheme of Arrangement referred to below), for the purpose of considering and, if thought fit, approving with or without modification a scheme of arrangement pursuant to Part 26 of the Companies Act 2006 (the "**Scheme of Arrangement**") proposed to be made between Lighthouse Group Plc (the "**Company**") and the holders of the Lighthouse Scheme Shares (as defined in the Scheme of Arrangement), and that such meeting shall be held at the offices of DLA Piper UK LLP, at 160 Aldersgate Street, London, EC1A 4HT on 10 May 2019 at 10.00 a.m., at which place and time all holders of Lighthouse Scheme Shares are requested to attend.

A copy of the Scheme of Arrangement and a copy of the explanatory statement required to be furnished pursuant to section 897 of the Companies Act 2006, and the forms of proxy, will be sent to holders of the Lighthouse Scheme Shares and can be found at <https://www.lighthousegroup.plc.uk/investor-relations>.

By the Order, the Court has appointed Richard Last or, failing him, Malcolm John Streatfield, or failing him, Peter James Smith, of 26 Throgmorton Street, London EC2N 2AN to act as chairman of the Meeting and has directed the Chairman to report the result of the meeting to the Court.

Voting at the Court Meeting will be conducted on a poll and not a show of hands and may be conducted as the Chairman of the meeting shall determine.

The Scheme of Arrangement shall be subject to the subsequent sanction of the Court.

16 April 2019

DLA Piper UK LLP
160 Aldersgate Street,
London, EC1A 4HT
Solicitors for the Company