

NOTICE OF ANNUAL GENERAL MEETING

Share plc (the "Company")

(Incorporated and registered in England and Wales with registered number 02966283)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at One Great George Street Westminster London SW1P 3AA on 10 June 2014 at 11 00 for the following purposes

Ordinary business

- 1 To receive and adopt the Report of the Directors and the Financial Statements of the Company for the year ended 31 December 2013
- 2 To receive and adopt the Directors remuneration report for the financial year ended 31 December 2013
- 3 To declare a final dividend for the financial year ended 31 December 2013 of 0.52 pence per ordinary share
- 4 To re-elect Gavin David Redvers Oldham (aged 65) as a director of the Company
- 5 To re-elect Richard Ian Tolkien (aged 59) as a director of the Company
- 6 To elect Michael David Birkett (aged 42) as a director of the company
- 7 To re-appoint Deloitte LLP as the Company's auditors to hold office from the conclusion of this meeting until the conclusion of the next general meeting at which the accounts are laid before the Company, and that their remuneration be determined by the directors of the Company ("Directors")

Special business

As special business to consider and if thought fit, to pass the following resolutions of which resolution 8 will be proposed as an ordinary resolution and resolution 9 will be proposed as a special resolution -

8 THAT the Directors be and are hereby generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (the "Act") to allot and make offers and agreements to allot relevant securities as defined in section 560 of the Act up to an additional aggregate nominal amount of £235,000, provided that this authority shall expire at the conclusion of the next annual general meeting of the Company after the date of the passing of this resolution or 15 months after the date of this resolution (if earlier) unless renewed or extended prior to such time except that the Company may before the expiry of such period make an offer or agreement which would or might require relevant securities to be allotted after the expiry of such period and the Directors may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired. This authority is a substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Act.

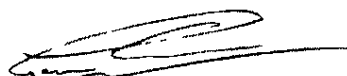
9 THAT subject to the passing of resolution 8 in substitution for any unexercised powers previously granted to the Directors to allot equity securities as if section 561 of the Act did not apply but without prejudice to the exercise of any such power prior to the date hereof the Directors be and are hereby empowered pursuant to section 570 of the Act to allot equity securities (as defined in section 560 of the Act) for cash either pursuant to the authority conferred by resolution 8 or by way of a sale of treasury shares as if section 561 of the Act did not apply to any such allotment (all previous such authorities being hereby revoked) provided that the power conferred by this resolution shall be limited to

9.1 the allotment of equity securities in connection with any rights issue, open offer or other pre-emptive offer to holders of ordinary shares in the Company and other persons entitled to participate therein in proportion (as nearly as may be practicable) to the shareholdings of such members (or as appropriate to the number of shares which such other persons are for these purposes deemed to hold) but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or any legal or practical problems under the laws of any territory or the requirements of any regulatory body or stock exchange in any territory or any other matter whatsoever.

9.2 otherwise than pursuant to paragraph 9.1 above the allotment of equity securities up to an aggregate nominal amount of £70,000 provided that the authority granted by this resolution shall expire at the conclusion of the next annual general meeting of the Company after the date of passing of this Resolution or 15 months after the date of passing of this Resolution (if earlier) unless renewed or extended prior to such time except that the Company may before the expiry of any power contained in this resolution make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

Dated April 2014

By Order of the Board



Gavin Oldham - Executive Chairman

Oxford House, Oxford Road, Aylesbury, Buckinghamshire HP21 8SZ

THURSDAY



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19/06/2014

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I confirm all resolutions were passed.

