

RURAL BROADBAND SOLUTIONS PLC

(Incorporated and registered in the Isle of Man under the Isle of Man Companies Act 2006)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of Rural Broadband Solutions plc (the “Company”) will be held at the offices of Mainstream Fund Services (IOM) Limited, Millennium House, 46 Athol Street, Douglas, Isle of Man, IM1 1JB, British Isles on Wednesday 16 December 2020 at 2 p.m. to transact the following ordinary business with each of the resolutions below to be proposed as an ordinary resolution.

1. To receive and consider the audited consolidated financial statements of the Company for the period ended 31 December 2018, together with the reports thereon of the Company’s directors and auditors.
2. To receive and consider the audited consolidated financial statements of the Company for the year ended 31 December 2019, together with the reports thereon of the Company’s directors and auditors.
3. To re-elect Dr Keith Harris, who retires pursuant to Article 81 of the Company’s Articles of Association, as a Director of the Company.
4. To re-elect Mr Selwyn Lewis, who retires pursuant to Article 81 of the Company’s Articles of Association, as a Director of the Company.
5. To re-elect Mr Michael Langoulant, who retires by rotation pursuant to Article 86.1 of the Company’s Articles of Association, as a director of the Company.
6. To re-appoint Jeffreys Henry LLP as Auditor of the Company, who has indicated its willingness to continue in office as Auditor of the Company, for the year ending 31 December 2020.
7. To authorise the Directors to determine the remuneration of the Auditor.

Registered Office

Millennium House
46 Athol Street
Douglas
Isle of Man
IM1 1JB
British Isles

By Order of the Board

Ian Dungate
Secretary
Date: 17 November 2020

NOTES:

- 1 A member entitled to attend and vote is entitled to appoint a proxy or proxies to attend and, on a poll, to vote instead of him; a proxy need not be a member of the Company. In the case of joint holders, if more than one such joint holder is present, only the person whose name stands first in the register of members of the Company in respect of the relevant joint holding will be entitled to vote, whether in person or by proxy.
- 2 A form of proxy accompanies this Notice. Completion and return of the form of proxy will not preclude a member from attending and voting at the Meeting if he so wishes. In the event that a member who has lodged a form of proxy attends the Meeting, his form of proxy will be deemed to have been revoked.
- 3 In order to be valid, the instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a notarial certified copy of such power of attorney or authority, should be deposited at Mainstream Fund Services (IOM) Limited, Millennium House, 46 Athol Street, Douglas, Isle of Man IM1 1JB, British Isles (Attn: Ian Dungate Fax: 44 1624 692601 no later than 48 hours before the date appointed for holding the meeting.)

4. The Company, pursuant to regulation 22 of the Uncertificated Securities Regulations 2006 of the Isle of Man, specifies that only those shareholders registered in the register of members of the Company as at 2 p.m. on Monday 14 December 2020 shall be entitled to attend or vote at the aforesaid Annual General Meeting (the “**Meeting**”) in respect of the number of shares registered in their name at the relevant time. If the Meeting is adjourned, the time by which a person must be entered on the register of members of the Company in order to have the right to attend or vote at the adjourned meeting is 48 hours before the date fixed for the adjourned meeting. Changes to entries on the register of members after such times shall be disregarded in determining the rights of any person to attend or vote at the Meeting (or any adjournment thereof).