

30 - 03 - 95

NOTICE OF EXTRAORDINARY GENERAL MEETING

BLANCHARDS PLC

NOTICE is hereby given that an Extraordinary General Meeting of the Company will be held at Convention House, St Mary's Street, Leeds, LS9 7DP on the 11th day of April 1995 at 10.00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions which will be proposed as ordinary resolutions.

ORDINARY RESOLUTIONS

THAT:-

1. The offer to Mr Melvyn Levi as a creditor of the Company from Dean & Bowes (Homes) PLC as described in the Offer to shareholders of Blanchards dated 10th March 1995 be and hereby is approved.
2. The offer to Mr Colin Glass and to Messrs Winburn Glass Norfolk (in which Mr Colin Glass is a partner) as creditors of the Company from Dean & Bowes (Homes) PLC as described in the Offer to shareholders of Blanchards dated 10th March 1995 be and hereby is approved.

BY ORDER OF THE BOARD

Colin Glass

Secretary

Dated this 10th day of March 1995.

Registered Office:

Convention House

St Mary's Street

Leeds, LS9 7DP

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NOTES:

1. Voting on both resolutions will be conducted on a poll and neither Fort Cullis Investment Company SA (which holds Blanchards Shares in trust for Mr Melvyn Levi) nor Mr Colin Glass will be entitled to vote on either resolution in order to comply with the requirements of the Panel on Takeovers and Mergers for dispensation from Rule 16 of the City Code on Takeovers and Mergers as set out in the Offer dated 10th March 1995.
2. A Member entitled to attend and vote at this Meeting is entitled to appoint one or more proxies to attend and vote on a poll in his place. A proxy need not also be a member of Blanchards.
3. 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.
4. 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 a duly authorised officer of the corporation.
5. To be effective, the Form of Proxy together with any power of attorney or other authority under which it is executed or a notarially certified copy thereof must be sent to Independent Registrars Group Limited, Balfour House, 390/398 High Road, Ilford, Essex IG1 1NQ so as to arrive no later than 10.00am. on 10th April, 1995.
6. Completion of a Form of Proxy will not affect the right of a holder of Blanchards Shares to attend and vote at the Meeting.