

LETTER TO SHAREHOLDERS

PROACTIS HOLDINGS PLC

(incorporated and registered in England and Wales under company number 05752247)

Registered Office:
Riverview Court
Castle Gate
Wetherby
LS22 6LE

13 December 2019

Dear Shareholder,

Important information regarding shareholder communications

I am writing to let you know your options for receiving communications and information from Proactis Holdings plc (the **Company**).

The Companies Act 2006 (the **Act**) allows the Company to communicate with its shareholders electronically, including by making documents and information available on its website: www.proactis.com (the **Website**). Communicating with shareholders in this way enables the Company to provide you with information about the Company securely, quickly and cost-effectively, in addition to reducing its impact on the environment.

The Company publishes notices of its annual general meeting and other general meetings, annual accounts and reports and other documents and information that it is required to send to you (**shareholder information**) on the Website. If you are happy to receive shareholder information via the Website, you will receive a notification (by post or email depending on your preference) each time the Company publishes shareholder information on the Website.

To be able to access shareholder information via the Website you will need to have software installed that enables you to view 'pdf' documents.

Alternatively, you can elect to receive shareholder information by email. If you do elect to receive shareholder information by email (or to have notification of the availability of shareholder information on the Website sent to you by email) you should be aware that, although we will do our best to ensure that you receive the email, we cannot be held responsible for a failure in transmission beyond our control.

The options available to you for receiving shareholder information from the Company are:

Website communications

Option 1 If you would like to have all shareholder information made available to you via the Website and would like to receive a notification in the post each time new information is available, you do not need to take any action and you do not need to complete and return the attached reply form.

Option 2 If you would like to have all shareholder information made available to you via the Website and would like to receive a notification by e-mail each time new information is available, please indicate this on the attached reply form and provide us with your e-mail address.

Hard copy communications

Option 3 If you would like to receive hard copies in the post of all shareholder information, please indicate this on the attached reply form.

IMPORTANT

If we do not hear from you by 10 January 2020, being 28 days after the date of this letter, you will be deemed to have consented to Option 1. You will receive shareholder information from the Company via the Website and you will not receive a hard copy of the shareholder information in the post. Instead you will receive a notification in the post informing you when shareholder information is made available on the Website. You will always have the right to request a hard copy of a particular document or piece of information.

If in the future you decide that you would like to receive shareholder information in a different form, or your postal or email address changes, you can let us know by contacting the Company secretary (at the registered address of the Company) and the Company's registrars (currently Link Asset Services).

Yours sincerely,

Alan Aubrey
Chairman