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IF YOU HAVE SOLD OR TRANSFERRED ALL OF YOUR ORDINARY SHARES IN THE PROPERTY FRANCHISE GROUP PLC, PLEASE FORWARD THIS DOCUMENT TOGETHER WITH THE FORM OF PROXY IMMEDIATELY TO THE PURCHASER OR TRANSFEREE OR TO THE STOCKBROKER, BANK MANAGER OR OTHER AGENT THROUGH WHOM THE SALE OR TRANSFER WAS EFFECTED FOR DELIVERY TO THE PURCHASER OR TRANSFEREE. IF YOU HAVE SOLD OR TRANSFERRED PART ONLY OF YOUR HOLDING OF ORDINARY SHARES IN THE COMPANY YOU SHOULD RETAIN THIS DOCUMENT AND CONSULT THE STOCKBROKER, BANK OR OTHER AGENT THROUGH WHOM THE SALE OR TRANSFER WAS EFFECTED.

THE PROPERTY FRANCHISE GROUP PLC

(Incorporated in England and Wales under the Companies Act 2006 with registered number 08721920)

NOTICE OF GENERAL MEETING

Notice of a General Meeting of The Property Franchise Group PLC (the "**Company**") to be held at the 2 St Stephen's Court, St Stephen's Road, Bournemouth, Dorset, BH2 6LA on 25th May 2022 at 11.00 a.m. is set out at the end of this document together with a form of proxy ("**Form of Proxy**"). Whether or not you plan to attend the General Meeting, you are requested to complete the accompanying form of proxy and return it as soon as possible, and in any event so as to reach the Company's registrars, Computershare Investor Services plc at The Pavilions, Bridgwater Road, Bristol BS99 6ZY, by no later than 11.00 a.m. on 23rd May 2022. Completion of a form of proxy shall not preclude a shareholder from attending and voting at the forthcoming General Meeting.

LETTER FROM THE CHAIRMAN

Directors:

Richard Martin (*Chairman*)

Paul Latham (*Non-Executive Director*)

Phil Crooks (*Non-Executive Director*)

Dean Fielding (*Non-Executive Director*)

Gareth Samples (*Chief Executive Officer*)

David Raggett (*Chief Financial Officer*)

(the “**Directors**” and together the “**Board**”)

Registered Office:

2 St Stephen's Court

St Stephen's Road

Bournemouth

Dorset BH2 6LA

9th May 2022

To holders of Ordinary Shares of one pence each in the Company ("Ordinary Shares")

Notice of General Meeting

Dear Shareholder,

1. Notice of General Meeting

Enclosed is notice of a General Meeting of the Company ("**GM**") in order to approve a final dividend for the financial year ended 31st December 2021. The GM will be held at 2 St Stephen's Court, St Stephen's Road, Bournemouth, Dorset, BH2 6LA on 25th May 2022 at 11.00 a.m. As you will see from the formal notice of GM ("**Notice of GM**") which follows this letter, there is one item of business to be considered which is the approval of a final dividend and the purpose of the resolution to be proposed at the GM is set out in the "**Explanatory Notes**" section of this letter.

2. Voting at the GM

A Form of Proxy for the GM is enclosed and, to be valid, should be signed and returned by shareholders so as to reach the Company's registrars, Computershare Investor Services plc at The Pavilions, Bridgwater Road, Bristol BS99 6ZY, by no later than 11.00 a.m. on 23rd May 2022. Alternatively, shareholders may email completed and signed scanned copies of the proxy to #UKCSBRS.ExternalProxyQueries@computershare.co.uk. Information on the completion and return of Forms of Proxy is set out below and in the notes to the Notice of GM.

3. Action required

The Notice of GM following this letter includes a resolution relating to the item of business to be considered at the GM (the "**Resolution**") together with a Form of Proxy. **You are requested to complete, sign and return the Form of Proxy whether or not you intend to be present at the GM. The Form of Proxy should be completed in accordance with the instructions printed thereon so that it is received as soon as possible and in any event**

by not later than 11.00 a.m. on 23rd May 2022. Completion and return of the Form of Proxy will not prevent you from attending the GM, nor any adjournment thereof, in person should you so wish.

4. Recommendation

The Board believes the Resolution is in the best interests of the Company and is most likely to promote the success of the Company for the benefit of its shareholders as a whole. The Board unanimously recommends that Shareholders vote in favour of the Resolution as each Director intends to do in respect of his own beneficial holding which, in aggregate, amount to 7,862,676 Ordinary Shares representing approximately 24.54 per cent of the issued Ordinary Share capital of the Company.

Yours faithfully

Richard Martin

Chairman

THE PROPERTY FRANCHISE GROUP PLC

(Incorporated in England and Wales with registered number 08721920)

Notice of a General Meeting

Notice is hereby given that a General Meeting (the “**Meeting**”) of The Property Franchise Group PLC (the “**Company**”) will be held at 2 St Stephen’s Court, St Stephen’s Road, Bournemouth, Dorset, BH2 6LA on 25th May 2022 at 11:00 am.

You will be asked to consider and vote on an ordinary resolution set out below (the “**Resolution**”).

RESOLUTION

ORDINARY RESOLUTION

That the final dividend for the financial year ended 31st December 2021 of 7.8p per ordinary share be approved and declared payable to the shareholders on the register at the close of business on 29th April 2022.

9th May 2022

By order of the Board

Benjamin Scott

Company Secretary

The Property Franchise Group PLC

Registered office:

2 St Stephen’s Court, St Stephen’s Road, Bournemouth, Dorset, BH2 6LA.

Notes to the Notice of General Meeting

Entitlement to attend and vote

1. Only those members registered on the Company's register of members at:
 - a. 11.00 a.m. on 23rd May 2022; or
 - b. if the GM is adjourned, at 5 p.m. on the day two days prior to the adjourned meeting;

shall be entitled to attend and vote at the GM.

Appointment of proxies

2. If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the GM and you should have received a proxy form with this Notice of GM. You can appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
3. A proxy does not need to be a member of the Company but must attend the GM to represent you. Details of how to appoint the Chairman of the meeting or another person as proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the GM you will need to appoint your choice of proxy (not being the Chairman) and give your instructions to them.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact the Company's registrars, Computershare Investor Services PLC, to request additional proxy forms.
5. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against a resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the GM.

Appointment of proxy using hard copy proxy form

6. The notes to the proxy form explain how to direct your proxy to vote on the resolution or withhold their vote.

To appoint a proxy using the proxy form, the form must be;

- completed and signed;
- sent or delivered to Computershare Investor Services PLC at The Pavilions, Bridgwater Road, Bristol, BS99 6ZY; and
- received by Computershare Investor Services PLC no later than 11.00 a.m. on 23rd May 2022.

In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney of the company and must state the capacity in which the proxy acts on behalf of such company.

In the case of a member holding shares in the Company through a nominee company, any proxy must hold a corporate representative letter from such nominee company.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Appointment of proxy by joint members

7. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

Changing proxy instructions

8. To change your proxy instructions simply submit a new proxy appointment using the methods set out above.

Where you have appointed a proxy using the hard copy form and would like to change the instructions using another hard copy proxy form, please contact Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZY.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy instructions

9. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZY. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney of the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

Such revocation notice must be received by Computershare Investor Services PLC no later than 11.00 a.m. on 23rd May 2022 or, if the GM is adjourned, by not later than 48 hours prior to the adjourned meeting.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.

Appointment of a proxy does not preclude you from attending the GM and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Corporate representatives

10. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided not more than one corporate representative exercises powers over the same share.

Issued shares and total voting rights

11. As at 6th May 2022 (being the last business day prior to the publication of this Notice), the Company's issued share capital comprised 32,041,966 ordinary shares of 1 pence each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 6th May 2022 was 32,041,966.

Voting

12. Voting on the resolution will be conducted by way of a show of hands unless a poll is duly demanded.

Unless a poll is demanded, a declaration by the chairman that a resolution has been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the minute book shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour or against the resolution.

If any votes are counted which ought not to have been counted, or might have been rejected, the error shall not vitiate the resolution unless it is pointed out at the same meeting, or at an adjournment, and it is, in the opinion of the chairman of the meeting, of sufficient magnitude to vitiate the resolution.

Communication

13. Except as provided above, members who have general queries about the GM should use the following means of communication (no other means of communication will be accepted):

- emailing the Company Secretary, Benjamin Scott, on company.secretary@propertyfranchise.co.uk; or

- calling our dedicated shareholder information line at Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZY on 0370 707 1027

You may not use any electronic address provided either:

- in this Notice of GM; or
- any related documents (including the proxy form),

to communicate with the Company for any purposes other than those expressly stated.

EXPLANATORY NOTES

Admission

Please plan to arrive before 10.45 a.m. to allow enough time for registration and security clearance.

Shareholders with special needs or requirements

Any shareholders with special needs or requirements should report to reception and suitable arrangements will be made to accommodate any special needs or requirements.

Security

Standard security measures will be in place to ensure your safety.

The purpose of the resolution proposed at the GM is as follows:

Under Article 34.1 and subject to the provisions of the Companies Act, the Company may by ordinary resolution declare dividends in accordance with the respective rights of the members, but no dividend shall exceed the amount recommended by the Board. The Board has recommended a final dividend of 7.8p per ordinary share in issue bringing the total dividend for the financial year ended 31st December 2021 to 11.6p per ordinary share in issue.

