**THREE THISTLES PLC**

**(Company Number: SC306747)**

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the 2018 ANNUAL GENERAL MEETING of the Company will be held at 11am on Wednesday 31 January 2018 at Clockwork Beer Co, 1153-1155 Cathcart Road, Glasgow, G42 9HB for the purpose of considering and, if thought fit, passing the following Resolutions, of which resolutions 1 to 4 will be proposed as Ordinary Resolutions and Resolution 5 will be proposed as a Special Resolution:-

ORDINARY RESOLUTIONS

1. To receive and consider the Financial Statements for the period ended 30 September 2017, including the Report of the Directors and the Report of the Auditors.
2. To re-appoint RSM UK Audit LLP, Chartered Accountants, as Auditors.
3. To authorise the Directors to fix the remuneration of the Auditors.
4. That the directors are generally and unconditionally authorised, for the purpose of [section 551](https://www.lexisnexis.com/uk/lexispsl/corporate/docfromresult/Z-WA-A-VVWU-AUUU-MsSWYWD-UUB-U-U-U-U-U-U-AVCYZCYVEY-AVCZWBEWEY-DCZUDVZDY-U-U/5/linkHandler.faces?psldocinfo=Resolution_authority_to_allot_shares_under_CA_2006__s_551__private_company_public_unlisted_company_&A=0.0331042029605394&bct=A&service=citation&risb=&langcountry=GB&linkInfo=F%23GB%23UK_ACTS%23num%252006_46a%25sect%25551%25section%25551%25) of the Companies Act 2006 and generally, to exercise all and any powers of the Company to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company to any person, at any time and subject to any terms and conditions as the directors think proper, up to an aggregate nominal amount of £750,000 and this authority shall expire (unless previously varied as to duration or renewed by ordinary resolution of the Company) five years after the date on which this resolution is passed, except that the Company may, before such expiry, make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry (and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired).

SPECIAL RESOLUTION

1. That, subject to and conditional upon the passing of resolution 4 set out in the notice of this meeting, the directors be generally empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560 of the Companies Act 2006) for cash pursuant to the authority conferred by the said resolution 4, as if section 561(1) of the Companies Act 2006 did not apply to any such allotment.

BY ORDER OF THE BOARD

Kergan Stewart LLP

Company Secretary

8 January 2018

Registered Office:

163 Bath Street

Glasgow G2 4SQ

**NOTES TO THE NOTICE OF THE ANNUAL GENERAL MEETING:**

**Entitlement to attend and vote**

1. Only those members registered in the Company’s register of members at 11am on the 29 January 2018 or, if the meeting is adjourned, 48 hours prior to the time of the adjourned meeting, shall be entitled to attend, speak and vote at the 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.
2. If you wish to attend the meeting in person you must arrive promptly at the above date at time, and may be required to provide photographic identification.

**Appointment of proxies**

1. As a member of the Company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the meeting and you should have received a form of proxy with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the form of proxy. A proxy need not be a member of the Company.
2. A member may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. A member may not appoint more than one proxy to exercise rights attached to any one share.
3. To be valid the form of proxy and any authority under which it is executed or a copy of such authority certified notarially or in some other way approved by the directors must be deposited at the offices of the Company’s registrars, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR by **no later than 11am on Monday 29 January 2018.**
4. To change your proxy instructions, you should submit a new form of proxy. A member should contact the Company's registrars, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR for a new form of proxy. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.
5. In order to revoke a proxy instruction you will need to inform the Company by sending a hard copy notice clearly stating your intention to revoke your proxy appointment to the Company's registrar, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power of authority) must be included with the revocation notice. The revocation notice must be received by the Company's registrar by no later than 11am on Monday 29 January 2018 2018. If you attempt to revoke your proxy appointment but the revocation is received after this time then, subject to the next paragraph, your proxy appointment will remain valid.
6. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.