

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of the proposals referred to in this document or as to the action you should take, you should seek your own advice from a stockbroker, solicitor, accountant, or other professional adviser who, if you are taking advice in the United Kingdom, is duly authorised under the Financial Services and Markets Act 2000, or an appropriately authorised independent financial adviser if you are in a territory outside the United Kingdom.

If you have sold or otherwise transferred all of your shares, please pass this document together with the accompanying documents to the purchaser or transferee, or to the person who arranged the sale or transfer so they can pass these documents to the person who now holds the shares.



IP GROUP PLC

(incorporated and registered in England and Wales under number 04204490)

NOTICE OF ANNUAL GENERAL MEETING

Notice of the Annual General Meeting of IP Group plc (the "Company") to be held at the offices of the Company at 24 Cornhill, London EC3V 3ND at 2.00pm on 27 April 2010 is set out at the end of this document.

Whether or not you propose to attend the Annual General Meeting, please complete and submit a proxy form in accordance with the instructions printed on the enclosed form. The proxy form must be received not less than 48 hours before the time of the holding of the Annual General Meeting.



IP GROUP PLC

(incorporated and registered in England and Wales under number 04204490)

Registered office

24 Cornhill
London
EC3V 3ND

31 March 2010

To the holders of the Company's shares

Notice of Annual General Meeting

Dear Shareholder,

I am pleased to be writing to you with details of our Annual General Meeting ("AGM") which we are holding at the Company's offices at 24 Cornhill, London EC3V 3ND at 2.00pm on 27 April 2010. The formal Notice of AGM is set out at Part III on page 6 of this document. In addition to the ordinary business of the AGM, there are five resolutions to be considered which constitute special business. This document describes each resolution to be proposed at the AGM.

Ordinary business

Resolutions 1 to 6 in the Notice of AGM will all be proposed as ordinary resolutions. This means that, for each of those resolutions to be passed, a simple majority of votes cast on a show of hands must be in favour of the resolution or, on a poll, members representing a simple majority of the total voting rights of the members voting (in person or by proxy) must vote in favour of the resolution. Resolutions 1 to 6 constitute the ordinary business of the AGM and are described below:

1. Resolution 1 to receive and adopt the Directors' report, the Audited Statement of Accounts and Auditor's Report of the Company for the financial year ended 31 December 2009.
2. Resolution 2 to receive and approve the Directors' Remuneration Report for the year ended 31 December 2009.
3. Resolution 3 to re-appoint BDO LLP as auditors of the Company.
4. Resolution 4 to authorise the directors of the Company to fix the remuneration of BDO LLP as the Company's auditors.
5. Resolution 5 to re-elect Mr Roger Brooke as a director of the Company, who is retiring by rotation and offering himself for re-election.
6. Resolution 6 to re-elect Mr Michael Townend as a director of the Company, who is retiring by rotation and offering himself for re-election.

In respect of Resolutions 5 and 6, biographical details of the two directors offering themselves for re-election can be found on page 20 of the Company's Annual Report and Accounts for the year ended 31 December 2009, a copy of which is available on the Company's website, www.ipgroupplc.com/reports. Following their respective performance evaluations, the Board considers that the performance of each of the two directors offering themselves for re-election continues to be effective and that each of them has demonstrated his commitment to the role.

Special business

Resolutions 7 and 8 in the Notice of AGM will be proposed as ordinary resolutions (as described on page 2) and Resolutions 9, 10 and 11 in the Notice of AGM will be proposed as special resolutions. This means that for each of these latter three resolutions to be passed, not less than 75% of the votes cast on a show of hands must be in favour of the resolution and, on a poll, members representing not less than 75% of the total voting rights of the members voting (in person or by proxy) must vote in favour of the resolution. Resolutions 7 to 11 all constitute the special business of the AGM and are described below:

7. Resolution 7 to give the Company authority to incur political expenditure.
8. Resolution 8 to authorise the directors to allot relevant securities for the purpose of Section 551 of the Companies Act 2006.
9. Resolution 9 to authorise the directors to allot equity securities for cash without first having to offer them pro rata to existing shareholders in accordance with Sections 570 and 573 of the Companies Act 2006.
10. Resolution 10 to authorise the Company to call general meetings, other than annual general meetings, on 14 clear days' notice.
11. Resolution 11 to adopt new articles of association in substitution for the existing articles of association of the Company.

Resolution 7: political expenditure

Although it has been the Company's practice not to incur political expenditure or otherwise to make payments to political parties and it intends that this will remain the case, the directors are proposing to renew the authority obtained at the Company's AGM in 2009 to incur political expenditure in the terms of Resolution 7 as a precautionary measure, in case any of its normal operating activities are caught by the broad definition of political expenditure contained in Section 365 of the Companies Act 2006. This authority is to be capped at £50,000.

Resolution 8: authority to allot shares

The directors are currently authorised to allot shares in the Company, but their authorisation ends on the date of the AGM. This resolution seeks to renew the directors' authority to allot shares. This authority is limited to the amount set out in paragraph (a) of this resolution, being approximately one-third of the total ordinary share capital in issue as at 30 March 2010, the latest practicable date prior to the publication of the Notice of AGM.

In addition to the above authority and in accordance with the guidance issued by the Association of British Insurers ("ABI") on authority to allot, paragraph (b) of this resolution seeks to authorise the directors to allot equity securities of the Company in connection with a fully-pre-emptive rights issue only. This authority is limited to the amount set out in paragraph (b), being approximately two-thirds of the total ordinary share capital in issue as at 30 March 2010 (the latest practicable date prior to the publication of the Notice of AGM), less the nominal amount of any shares issued under paragraph (a) of this resolution. This authority will allow the Company to implement a rights issue of up to an amount equal to two-thirds of share capital without needing a separate shareholders' meeting.

As at 30 March 2010, the Company did not hold any shares in the Company in treasury. The above authorities will remain in force until the date of the AGM in 2011 or 26 April 2011, whichever is the earlier.

The directors have no present intention of exercising these authorities. The purpose of giving the directors such authorities is to maintain the Company's flexibility to take advantage of any appropriate opportunities that may arise.

Resolution 9: disapplication of pre-emption rights

Paragraph (a) of this resolution, which will be proposed as a special resolution, seeks to renew the authority conferred on the directors at last year's AGM to issue equity securities of the Company for cash without first offering them to existing shareholders in proportion to their existing shareholdings. Other than in connection with a rights issue, the authority contained in this resolution will be limited to an aggregate nominal value of £255,763.66 which represents less than 5% of the Company's issued ordinary share capital as at 30 March 2010 (being the latest practicable date prior to the publication of the Notice of AGM). Paragraph (b) of this resolution seeks authority to issue equity securities for cash free from pre-emption rights in connection with a rights issue sought at Resolution 8(b).

The renewed authority will remain in force until the date of the AGM in 2011 or 26 April 2011, whichever is the earlier.

In accordance with the Statement of Principles on disapplying pre-emption rights issued by the Pre-Emption Group (which is supported by the ABI, the National Association of Pension Funds Limited and the Investment Managers Association), the Board confirms its intention that no more than 7.5% of the issued share capital will be issued for cash on a non pre-emptive basis during any rolling three year period. The directors have no present intention of exercising this authority.

Resolution 10: notice of general meetings

Changes made to the Companies Act by the Shareholders' Rights Regulations increases the notice period required for general meetings of the Company to 21 clear days unless shareholders approve a shorter notice period, which cannot however be less than 14 clear days. AGMs must still continue to be held on 21 clear days' notice.

Before the coming into force of the Shareholders' Rights Regulations on 3 August 2009, the Company was able to call general meetings (other than AGMs) on 14 clear days' notice and would like to preserve this right. This shorter notice period would not be used as a matter of routine for such meetings, but only where the flexibility is merited by the business of the meeting and is thought to be to the advantage of shareholders as a whole. Resolution 10 seeks shareholder approval to enable the Company to do so. If passed, the approval will be effective until the Company's next AGM, when it is intended that a similar resolution will be proposed. The changes to the Companies Act 2006 mean that, in order to be able to call a general meeting on less than 21 clear days' notice, the Company will also need to make a means of electronic voting available to shareholders for that meeting.

Resolution 11: new articles of association

It is proposed in Resolution 11 to adopt new articles of association (the "New Articles") in order to update the Company's current articles of association (the "Current Articles") primarily to take account of the coming into force of the Shareholders' Rights Regulations and the implementation of the remaining provisions of the Companies Act 2006.

The principal changes introduced in the New Articles are summarised in Part II of this document. Other changes, which are of a minor, technical or clarifying nature and also some more minor changes which merely reflect changes made by the Companies Act 2006 or confirm the language used in the model articles for public companies produced by the Department for Business, Innovation and Skills, have not been specifically noted in Part II. The New Articles showing all the changes to the Current Articles are available for inspection, as noted below.

Action to be taken

If you would like to vote on the resolutions set forth in the Notice of AGM but cannot come to the AGM, please fill in the proxy form sent to you with this document and return it, together with the power of attorney or other authority (if any) under which it is signed, to our registrars Capita Registrars by hand only to Capita Registrars, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU or in accordance with the replied paid details, as soon as possible. They must receive it by no later than 2.00pm on 25 April 2010.

CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST messages must be received by the issuer's agent (CREST ID No. RA10) by no later than 2.00pm on 25 April 2010.

Recommendation

The Board considers that all the resolutions to be put to the meeting are in the best interests of the Company and its shareholders as a whole. Your Board will be voting in favour of them and unanimously recommends that you do so as well.

Yours faithfully,

Bruce Smith
Chairman

Inspection of documents

The following documents will be available for inspection at the offices of IP Group plc, 24 Cornhill, London EC3V 3ND from the date of this document until the time of the AGM and at the location of the AGM from 15 minutes before the AGM until it ends:

- » copies of the executive directors' service contracts;
- » copies of the letters of appointment of the non-executive directors; and
- » a copy of the proposed new articles of association of the Company and a copy of the existing articles of association to show the changes being proposed in Resolution 11.

Explanatory notes of principal changes to the Company's articles of association

1. Voting by proxies on a show of hands

The Shareholders' Rights Regulations have amended the Companies Act 2006 so that it now provides that each proxy appointed by a member has one vote on a show of hands unless the proxy is appointed by more than one member in which case the proxy has one vote for and one vote against if the proxy has been instructed by one or more members to vote for the resolution and by one or more members to vote against the resolution. The New Articles remove provisions in the Current Articles dealing with proxy voting on the basis that these are dealt with in the Companies Act 2006 and contain a provision clarifying how the provision of the Companies Act 2006 giving a proxy a second vote on a show of hands should apply to discretionary authorities.

2. Voting by corporate representatives

The Shareholders' Rights Regulations have amended the Companies Act 2006 in order to enable multiple representatives appointed by the same corporate member to vote in different ways on a show of hands and a poll. The New Articles remove provisions in the Current Articles dealing with voting by corporate representatives on the basis that they are dealt with in the Companies Act 2006.

3. Notice of general meetings

The Shareholders' Rights Regulations amend the Companies Act 2006 to require the Company to give 21 clear days' notice of general meetings unless the Company offers members an electronic voting facility and a special resolution reducing the period of notice to not less than 14 days has been passed. AGMs must be held on 21 clear days' notice. The New Articles remove provisions in the Current Articles dealing with notice of general meetings on the basis that this is dealt with in the Companies Act 2006.

4. Adjournments for lack of quorum

Under the Companies Act 2006 as amended by the Shareholders' Rights Regulations, general meetings adjourned for lack of quorum must be held at least ten clear days after the original meeting. The New Articles have been changed to reflect this requirement.

5. Directors' expenses and indemnity

The Current Articles allow the Company to indemnify and/or provide insurance for directors against liabilities incurred by them. The New Articles clarify that the Company may therefore also indemnify and/or provide insurance for former directors against liabilities incurred by them.

6. Directors' age

Under the Companies Act 1985, directors of public companies were only able to hold office over the age of 70 if the articles of association specifically allowed them to do so. The Current Articles allow directors to stay in office if they are over the age of 70. Under the Companies Act 2006, directors may hold office over the age of 70 without a specific provision in the articles of association allowing them to do so. The New Articles remove the provision in the Current Articles dealing with the age of directors.

7. Rights to attend general meetings

The New Articles allow the chairman of a general meeting to invite any person to attend and speak at that meeting where he considers that this will assist in the deliberations of the meeting.

8. Receipt of proxies

Under the Companies Act 1985, deadlines for the receipt of proxy forms could be no earlier than 48 hours prior to the commencement of a general meeting and such time period included weekends and bank holidays. Under the Companies Act 2006 deadlines for the receipt of proxy forms can still be no earlier than 48 hours prior to the commencement of a general meeting, however, weekends and bank holidays may be excluded from the calculation of such period. The New Articles have been amended to allow the Board to set such earlier deadline for the receipt of proxy forms.

9. Use of seals

Under the Companies Act 1985, a company required authority in its articles to have an official seal for use abroad. Under the Companies Act 2006, such authority will no longer be required. Accordingly, the relevant authorisation has been removed in the New Articles.

10. Retirement of directors

Under the Current Articles one-third of the directors are required to retire from office at each AGM. In accordance with the requirements of the Combined Code on Corporate Governance, the New Articles require those directors who (i) have been appointed since the last AGM or (ii) held office at the two preceding AGMs and did not retire at either of them and any non-executive director who has held office for a continuous period of nine or more years to retire at each AGM. Retiring directors continue to be able to seek re-election.

11. Notice on members resident abroad

The Disclosure and Transparency Rules provide that the use of electronic communications for the delivery of notices to shareholders shall not be dependent upon the residency of the shareholders. The New Articles clarify that a member resident either inside or outside of the UK may have notices sent to him by means of electronic communications.

12. Winding up

The Current Articles confer powers on a liquidator on the winding up of the Company which are also stated in the Insolvency Act 1986. To avoid repetition of legislation, such provisions have been removed from the New Articles.

13. General

Generally the opportunity has been taken to bring clearer language into the New Articles and in some areas to conform the language of the New Articles with that used in the model articles for public companies produced by the Department for Business, Innovation and Skills.

IP Group plc

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the **ANNUAL GENERAL MEETING** of IP Group plc (the "**Company**") will be held at the offices of the Company, 24 Cornhill, London EC3V 3ND at 2.00pm on 27 April 2010 for the purposes of considering and, if thought fit, passing the following resolutions of which Resolutions 1 to 8 (inclusive) will be proposed as ordinary resolutions and Resolutions 9, 10 and 11 will be proposed as special resolutions.

1. To receive and adopt the Directors' report, the Audited Statement of Accounts and Auditor's Report of the Company for the financial year ended 31 December 2009.
2. To receive and approve the Directors' Remuneration Report for the year ended 31 December 2009.
3. To re-appoint BDO LLP as auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next general meeting of the Company at which accounts are laid before the shareholders in accordance with the provisions of the Companies Act 2006 (the "**Act**").
4. That the directors be authorised to fix the remuneration of BDO LLP as auditors of the Company.
5. To re-elect Mr Roger Brooke as a director of the Company, who is retiring by rotation and offering himself for re-election in accordance with Article 89 of the Company's existing articles of association.
6. To re-elect Mr Michael Townend as a director of the Company, who is retiring by rotation and offering himself for re-election in accordance with Article 89 of the Company's existing articles of association.
7. That, in accordance with Section 366 of the Act, the Company and all companies that are subsidiaries of the Company at any time during the period for which this Resolution 7 has effect be and are hereby authorised to incur political expenditure (as defined in Section 365 of the Act) not exceeding £50,000 in total during the period beginning with the date of the passing of this resolution and ending at the conclusion of the Company's 2011 annual general meeting.
8. That the directors be and are hereby generally and unconditionally authorised for the purposes of Section 551 of the Act to exercise all the powers of the Company to:
 - (a) allot shares in the Company and to grant rights to subscribe for or to convert any security into such shares in the Company ("**Rights**") up to an aggregate nominal amount of £1,705,091.09 (being approximately one-third of the Company's total ordinary share capital in issue as at 30 March 2010, the latest practicable day prior to the printing of this notice of meeting) (such amount to be reduced by the nominal amount allotted or granted under paragraph (b) below); and
 - (b) allot equity securities of the Company (as defined in Section 560 of the Act) up to an aggregate nominal amount of £3,410,182.18 (being approximately two-thirds of the Company's issued share capital as at 30 March 2010, the latest practicable date prior to the printing of this notice of meeting) (such amount to be reduced by the nominal amount allotted or granted under paragraph (a) above) in connection with an offer by way of a rights issue,

provided that (i) such authorities shall expire on the earlier of the conclusion of the Company's 2011 annual general meeting and 26 April 2011, and (ii) before such expiry the Company may make any offer or agreement which would or might require shares or equity securities to be allotted or Rights to be granted after such expiry and the directors may allot such shares or equity securities and grant such Rights pursuant to any such offer or agreement as if the authority conferred by this Resolution 8 had not expired. These authorities shall be in substitution for all other authorities granted to the directors to allot shares or equity securities and grant Rights.

For the purposes of this Resolution 8 and Resolution 9 below, "rights issue" means an offer to ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings (and, if applicable, to the holders of any other class of equity security in accordance with the rights attached to such class) to subscribe further securities by means of the issue of a renounceable letter (or other negotiable document) which may be traded for a period before payment for the securities is due, subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractions of such securities, the issue, transfer and/or holding of any securities in certificated form or in uncertificated form, the use of one or more currencies for making payments in respect of such offer, any such shares or other securities being represented by depositary receipts, treasury shares or any legal or practical problems arising under the laws of, or the requirements of any regulatory body or any stock exchange in, any territory.

9. That, subject to and conditional on the passing of Resolution 8, the directors be and are hereby generally empowered pursuant to Sections 570 and 573 of the Act to allot equity securities (as defined in Section 560 of the Act), payment for which is to be wholly in cash as if Section 561(1) did not apply to any such allotment provided that such power shall be limited to:

(a) pursuant to the authority conferred on the directors by paragraph (a) of Resolution 8:

(i) in connection with any rights issue, open offer or other pre-emptive offer, open for acceptance for a period determined by the directors, to the holders of ordinary shares on the register on any fixed record date in proportion (as nearly as may be practicable) to their holdings of ordinary shares (and, if applicable, to the holders of any other class of equity security in accordance with the rights attached to such class), subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractions of such securities, the issue, transfer and/or holding of any securities in certificated form or in uncertificated form, the use of one or more currencies for making payments in respect of such offer, any such shares or other securities being represented by depositary receipts, treasury shares or any legal or practical problems arising under the laws of, or the requirements of any regulatory body or any stock exchange in, any territory; and

(ii) the allotment of equity securities (other than pursuant to paragraph (a)(i) of this Resolution 9) up to an aggregate nominal amount of £255,763.66, representing approximately 5% of the nominal value of the issued share capital of the Company as at 30 March 2010 (the latest practicable date prior to the printing of this notice of meeting); and

(b) pursuant to the authority conferred on the directors by paragraph (b) of Resolution 9, the allotment of equity securities in connection with a rights issue.

References herein to the allotment of equity securities shall include the sale of treasury shares (within the meaning of Section 724 of the Act). The authority given by this resolution shall expire at such time as the authorities conferred on the directors by Resolution 8 expire save that, before the expiry of this authority, the Company may make any offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities pursuant to any such offer or agreement as if the power conferred hereby had not expired.

10. That a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice.

11. That the Articles of Association produced to the meeting and initialled by the chairman of the meeting for the purpose of identification be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.

Registered office

24 Cornhill
London
EC3V 3ND

31 March 2010

By order of the Board

Angela Leach
Company Secretary

Registered in England and Wales No. 04204490

1. Members are entitled to appoint a proxy to exercise all or any of their rights to attend and to speak and vote on their behalf at the meeting. A shareholder may appoint more than one proxy in relation to the Annual General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. A proxy need not be a shareholder of the Company but must attend the Annual General Meeting to represent you. A proxy form which may be used to make such appointment and give proxy instructions accompanies this notice. If you do not have a proxy form and believe that you should have one, or if you require additional forms, please contact the Company's registrars on 0871 664 0300 (calls cost 10p per minute plus network extras, lines are open Monday to Friday 8.30am to 5.30pm) or if you are calling from overseas on +44 208 639 2157.
2. To be valid, this proxy form must be completed and lodged, together with the power of attorney or other authority (if any) under which it is signed, or a duly certified copy of such power or authority, with the Company's registrars, Capita Registrars, by hand only to Capita Registrars, PXS, 34 Beckenham Road, Beckenham BR3 4TU or in accordance with the replied paid details, not less than 48 hours before the time appointed for holding the Annual General Meeting.
3. The return of a completed proxy form, other such instrument or any CREST Proxy Instruction (as described in paragraph 9 below) will not prevent a shareholder attending the Annual General Meeting and voting in person if he/she wishes to do so.
4. Any person to whom this notice is sent who is a person nominated under Section 146 of the Companies Act 2006 to enjoy information rights (a "Nominated Person") may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the Annual General Meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights. Such persons should direct any communications and enquiries to the registered holder of the shares by whom they were nominated and not to the Company or its registrars.
5. The statement of the rights of shareholders in relation to the appointment of proxies in paragraphs 1 and 2 above does not apply to Nominated Persons. The rights described in these paragraphs can only be exercised by shareholders of the Company.
6. To be entitled to attend and vote at the Annual General Meeting (and for the purpose of the determination by the Company of the votes they may cast), shareholders must be registered in the Register of Members of the Company at 6.00pm on 25 April 2010 (or, if the meeting is adjourned, such time being not more than 48 hours prior to the time fixed for the adjourned 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 Annual General Meeting.
7. As at 30 March 2010 (being the last business day prior to the publication of this Notice) the Company's issued share capital consists of 255,763,664 ordinary shares, carrying one vote each. Therefore, the total voting rights in the Company as at 30 March 2010 are 255,763,664.
8. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
9. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK and Ireland Limited's specifications, and must contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com/CREST). The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (CREST ID No. RA10) by 2.00pm on 25 April 2010. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Application Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
10. CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear UK and Ireland Limited does not make available special procedures in CREST for any particular message. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member, or sponsored member, or has appointed a voting service provider, to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting system providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
11. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
12. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided they do not do so in relation to the same shares.
13. Under Section 527 of the Companies Act 2006, members meeting the threshold requirements set out in that section have the right to require the Company to publish on a website a statement setting out any matter relating to (i) the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the Annual General Meeting; or (ii) any circumstances connected with an auditor of the Company ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with Section 437 of the Companies Act 2006. The Company may not require the shareholders requesting such website publication to pay its expenses in complying with Sections 527 or 528 of the Companies Act 2006. Where the Company is required to place a statement on a website under Section 527 of the Companies Act 2006, it must forward the statement to the Company's auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the Annual General Meeting includes any statement that the Company has been required under Section 527 of the Companies Act to publish on a website.
14. Any member attending the meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the meeting but no such answer need be given if (a) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information, (b) the answer has already been given on a website in the form of an answer to a question, or (c) it is undesirable in the interests of the Company or the good order of the meeting for the question to be answered.
15. A copy of this notice, and other information required by Section 311A of the Companies Act 2006, can be found at www.ipgroupplc.com/reports.
16. You may not use any electronic address provided either in the notice of Annual General Meeting or any related documents (including the Chairman's letter and proxy form) to communicate for any purposes other than those expressly stated.
17. Mobile phones may not be used in the meeting room and cameras, tapes and video recorders are not allowed in the meeting room.