THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the action to be taken you should immediately consult your stockbroker, bank manager, solicitor, accountant or other appropriate independent financial adviser duly authorised under the Financial Services and Markets Act 2000, as amended if you are in the United Kingdom or, if not, another appropriately authorised independent financial adviser.

If you have sold or transferred all of your Existing Ordinary Shares in Green Compliance plc, please send this document, together with the accompanying Form of Proxy, as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee except that such documents should not be sent to any jurisdiction where to do so might constitute a violation of local securities laws or regulations. If you have sold part only of your holding of Existing Ordinary Shares in Green Compliance plc, you should retain these documents.

The Directors, whose names appear on page 7 of this document, accept responsibility, individually and collectively, for the information contained in this document. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

This document does not constitute an offer to sell, or a solicitation of an offer to buy, Existing Ordinary Shares in any jurisdiction. In addition, this document does not constitute a prospectus or prospectus equivalent document.

The distribution of this document and/or the accompanying Form of Proxy in jurisdictions other than the UK may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any of those restrictions. Any failure to comply with any of those restrictions may constitute a violation of the securities laws of any such jurisdiction.

This document should be read as a whole. Your attention is drawn to the letter from the Chairman which is set out on pages 7 to 16 of this document and which recommends that you vote in favour of the resolutions to be proposed at the General Meeting referred to below.

The Existing Ordinary Shares are admitted to trading on AIM. Application will be made to the London Stock Exchange for the Placing Shares to be admitted to trading on AIM. It is expected that admission to trading on AIM and dealings in the Placing Shares will commence on 28 June 2010.

GREEN COMPLIANCE PLC

(Incorporated and registered in England and Wales with registered number 04022406)

Placing of 316,960,000 Placing Shares at 1.25p per share raising gross proceeds of approximately £4 million

and

Notice of General Meeting

Notice convening a General Meeting of Green Compliance plc to be held at the offices of Collins Stewart Europe Limited at 88 Wood Street, London, EC2V 7QR on 25 June 2010 at 8.00 a.m. is set out at the end of this document. Shareholders will find enclosed with this document a Form of Proxy for use in connection with the General Meeting. To be valid, the Form of Proxy must be signed and returned in accordance with the instructions printed thereon so as to be received by Neville Registrars Limited, 18 Laurel Lane, Halesowen, West Midlands B63 3DA as soon as possible but in any event by not later than 8.00 a.m. on 23 June 2010. Completion and posting of the Form of Proxy does not prevent a Shareholder from attending and voting in person at the General Meeting.

Further details of the action you should take are set out in the paragraph headed “Action to be taken by Shareholders” in the letter from the Chairman which is set out on pages 7 to 16 of this document.

Collins Stewart Europe Limited, which is authorised and regulated in the United Kingdom by the Financial Services Authority, is acting as nominated adviser and placing agent to Green Compliance plc and is acting for no-one else in connection with the Placing and will not be responsible to anyone other than Green Compliance plc for providing the protections afforded to clients of Collins Stewart Europe Limited nor for providing advice in connection with the Placing or any other matter referred to herein. Collins Stewart Europe Limited has not authorised the contents of, or any part of, this document and no liability whatsoever is accepted by Collins Stewart

Europe Limited for the accuracy of any information or opinions contained in this document or for the omission of any information.

Apart from the responsibilities and liabilities, if any, which may be imposed on Collins Stewart Europe Limited by the Financial Services and Markets Act 2000, Collins Stewart Europe Limited accepts no responsibility whatsoever for the contents of this document, including its accuracy, completeness or verification or for any other statement made or purported to be made by it, or on its behalf, in connection with the Company, the Existing Ordinary Shares or the Placing. Collins Stewart Europe Limited accordingly disclaim all and any liability (whether arising in tort, delict, under contract or otherwise, save as referred to above), which it might otherwise have in respect of this document or such statement.

The Placing Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act") or under the securities laws of any state of the United States nor will they qualify for distribution under any of the relevant securities laws of Canada, Australia or Japan, nor has any prospectus in relation to the Placing Shares been lodged with or registered by the Australian Securities and Investments Commission. The Placing Shares are being offered and sold only outside the United States in transactions exempt from the registration requirements of the Securities Act in reliance on Regulation S under the Securities Act. Accordingly, absent registration or unless a relevant exemption from registration is available, the Placing Shares may not be, directly or indirectly, offered, sold, taken up, delivered or transferred in or into the United States, Canada, Australia or Japan or in or into any country, territory or possession where to do so may contravene local securities laws or regulations. Overseas shareholders and any person (including, without limitation, nominees and trustees) who have a contractual or other legal obligation to forward this document to a jurisdiction outside the United Kingdom should seek appropriate advice before taking any action.

FORWARD-LOOKING STATEMENTS

Certain statements contained herein constitute forward-looking statements. The forward-looking statements contained herein include statements about the expected effects of the Placing, the expected timing and scope of the Placing and other statements other than in relation to historical facts. Forward-looking statements including, without limitation, statements typically containing words such as "intends", "anticipates", "targets", "estimates", "believes", "should", "plans", "will", "expects" and similar expressions or statements that are not historical facts are intended to identify those expressions or statements as forward-looking statements. The statements are based on the current expectations of Green Compliance plc and are naturally subject to uncertainty and changes in circumstances. By their nature, forward-looking statements involve risk and uncertainty and the factors described in the context of such forward-looking statements in this document could cause actual results and developments to differ materially from those expressed in or implied by such forward-looking statements. There are also a number of other factors that could cause actual results or developments to differ materially from those expressed or implied by such forward-looking statements. These factors include, but are not limited to, the satisfaction or waiver of the conditions to the Placing, local and global political and economic conditions, foreign exchange rate fluctuations and interest rate fluctuations (including those from any potential credit rating decline) and legal or regulatory developments and changes. Given these risks and uncertainties, investors should not place undue reliance on forward-looking statements.

Neither Green Compliance plc nor Collins Stewart Europe Limited nor any of their respective associates or directors, officers or advisers, provides any representation, assurance or guarantee that the occurrence of the events expressed or implied by any forward-looking statements contained herein will actually occur. Other than in accordance with their legal or regulatory obligations (including under the AIM Rules, the Disclosure and Transparency Rules of the Financial Services Authority and the City Code on Takeovers and Mergers), neither Green Compliance plc or Collins Stewart Europe Limited is under any obligation and each of them expressly disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

	2010
Despatch of this document	9 June
Latest date and time for receipt of Forms of Proxy	8.00 a.m. on 23 June
General Meeting	8.00 a.m. on 25 June
Admission and commencement of dealings in the Placing Shares	8.00 a.m. on 28 June

Notes:

1. References to time in this document are to London time.
2. If any of the above times or dates should change, the revised times and/or dates will be notified to Shareholders by an announcement on a RIS.

KEY STATISTICS

Existing Share Capital

Total number of Existing Ordinary Shares at the date of this document	1,086,579,968
Total number of Deferred Shares at the date of this document	138,045,161

Placing

Number of Placing Shares being placed on behalf of the Company	316,960,000
Placing Shares as a percentage of the Enlarged Share Capital	22.6 per cent.
Placing Price	1.25 pence
Placing Price discount to the closing price of the shares on 8 June 2010	44.4 per cent.
Estimated gross proceeds of the Placing(1)	£4 million
Estimated net proceeds of the Placing	£3.8 million

Upon Admission

Total number of Ordinary Shares in issue following Admission(2)	1,403,539,968
Market capitalisation of the Company following Admission at the Placing Price(2)	£17.5 million

Notes

1 The gross proceeds are the aggregate of the cash proceeds of the Placing (before any related expenses), the fees that would have been paid to Collins Stewart in connection with the Placing but for its agreement to receive such fees in new Ordinary Shares at the Placing Price and the sum owed by the Company to Simon West which the latter has agreed to receive in new Ordinary Shares at the Placing Price.

2 Assumes that no Ordinary Shares are issued between the date of this document and Admission and that all of the Placing Shares are actually issued and the Ordinary Shares to be allotted to Collins Stewart (as referred to in Note 1 above).

DEFINITIONS

"Act"	the Companies Act 2006
"Admission"	admission of the Placing Shares to trading on AIM
"AIM"	a market operated by London Stock Exchange plc
"AIM Rules"	the AIM Rules for Companies published by London Stock Exchange plc from time to time (including, without limitation, any guidance notes or statements of practice) which govern the rules and responsibilities of companies whose shares are admitted to trading on AIM
"Board"	the board of directors of the Company at the date of this document
"Collins Stewart"	Collins Stewart Europe Limited
"Company" or "Green Compliance"	Green Compliance plc
"CREST"	the relevant system (as defined in the CREST Regulations) in respect of which Euroclear UK & Ireland Limited is the Operator (as defined in the CREST Regulations)
"CREST Regulations"	the Uncertificated Securities Regulations 2001 (SI 2001 No. 3755), as amended, and any applicable rules made under those regulations
"Deferred Shares"	the deferred shares of 1p each in the capital of the Company
"Directors"	the directors of the Company whose names are set out on page 7 of this document
"EBITDA"	earnings before charging interest, tax, depreciation and amortisation
"EIS"	Enterprise Investment Scheme
"Enlarged Share Capital"	the entire issued share capital of the Company (excluding the Deferred Shares) as enlarged by the issue of the Placing Shares
"Existing Ordinary Shares"	the Ordinary Shares in issue at the date of this document
"Existing Share Capital"	the entire issued share capital of the Company as at the date of this document but excluding the Deferred Shares
"First Tranche Placing Shares"	the 154,000,000 Placing Shares proposed to be subscribed by certain venture capital trust investors
"Form of Proxy"	the form of proxy enclosed with this document for use by Shareholders in connection with the GM
"General Meeting" or "GM"	the general meeting of the Company, convened for 8.00 a.m. on 25 June 2010 and any adjournment thereof, notice of which is set out at the end of this document, which will consider the Resolutions
"gross proceeds"	gross proceeds are the aggregate of the cash proceeds of the Placing (before any related expenses), the fees that would have been paid to Collins Stewart in connection with the Placing but for its agreement to receive such fees in new Ordinary Shares at the Placing Price and the sum owed by the Company to Simon West which the latter has agreed to receive in new Ordinary Shares at the Placing Price

"Group"	Green Compliance and its subsidiaries
"IFRS"	International Financial Reporting Standards
"London Stock Exchange"	London Stock Exchange plc
"Notice"	the notice of the General Meeting set out at the end of this document
"Ordinary Shares"	ordinary shares of 1p each in the capital of the Company
"Overseas Shareholders"	Shareholders with a registered address outside the UK
"Placees"	those persons who subscribe for the Placing Shares at the Placing Price
"Placing"	the conditional placing of the Placing Shares by Collins Stewart, as agent for the Company, as described in this document, pursuant to the Placing Agreement
"Placing Agreement"	the conditional agreement dated 9 June 2010 between (1) Collins Stewart and (2) the Company relating to the Placing, further details of which are set out in paragraph 7 of the letter from the Chairman
"Placing Price"	1.25p per Placing Share
"Placing Shares"	the 316,960,000 Ordinary Shares to be issued pursuant to the Placing
"Registrars"	Neville Registrars Limited of Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA
"Resolutions"	the resolutions to be proposed at the General Meeting, details of which are set out in the notice of General Meeting set out at the end of this document
"RIS"	Regulatory Information Service
"Second Tranche Placing Shares"	the Placing Shares (other than the First Tranche Placing Shares)
"Shareholders"	holders of Existing Ordinary Shares and "Shareholder" means any one of them
"UK"	the United Kingdom of Great Britain and Northern Ireland
"VCT"	Venture Capital Trust

LETTER FROM THE CHAIRMAN

Green Compliance plc

(Incorporated and registered in England and Wales with registered number 04022406)

Directors:
Robert (Bob) Holt (*Non-Executive Chairman*)
John Prowse (*Chief Executive Officer*)
Richard Hodgson (*Finance Director*)
John Charlton (*Chief Operating Officer*)
Reginald Pomphrett (*Non-Executive Director and Company Secretary*)

Registered Office:
Purlieu's Barn
Cotswold Centre
Ewen
Cirencester
GL7 6BY

9 June 2010

To the holders of Ordinary Shares and, for information only, to holders of options over Ordinary Shares

Dear Sir/Madam,

1. Introduction

The Company announced today that it proposes to raise gross proceeds of approximately £4 million (before expenses) by means of a Placing of 316,960,000 Placing Shares at the Placing Price of 1.25 pence per share.

The purpose of this letter is to notify Shareholders of the Placing and to explain the background to and reasons for the Placing and the associated Resolutions to be put to a General Meeting as follows:

- to amend the articles of association of the Company to delete the reference to the authorised share capital of the Company;
- to authorise the Directors to issue and allot new Ordinary Shares including the Placing Shares; and
- to disapply the statutory pre-emption rights.

Shareholder approval is to be sought at the General Meeting which will be held at 8.00 a.m. on 25 June 2010 at the offices of Collins Stewart at 88 Wood Street, London, EC2V 7QR at which the Resolutions will be proposed. A notice convening the General Meeting is set out at the end of this document.

2. Background

Following the divestment of our loss making employment services division, the recruitment of John Prowse as our new CEO and the raising of new equity funds in December 2009, the Company now has a clear strategy to focus its operations on its selected "blue collar" compliance markets and in particular in the areas of water hygiene, pest prevention and control, and fire protection (together "Compliance Services").

Since the raising of new equity funds in December 2009 we have completed the acquisition of four businesses in a number of our targeted sectors and have developed discussions with a number of other potential targets.

In February 2010, a controlling interest (51 per cent.) in Simon West Limited, trading as CEA Link, was acquired for an initial cash consideration of £150,000 and 1.1 million Ordinary Shares ("Initial Consideration"). CEA Link is an order processing and tracking software platform. Whilst this was initially focussed on the energy services sector, the Directors believe that this software has potential to be used across the other compliance sectors. The remaining 49 per cent. of the shares will be acquired for cash over a 24 month period with the level of consideration linked to the level of earnings over each relevant 12 month period. Total consideration for the acquisition of Simon West Limited is capped at a maximum of £1 million (including the Initial Consideration).

Waterchem Limited, a water hygiene and treatment company, was acquired in April 2010 for an initial consideration of £4 million plus £533,919 of loan notes and a further £1 million through the issue of Ordinary Shares.

Mayfair Fire Protection Limited ("Mayfair") and Professional Fire Solutions ("PFS"), both in the fire protection sector, were acquired in May 2010. Mayfair was acquired for an initial cash consideration of £2.39 million and, conditional on achieving specified profit targets for the year ended 31 December 2010, further deferred cash consideration will become payable. The calculation of the deferred consideration will be based on a multiple of 6 times EBITDA for the year ended 31 December 2010 less the initial cash consideration. The total consideration is capped at a maximum of £4 million. The business and assets of PFS were acquired for an initial cash consideration of £121,951 and, conditional on the PFS business achieving specified profit targets over the 2 year period following completion of the acquisition, further deferred cash consideration will become payable. The calculation of the deferred consideration will be based on a multiple of 4 times EBITDA for the 24 months following completion less the initial cash consideration. The total consideration for PFS is capped at a maximum of £4 million.

On 7 June 2010, the Company announced the acquisition of the goodwill, business and assets of C and T Fire. The business is primarily involved in the sale, service and maintenance of fire extinguishers, serving businesses in South London and the South East.

The initial consideration is £550,000 in cash, with a further £50,000 payable if C and T Fire's revenues for the twelve month period to 31 March 2011 exceeds £525,000. C and T Fire's revenue for the 12 month period ended 31 March 2010 was £553,000 and adjusted EBITA was £140,000.

Of the £9.5 million net funds raised in the December 2009 placing, to this date, £6.3 million has been deployed to pay for the acquisitions (including the cost of making the acquisitions) mentioned above along with a draw down of £1.6 million on the Company's new revolving credit facility with HSBC.

The Directors continue to explore other potential opportunities and would expect to be able to agree terms with these potential targets or other companies in due course and will make announcements as appropriate. There is however, no guarantee that any of these discussions will be successfully concluded.

Further information on our acquisition strategy and the Compliance Services sector is set out below.

3. Acquisition Strategy

Investment approach

The Company's investment approach is to pursue acquisitions in its chosen sector of Compliance Services where customer spend is demanded by regulation and the Directors believe that the dominant market leader in each field is losing market share. Typically the targets will be higher margin businesses with key regional focus on densely populated areas of England and with an experienced incumbent management team available to exploit the opportunities in their chosen market.

Compliance Services

Water hygiene

Under UK government regulations (Health & Safety Act 1974, L8 (ACOP) 2001, COSHH 2002 and Water Supply Regulations 1999), anyone serving the public has a legal duty to prepare and manage a scheme for maintaining safe water quality. Hospitality and leisure facilities, healthcare providers, care homes, as well as employers in general, are therefore faced with the same obligation. As well as requiring risk assessments, organisations subject to the legislation are required to have access to competent help in applying the provisions of health and safety law, water storage and supply and specification for the design, installation, testing and maintenance of services supplying hot and cold water for use within public buildings. All of these regulations are driven principally by the necessity to prevent legionella from developing in water systems. Of the Compliance Services, the Directors believe that water hygiene represents the most immature and least compliant market, and that there are growth opportunities as the competition in this sector is very fragmented (the three market leaders control approximately 10 per cent. of the market). The Directors estimate the UK commercial market for water hygiene to be valued between £200 million and £250 million per annum and that operating margins of 20 to 25 per cent. could be achieved.

Pest prevention and control

Businesses are required to ensure that pest prevention and control measures are strictly observed, with principal legislation being the Health & Safety at Work Act 1974, Prevention of Damage by Pests Act 1949, Food Safety Act 1990 and the Food Hygiene Regulations 2005. With the increased rodent population, businesses must ensure their operations are fully compliant with all regulatory requirements, as industry reputation forms a crucial component to success. The market leader is Rentokil Initial plc with approximately 20 per cent. of the market. The Directors believe that the UK commercial market for pest prevention and control is between £200 and £250 million per annum where 30 to 40 per cent. operating margins could be attained.

Fire

The Regulatory Reform (Fire Safety) Order 2005 ("FSO") came into effect in October 2006 and replaced over 70 sets of fire safety regulations. The FSO applies to all non-domestic premises in England and Wales, including the common parts of blocks of flats and houses with multiple occupation. Under the FSO, a fire safety risk assessment must be undertaken regularly and a fire management implementation plan must be maintained. The Directors estimate that the three main operators in the UK, Chubb Fire Limited, ADT Fire & Security Plc and Kiddie Products Limited, control 53 per cent. of the relevant market, while the next four biggest companies together hold 4 per cent. market share. As the regional market, which is estimated at £550 million per annum, is fragmented, the Directors believe that opportunities exist to gain market share while achieving operating margins as high as 30 to 35 per cent.

4. Funding acquisitions

In acquiring target companies, the Company will seek to utilise a mixture of cash and Ordinary Shares. The cash element will be satisfied from a mixture of cash raised through the Placing and bank debt.

To assist with the targeted level of acquisition activity, the Company, as previously announced, has agreed a two year multi-currency revolving credit facility of up to £5 million (the "Revolving Credit Facility") with HSBC Bank plc, which can be used by the Company to fund acquisitions. Funds drawn down will attract interest at a rate of 4 per cent. per annum above three month LIBOR while a fee of 2 per cent. per annum will be charged on any part of the Revolving Credit Facility that is not drawn down. As at the date of this letter, £1.25 million has been drawn down from the facility to part fund the Mayfair acquisition and £350,000 has been drawn down to part fund the C and T Fire acquisition.

The Board maintains a close dialogue with HSBC Bank plc and is reviewing the structure and scale of facilities required for future potential acquisitions, along with ongoing requirements for working capital. Bank debt continues to be maintained within acceptable gearing levels.

In order to maintain a degree of flexibility in raising further funding should potential target acquisitions arise in the medium term, the Company is seeking shareholder approval to increase its authority to allot and issue shares for cash, up to a maximum of 419,658,000 Ordinary Shares, which equates to 29.9 per cent. of the Enlarged Share Capital. In the ordinary course the Company would look for an authority to allot shares generally of up to one third of the Enlarged Share Capital and an authority to allot shares for cash of up to 5 per cent. of the Enlarged Share Capital. The Board feels that the proposed increase balances Shareholders' interests with the Company's ability to react quickly to emerging target opportunities.

5. Use of Proceeds

The Company intends to use the proceeds of the Placing to fund the cash element of the next phase of its acquisition strategy. The Company is currently in discussions with a number of potential targets which the Directors believe would fit well with its existing platform.

The acquisition of a number of these targets if completed, could allow the Company to achieve integration benefits through cross selling and consolidation of back and front office operations to drive revenue opportunities and cost synergies. There is, however no guarantee that such revenue opportunities and cost synergies will be achieved.

6. Related Party Transactions

Any transaction entered into by the Company with a related party that exceeds 5 per cent. of any of the class tests established by the AIM Rules requires the independent Directors of the Company to consult with its Nominated Adviser and determine whether such transaction is fair and reasonable insofar as its shareholders are concerned.

Any transaction that exceeds 5 per cent. of any of the class tests as established by the AIM Rules, entered into by the Company with a Shareholder who holds more than 10 per cent. of the issued share capital of the Company is deemed to be a related party transaction. The participation in the Placing by Isis EP LLP, who at the date of this document hold 13.8 per cent. of the Existing Share Capital and have subscribed for 60,000,000 Placing Shares is therefore deemed to be a related party transaction for the purposes of the AIM Rules.

In addition and conditional on the Resolutions being passed, the Company has agreed to vary the terms of the existing options granted to John Prowse, Bob Holt and Richard Hodgson and to grant to John Prowse, Richard Hodgson and John Charlton additional options (as referred to in paragraph 9 below) in order to incentivise the executive team going forward. These transactions are deemed to be a related party transaction for the purposes of the AIM Rules.

The Directors, independent of each of the agreements referred to in this paragraph, having consulted with the Company's Nominated Adviser, Collins Stewart, consider the terms of the transactions described above to be fair and reasonable insofar as the Shareholders are concerned. In providing such advice Collins Stewart has taken into account, in relation to each related party transaction, the commercial considerations of those Directors who are independent of that transaction.

7. Details of the Placing

The Company proposes to raise gross proceeds of approximately £4 million through the issue of the Placing Shares at the Placing Price to certain institutional and other investors. The Placing Price represents a discount of 44.4 per cent. to the closing middle market price of 2.25 pence on 8 June 2010 being the last practicable date prior to the despatch of this document. The Placing Shares will represent 22.6 per cent. of the Company's Enlarged Share Capital immediately following Admission.

John Prowse, Richard Hodgson and John Charlton have each agreed to subscribe for respectively 2,000,000, 2,000,000 and 800,000 Placing Shares under the Placing. In addition, Anthony Beale, John Dobson, Michael Lee, Christopher Butler and Mike Hunter, who are all former or current directors of the Company's subsidiaries have each agreed to subscribe respectively for 4,000,000, 4,000,000, 4,000,000, 8,000,000 and 4,000,000 Placing Shares under the Placing. Simon West, a director of the recently acquired subsidiary Simon West Limited, has agreed, conditional on Admission, to convert the sum of £24,500 owed to him by the Company into 1,960,000 Ordinary Shares at the Placing Price.

The Placing is being made on a non pre-emptive basis as the time and costs associated with a pre-emptive offer resulting from the introduction of the EU Prospectus Rules (which came into force on 1 July 2005) are considered by the Directors to be excessive. The making of a pre-emptive offer would require the production of a prospectus which would have to comply with the Prospectus Rules and be pre-vetted and approved by the Financial Services Authority.

The Placing Shares when issued will rank *pari passu* with the Existing Ordinary Shares and will rank in full for any dividends and distributions paid or made in respect of the Ordinary Shares. It is expected that definitive evidence of title to the Placing Shares will be delivered under CREST on the date of their Admission.

Application will be made for the Placing Shares to be admitted to trading on AIM. It is expected that dealings in the Placing Shares will commence on AIM on 28 June 2010. The Enlarged Share Capital of the Company following Admission will be 1,403,539,968 Ordinary Shares (assuming that all of the Placing Shares are actually issued).

Shareholders should be aware of the possibility that the First Tranche Placing Shares might be unconditionally allotted and issued, but Admission might not occur. There can be no guarantee that Admission will occur. Consequently, even if the First Tranche Placing Shares have been unconditionally allotted and issued there is no guarantee that the placing of the Second Tranche Shares will become unconditional.

The Placing Agreement

Under the Placing Agreement, Collins Stewart has conditionally agreed to act as placing agent to the Company and to procure subscribers for the Placing Shares at the Placing Price, on a reasonable endeavours basis. The Placing has not been underwritten.

The Placing Agreement is conditional upon, *inter alia*, the satisfaction of the following conditions:

(a) the passing of the Resolutions;

(b) Admission taking place not later than 28 June 2010 (or such later time and date as the Company and Collins Stewart may agree being no later than 22 July 2010);

(c) there being no breach of warranty in the Placing Agreement prior to Admission (which is material in the context of the Placing); and

(d) the performance by the Company of its obligations under the Placing Agreement and/or other terms of or conditions to the Placing prior to Admission.

The Placing Agreement contains certain warranties from the Company in favour of Collins Stewart in relation to, *inter alia*, the accuracy of the information contained in this document and certain other matters relating to the Group and its business. In addition, the Company has given certain undertakings to Collins Stewart and has agreed to indemnify Collins Stewart in relation to certain liabilities it may incur in respect of the Placing. Collins Stewart has the right to terminate the Placing Agreement in certain circumstances prior to Admission including, *inter alia*, (i) for certain *force majeure* events or other events involving certain material adverse changes or prospective material adverse changes relating to the Group or (ii) in the event of a breach of the warranties or other obligations of the Company under the Placing Agreement.

Under the Placing Agreement the Company has agreed to pay Collins Stewart:

(a) a commission of 5 per cent. on the value of 300,000,000 Placing Shares at the Placing Price, payable in Placing Shares; and

(b) all other costs and expenses of Collins Stewart incurred in connection with the Placing and Admission.

Collins Stewart has agreed to receive their fee in Placing Shares at the Placing Price. It is expected that Collins Stewart's holding in the Company immediately following Admission will be 65,000,000 Ordinary Shares, representing approximately 4.6 per cent. of the Enlarged Share Capital following Admission.

The net proceeds of the Placing will be used for working capital purposes and to help fund any future acquisitions the Company may make.

8. Current Trading

The following are extracts from the preliminary announcement made on 19 May 2010:

"The Group is now heavily focussed around the four core areas of water treatment and hygiene, fire protection, pest control and prevention and energy consultancy and certification."

"These sectors have businesses which have relatively high margins, and operate in fragmented, regulatory driven markets where customers are seeking effective and efficient levels of service. This provides us with the opportunity to offer a platform for integrated services within these sectors whilst driving operational synergies."

"Post balance sheet date, the Company has acquired the entire issued share capital of Waterchem Limited – a leading national provider of water treatment and hygiene services for an initial consideration of £5.534 million. This has been satisfied by a payment of £4.0 million in cash, the issue of loan notes to the value of £533,919 and the issue of new ordinary shares to the value of £1 million. Further deferred consideration may become payable, dependent upon the delivery of specified profit targets for the year to 31 December 2010."

"On 4 May 2010, the Company completed the acquisition of the entire issued share capital of Mayfair Fire Protection Limited for an initial cash consideration of £2.392 million and the acquisition of the business and assets of Professional Fire Solutions Limited for an initial cash consideration of £121,951. In each case the vendors are staying with the businesses and are eligible for the payment of deferred consideration depending upon the achievement of agreed levels of EBITDA during the earn out periods."

"To assist with the continuing level of acquisition activity anticipated by the Company the Board has agreed a £5 million multicurrency revolving credit facility with HSBC Bank plc."

"The Board has also taken the opportunity to dispose of the Company's remaining 50 per cent. interest in Wyatt Biotech Limited and its 25 per cent. investment in Audio Medical Services Limited."

"Currently, the Board are continuing to review a number of other strategic acquisitions within all of our four core business areas identified previously."

"We now have a focussed business operating in profitable market sectors and a management team that is committed to driving shareholder value from a consolidation of activities within our core strategic marketplaces."

Additionally, as announced on 7 June 2010, the Company acquired the goodwill, business and assets of C and T Fire, a business primarily involved in the sale, service and maintenance of fire extinguishers, for an initial consideration of £550,000 in cash. Further consideration may become payable if certain revenue targets are met during the earn out period.

9. Options

Certain Directors have been granted options over Ordinary Shares through participation in the Company's Enterprise Management Incentive Share Option Scheme.

Director	*Type of Option*	*Date Option Granted*	*Option price per ordinary share (p)*	*Target Share Price (p)*	*No. of Ordinary Shares under option*	*Measurement Period*	*Exercise Period*
Bob Holt	2009 A	24 December 2009	1	2	10,291,309	1 September 2012 – 30 November 2012	1 December 2012 – 1 December 2017
	2009 B	24 December 2009	1	3	10,291,309	1 September 2013 – 30 November 2013	1 December 2013 – 1 December 2017
	2009 C	24 December 2009	1	4	10,291,309	1 September 2014 – 30 November 2014	1 December 2014 – 1 December 2017
	Total				30,873,927		
John Prowse	2009 A	24 December 2009	1	2	10,291,309	1 September 2012 – 30 November 2012	1 December 2012 – 1 December 2017
	2009 B	24 December 2009	1	3	10,291,309	1 September 2013 – 30 November 2013	1 December 2013 – 1 December 2017
	2009 C	24 December 2009	1	4	10,291,309	1 September 2014 – 30 November 2014	1 December 2014 – 1 December 2017
	Total				30,873,927		

Director	*Type of Option*	*Date Option Granted*	*Option price per ordinary share (p)*	*Target Share Price (p)*	*No. of Ordinary Shares under option*	*Measurement Period*	*Exercise Period*
Richard Hodgson	2009 A	1 February 2010	1	2	6,860,873	1 September 2012 – 30 November 2012	1 December 2012 – 1 December 2017
	2009 B	1 February 2010	1	3	6,860,873	1 September 2013 – 30 November 2013	1 December 2013 – 1 December 2017
	2009 C	1 February 2010	1	4	6,860,872	1 September 2014 – 30 November 2014	1 December 2014 – 1 December 2017
	Total				20,582,619		

The Company proposes the grant of new options to certain Directors in order to further align management and Shareholder interests through long term value creation following the Placing.

The Company proposes, conditional on Admission, the grant of new options over 91,393,585 Ordinary Shares, representing 6.51 per cent. of the Enlarged Share Capital to the Directors as set out below:

Director	*Type of Option*	*Date Option Granted*	*Option price per ordinary share (p)*	*Target Share Price (p)*	*No. of Ordinary Shares under option*	*Measurement Period*	*Exercise Period*
John Prowse	2010 A	9 June 2010	1.25	2.5	1,710,021	1 March 2013 – 31 May 2013	1 June 2013 – 31 May 2018
	2010 B	9 June 2010	1.25	3.5	1,710,021	1 March 2014 – 31 May 2014	1 June 2014 – 31 May 2018
	2010 C	9 June 2010	1.25	4.5	1,710,021	1 March 2015 – 31 May 2015	1 June 2015 – 31 May 2018
	Total				5,130,063		
Richard Hodgson	2010 A	9 June 2010	1.25	2.5	1,111,514	1 March 2013 – 31 May 2013	1 June 2013 – 31 May 2018
	2010 B	9 June 2010	1.25	3.5	1,111,514	1 March 2014 – 31 May 2014	1 June 2014 – 31 May 2018
	2010 C	9 June 2010	1.25	4.5	1,111,514	1 March 2015 – 31 May 2015	1 June 2015 – 31 May 2018
	Total				3,334,541		
John Charlton		9 June 2010	1.25	2.5	598,507	1 March 2013 – 31 May 2013	1 June 2013 – 31 May 2018

In total, the Company, conditional on Admission, is seeking to place an additional 0.49 per cent. of the Enlarged Share Capital of the Company under its Enterprise Management Incentive Share Option Scheme in order to incentivise new and existing employees and executive Directors.

As in the case of the options granted in December 2009, the proposed grants of options are to be divided into 2010 A, 2010 B and 2010 C tranches, each tranche vesting only on the achievement of certain Target Share Prices within a defined period (defined as the "Measurement Period") all as set out in the table above.

The Target Share Price for each tranche will be measured against the volume weighted average share price ("Average Price") of the Company and the Average Price must equal or exceed the Target Share Price over any ten consecutive trading days during the Measurement Period for the options in that tranche to vest in full.

If the Target Share Price for any tranche is not equalled or exceeded by the Average Price, the amount of options which may vest and become exercisable during the Exercise Period (as shown in the table above) will reduce *pro rata* to such underperformance.

The option arrangements contain terms which compare the Target Share Price for each tranche with a base price (being the Placing Price in respect of the tranche 2010 A option and 3p and 4p respectively for the tranche 2010 B and 2010 C options). The amount of options which vest and become exercisable ranges from nil if the base price is not exceeded by the Average Price, to 100 per cent. when the Average Price equals or exceeds the Target Share Price.

The Company has agreed with John Prowse, Bob Holt and Richard Hodgson that these provisions will apply retrospectively to the 2009 options granted in December 2009 and February 2010, in the case of Richard Hodgson.

The purpose of the provisions is to provide a more robust test of achievement of the Target Share Price (by use of the Average Price) and to align the interests of the optionholders more directly with the interests of the shareholders by ensuring that options only vest where there is long term sustainable increase in the share price.

In total the Company will, following the Placing and conditional on Admission, have 98,247,797 Ordinary Shares under options, representing 7.0 per cent. of the Enlarged Share Capital.

10. Directors' Shareholdings

10.1 As a result of the Placing the shareholdings of the following Directors will change as set out in the table below:

Director	*Number of existing Ordinary Shares*	*% of Existing Share Capital*	*Number of Ordinary Shares held immediately after Admission**	*% of Enlarged Share Capital**
Bob Holt	2,053,257	0.19	2,053,257	0.15
John Prowse	10,000,000	0.92	12,000,000	0.85
Richard Hodgson	nil	nil	2,000,000	0.14
John Charlton	1,743,000	0.16	2,543,000	0.18
Reginald Pomphrett**	625,011	0.06	625,011	0.04

* assuming that no Ordinary Shares are issued between the date hereof and the date of Admission and that all of the Placing Shares are actually issued

** Reginald Pomphrett's interest includes 1,680 Ordinary Shares held by him in his capacity as an executor of a deceased shareholder's estate.

10.2 In addition to the Directors' interests noted in the table above, Bob Holt holds 10.0 per cent., Reginald Pomphrett holds 1.1 per cent. and John Charlton holds 0.89 per cent. of the issued share capital of Ewen Cirencester plc which holds 8,640,000 Ordinary Shares representing approximately 0.62 per cent. of the Enlarged Share Capital.

10.3 Certain Directors have been granted options over Ordinary Shares through participation in the Company's Enterprise Management Incentive Share Option Scheme. This is set out in paragraph 9 above.

11. Major Shareholders

As a result of the Proposals the shareholdings of the following major shareholders will change as set out in the table below:

Shareholder	*Number of existing Ordinary Shares*	*% of Existing Share Capital*	*Number of Ordinary Shares held immediately after Admission**	*% of Enlarged Share Capital**
Rapid Realisations Fund Limited	152,340,000	14.02	152,340,000	10.85
ISIS EP LLP	150,000,000	13.80	210,000,000	14.96
Legal and General Assurance Society Limited	100,000,000	9.20	148,000,000	10.54
Gartmore Investment Limited	75,870,019	6.98	75,870,019	5.41
Invesco Limited	75,000,000	6.90	95,000,000	6.77
Artemis VCT plc	70,000,000	6.44	86,000,000	6.13

* assuming that no Ordinary Shares are issued between the date hereof and the date of Admission and that all of the Placing Shares are actually issued

12. Governance

The Company is seeking to strengthen the executive management team through the appointment of a new sales director who has been identified and would be expected to join later in the year. In addition, the Company is seeking to enhance the Board with a further Non-Executive Director during 2010 to chair the Audit and Remuneration committees of the Board. Accordingly, our governance standards will be under ongoing review as the Company evolves.

13. General Meeting

You will find set out at the end of this document a notice convening the GM of the Company to be held at the offices of Collins Stewart at 88 Wood Street, London, EC2V 7QR on 25 June 2010 at 8.00 a.m. at which the Resolutions will be proposed.

(i) to amend the articles of association of the Company to delete the reference to the authorised share capital of the Company. Under the Companies Act 2006, a company is no longer required to have an authorised share capital. The Directors will be limited as to the number of shares they can allot because allotment authority continues to be required;

(ii) to authorise the Directors to allot or grant rights over (in addition to the Placing Shares) up to £4,196,580 nominal value of Ordinary Shares pursuant to section 551 of the Act; and

(iii) to disapply the statutory pre-emption provisions contained in section 561 of the Act to enable the Directors in certain circumstances to allot Ordinary Shares for cash other than *pro rata* to Shareholders.

14. EIS and VCT Relief

The Company has received advance assurance from HM Revenue & Customs that the Placing Shares should qualify for VCT relief but only as regards VCT funds established prior to April 2006. The availability of tax relief will depend, *inter alia*, upon the investor and the Company satisfying various qualifying conditions, normally for a period of not less than three years. The Company cannot guarantee to conduct its activities in such a way as to maintain its status as a qualifying EIS or VCT investment but the Directors intend, as far as possible, to do so. Investors considering making a qualifying VCT investment are recommended to seek their own professional advice in order that they may fully understand how the relief legislation may apply in their individual circumstances.

Any Shareholder who is any doubt as to his taxation position under the EIS and VCT legislation, or who is subject to tax in a jurisdiction other than the UK, should consult an appropriate professional adviser.

15. Action to be taken by Shareholders

A Form of Proxy for use at the General Meeting accompanies this document. The Form of Proxy should be completed and signed in accordance with the instructions thereon and returned to the Company's registrars, Neville Registrars Limited, 18 Laurel Lane, Halesowen, West Midlands B63 3DA, so as to be received by no later than 8.00 a.m. on 23 June 2010. The completion and return of a Form of Proxy will not preclude a Shareholder from attending the General Meeting and voting in person should he or she so wish.

16. Importance of the Vote

In the event that Shareholders do not approve the Resolutions, the Placing will not proceed and the Board would need to consider alternative courses of action for the future strategy of the Company. Accordingly, the Directors consider that it is very important that Shareholders vote in favour of the Resolutions in order that the Placing can proceed.

17. Recommendation

The Directors consider the Placing to be in the best interests of the Company and Shareholders as a whole and accordingly unanimously recommend you to vote in favour of the Resolutions as they have irrevocably undertaken to do in respect of their aggregate shareholdings of 14,421,268 Existing Ordinary Shares representing 1.33 per cent. of the Company's Existing Share Capital.

Yours faithfully

Robert (Bob) Holt
Chairman

Notice of General Meeting

Notice is hereby given that a General Meeting ("**Meeting**") of Green Compliance PLC ("**the Company**") will be held at the offices of Collins Stewart at 88 Wood Street, London, EC2V 7QR on 25 June 2010 at 8.00 a.m. at which the following resolutions will be proposed as to Resolution 2 as an ordinary resolution and as to Resolutions 1 and 3 as special resolutions:-

1. That the following provision contained in Article 3 of the Articles of Association of the Company be and is hereby deleted:

   The authorised share capital of the Company at the date of the adoption of these Articles is £2,500,000 divided into 250,000,000 Ordinary Shares of 1p each.

2. That, subject to and conditional upon the passing of resolution 1 above, the Directors be and are hereby generally and unconditionally authorised for the purposes of Section 551 of the Companies Act 2006 (the "**Act**"), to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") (i) in respect of the Placing Shares and (ii) up to an aggregate nominal amount equal to £4,196,580 provided that the authority hereby conferred shall expire five years from the date of this resolution unless previously renewed, varied or revoked by the Company in general meeting save that the Company may before such expiry make any offer or agreement which would or might require shares to be allotted or Rights to be granted after such expiry and the Directors may allot shares or grant Rights in pursuance of any such offer or agreement as if the authority conferred hereby had not expired.

   This authority shall be in substitution for and shall replace any existing authority pursuant to Section 551 of the Act to the extent not utilised at the date this resolution is passed.

3. That, subject to and conditional upon the passing of resolutions 1 and 2 above and in accordance with section 570 of the Act, the Directors be and are hereby generally empowered to allot equity securities (as defined in Section 560 of the Act) for cash, either pursuant to the authority conferred by resolution 2 above or by way of a sale of treasury shares, as if Section 561(1) of the Act did not apply to any such allotment save that such power will be limited to:

   (a) the allotment of equity securities in connection with an offer by way of a rights issue or similar offer to shareholders of the Company where the interests of all shareholders of the Company are proportionate or as nearly proportionate as practical to the numbers of Ordinary Shares held by them but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange;

   (b) the allotment of the Placing Shares (as defined in the circular to the Shareholders of the Company dated 9 June 2010; and

   (c) the allotment (otherwise than pursuant to a to b above inclusive) for cash of equity securities up to an aggregate nominal amount of £4,196,580.

   The power granted by this resolution will expire on 25 June 2011 or, if earlier, the conclusion of the Company's annual general meeting to be held in 2011 (unless renewed, varied or revoked by the Company prior to or on such date) save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offers or agreements as if the power conferred hereby had not expired.

This resolution revokes and replaces all unexercised powers previously granted to the Directors to allot equity securities as if Section 561(1) of the Act did not apply but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to such authorities.

By Order of the Board

Reginald Pomphrett
Secretary

9 June 2010

Purlieu's
Cotswold Centre
Ewen
Cirencester
GL7 6BY

Notes

1. As a member of the Company, you are entitled to appoint one or more proxies to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this notice of Meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.

2. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your 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 Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.

3. 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.

4. If you do not give your proxy an indication of how to vote on the resolution, 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 Meeting.

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

6. To appoint a proxy using the proxy form, the form must be (i) completed and signed; (ii) sent or delivered to Neville Registrars Limited, 18 Laurel Lane, Halesowen, West Midlands B63 3DA clearly marked "Proxy Return"; and (iii) received by the registrars no later than 48 hours before the appointed time of the Meeting (excluding any date that is not a weekday).

7. Pursuant to regulation 41(1) of the Uncertificated Securities Regulation 2001, to be entitled to attend and vote at the 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 by 8.00 a.m. on 23 June 2010 (or, in the event of any adjournment, not less than 48 hours prior to the time of 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 meeting, notwithstanding any provision in any enactment, the articles of association of the Company or other instrument to the contrary.

8. 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.

9. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

10. Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact the Company Secretary. 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.

11. In order to revoke a proxy instruction you will need to inform the Company using one of the following methods (i) by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to the Company Secretary; (ii) 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 for 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; and (iii) in either case, the revocation notice must be received by the Company no later than 48 hours before the appointed time of the Meeting.

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

13. Except as provided above, members who have general queries about the Meeting should contact the Company Secretary (no other methods of communication will be accepted).

14. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) thereof 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 voting 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.

15. 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 CRESTCo's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or 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 (ID 7RA11) by the latest time(s) for receipt of proxy appointments specified in the notice of Meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications 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.

16. CREST members and, where applicable, their CREST sponsors or voting service providers should note that CRESTCo does not make available special procedures in CREST for any particular messages. 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(s), 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 service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

17. 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.

18. In order to facilitate voting by corporate representatives at the Meeting, arrangements will be put in place so that (i) if a corporate shareholder has appointed the chairman of the meeting as its corporate representative to vote on a poll in accordance with the directions of all of the other corporate representatives for that shareholder at the meeting, then on a poll those corporate representatives will give voting directions to the chairman and the chairman will vote (or withhold a vote) as corporate representative in accordance with those directions; and (ii) if more than one corporate representative for the same corporate shareholder attends the meeting but the corporate shareholder has not appointed the chairman of the meeting as its corporate representative, a designated corporate representative will be nominated, from those corporate representatives who attend, who will vote on a poll and the other corporate representatives will give voting directions to that designated corporate representative. Corporate shareholders are referred to the guidance issued by the Institute of Chartered Secretaries and Administrators on proxies and corporate representatives (www.icsa.org.uk) for further details of this procedure. The guidance includes a sample form of appointment letter if the chairman is being appointed as described in (i) above.

19. As at 8 June 2010 (being the last business day prior to the date of this Notice) the Company's issued share capital consists of 1,086,579,968 ordinary shares of 1p, carrying one vote each and 138,045,161 deferred shares of 1p carrying no votes per share. Therefore, the total voting rights in the Company as at 8 June 2010 are 1,086,579,968.

20. The register of Directors' interest in the share capital of the Company, copies of the Directors' contracts of service with the Company or its subsidiaries copies of the memorandum and articles of association of the Company and the register of members will be available for inspection at the registered office of the Company, Purlieu's, Cotswold Centre, Ewen, Cirencester GL7 6BY during usual business hours on any weekday (Saturdays, Sundays and public holidays excluded) from the date of this Notice until the conclusion of the Meeting and will be available for inspection at the place of the Meeting for at least 15 minutes prior to and during the Meeting.