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**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

**If you are in any doubt as to the action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.**

**If you have sold or transferred your entire holding of Ordinary Shares in Atlas Investments Public Limited Company (“the Company”), please pass this document, together with the enclosed proxy form, to the person through whom the sale or transfer was effected for transmission to the purchaser or transferee.**

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**Atlas Investments Public Limited Company  
 (“the Company”)**

**Notice of 2019 Annual General Meeting**

# **Altas Investments plc**

*Incorporated in Ireland with limited liability under the Companies Act 2014. Registered No. 89782  
Registered Office: The Merrion Buildings, 18-20 Merrion Street, Dublin D02 XH98, Ireland*

***Directors:***

Vincent Crowley (Chairman)

PJ Browne\*

Paul Furlong\*

Michael Walsh\*

*\* denotes non-executive*

***Company Secretary:***

Caroline Bergin

23 August, 2019

## **Notice of 2019 Annual General Meeting (“AGM”)**

Dear Shareholder

Your attention is drawn to the attached notice of the AGM of the Company which will be held at the offices of Arthur Cox, Ten Earlsfort Terrace, Dublin 2 at 11.00 a.m. on Tuesday, 17<sup>th</sup> September, 2019. Please note that the Board proposes that only ordinary business is to be transacted at the AGM and there are no special resolutions proposed. Your Board believes that the resolutions to be proposed at the AGM are in the best interests of the Company and its shareholders. Accordingly, your Directors unanimously recommend you to vote in favour of the resolutions as they intend to do in respect of all the ordinary shares which can be voted by them.

**Further Action**

A Form of Proxy for use at the AGM is enclosed. You are requested to complete, sign and return the Form of Proxy as soon as possible whether or not you propose to attend the meeting in person. To be valid, the Form of Proxy should be returned by hand or by post to the Company’s Registrar; Link Registrars Limited, P.O. Box 1110, Maynooth, Co. Kildare (if delivered by post) or to 2 Grand Canal Square, Dublin 2, D02 A342 (if delivered by hand), to arrive not less than 48 hours before the time appointed for the holding of the meeting. The completion and return of a form of proxy will not preclude you from attending and voting at the meeting should you so wish.

Yours sincerely

**Vincent Crowley**

*Chairman*

## NOTICE OF ANNUAL GENERAL MEETING

Of

**Altas Investments Public Limited Company (“the Company”)**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of the Company will be held at the offices of Arthur Cox, Ten Earlsfort Terrace, Dublin 2 at 11.00 a.m. on 17 September 2019 for the following purposes:-

**As ORDINARY BUSINESS to consider and, if thought fit, pass the following ordinary resolutions:**

1. Following a review of the Company’s affairs, to receive and consider the financial statements for the year ended 31st March, 2019 together with the reports of the Directors and Auditors thereon (**Resolution 1**).
2. To re-appoint Vincent Crowley, who retires in accordance with the Articles of Association and, being eligible, offers himself for re-election as a director (**Resolution 2**).
3. To re-appoint PJ Browne, who retires in accordance with the Articles of Association and, being eligible, offers himself for re-election as a director (**Resolution 3**).
4. To re-appoint Paul Furlong, who retires in accordance with the Articles of Association and, being eligible, offers himself for re-election as a director (**Resolution 4**).
5. To re-appoint Michael Walsh, who retires in accordance with the Articles of Association and, being eligible, offers himself for re-election as a director (**Resolution 5**).
6. To authorise the Directors to fix the remuneration of the Auditors for the year ending 31<sup>st</sup> March, 2020 (**Resolution 6**).

By order of the Board

**Caroline Bergin**  
*Company Secretary*  
23 August, 2019

Registered Office:  
The Merrion Buildings,  
18-20 Merrion Street,  
Dublin D02 XH98,  
Ireland.

## NOTES:

### 1. **Conditions for participating in the meeting**

Every member, irrespective of how many Altas shares they hold, has the right to attend, speak, and vote at the AGM. Completion of a form of proxy will not affect your right to attend, speak and vote at the AGM in person. The right to participate in the AGM is subject to the registration of the shares on the Record Date (defined at note 2 below).

### 2. **Record Date for AGM**

The Company, pursuant to section 1095 of the Companies Act 2014 and Regulation 14 of the Companies Act, 1990 (Uncertificated Securities) Regulations 1996, specifies that only those Shareholders registered in the register of members of the Company as at 7.00 pm on 15 September, 2019 (“Record Date”) (or in the case of an adjournment as at 7.00pm on the day which is two days before the time appointed for the holding of the adjourned meeting) shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at the time. Changes in the register after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.

### 3. **Appointment of proxy**

If you cannot attend the AGM in person, you may appoint a proxy (or proxies) to attend, speak, ask questions and vote on your behalf. For this purpose, an individualised Form of Proxy has been sent to each Shareholder. A member entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend, speak and vote on his/her behalf. A proxy need not be a member of the Company. You may appoint the Chairman of the Company or another individual as your proxy. You may appoint a proxy by completing the Form of Proxy, making sure to sign and date the form at the bottom and return it in the pre-paid envelope provided. Forms of Proxy, to be valid, must reach the Registrars to the Company; Link Registrars Limited, PO Box 1110, Maynooth, Co. Kildare, Ireland (if by post) or Link Registrars Limited, 2 Grand Canal Square, Dublin 2, D02 A342, Ireland (if by hand) not later than 48 hours before the time appointed for the holding of the Meeting. If you are appointing someone other than the Chairman as your proxy, then you must fill in the details of your representative at the meeting in the box located underneath the wording “I/We hereby appoint the Chairman of the AGM OR the following person” on the Form of Proxy.

CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the AGM 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. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST Proxy Instruction must be properly authenticated in accordance with Euroclear UK & Ireland Limited (“EUI”)’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 Link Registrars Limited (CREST Participant ID 7RA08) by 11.00 a.m. on 15 September 2019. 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 Link Registrars Limited 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. CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI 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. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Regulations.

If you appoint the Chairman or another person as a proxy to vote on your behalf, please make sure to indicate how you wish your votes to be cast by ticking the relevant boxes on the Form of Proxy. Completing and returning a form of proxy will not preclude you from attending and voting at the meeting should you so wish.

### 4. **How to exercise your voting rights**

As a Shareholder, you have several ways to exercise your right to vote:

By attending the AGM in person; or

By appointing the Chairman or another person as a proxy to vote on your behalf.

In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other registered holder(s) and, for this purpose, seniority will be determined by the order in which the names stand in the register of members. In the case of a corporation, the form of proxy must be either executed under seal or signed on its behalf by an officer or attorney, duly authorised.