



FBD Holdings plc

IMPORTANT NOTICE

Measures to reduce Coronavirus (COVID-19) transmission at the Extraordinary General Meeting to be held on Friday 12 February 2021

In accordance with applicable regulations and public health guidelines in force in Ireland in connection with COVID-19 FBD feels that it is imperative that we play our role in trying to prevent community transmission and reducing unnecessary travel during this period. We believe it would be inappropriate to have a large gathering for our EGM during the Covid-19 pandemic.

The Extraordinary General Meeting will take place in FBD House, Bluebell, Dublin 12 on 12 February 2021. It is important to note that the meeting will be held under constrained circumstances, it will be conducted swiftly and efficiently and the venue will be vacated promptly.

The business of the EGM will be to consider and, if thought fit, approve certain resolutions which are necessary to ensure the Company's shares can continue to be settled electronically when they are traded on Euronext Dublin and the London Stock Exchange and remain eligible for continued admission to trading and listing on those exchanges. Continued access to electronic settlement, and approval of the resolutions set out in the Circular, are important to enable continued trading and liquidity in the Company's shares and the Board believes that they are therefore crucial to the interests of the Company and its shareholders as a whole. The Board strongly urges shareholders to review the contents of the Circular in their entirety and consider the Board's recommendation to vote in favour of the proposed resolutions.

We encourage shareholders not to attend the EGM in person. Instead, we urge all shareholders, regardless of the number of shares that you own, and regardless of whether you hold your shares in certificated form (i.e. paper) or electronically, to complete, sign and return your form of proxy as soon as possible but, in any event, so as to reach the Company's Registrar **no later than 11.00 a.m. on 10 February 2021** in order to ensure that you can vote and be represented at the EGM. Please see the notes to the notice of EGM for further details in respect of the form of proxy.

Copies of the Circular, the Articles of Association marked up to show the changes proposed to be made by Resolution 2 and all other material documents relevant to the EGM will be available for inspection during normal business hours on any business day from the date of this letter until the EGM at the registered office of the Company, and online at <https://www.fbdgroup.com/investor-relations/EGM-2021/>

In light of COVID-19, the Company requests shareholders not to attend the Company's offices but instead to inspect the documents on the Company's website <https://www.fbdgroup.com/investor-relations/EGM-2021/>

Voting

Given the health risks we strongly encourage all shareholders on this occasion to submit their proxy forms remotely to ensure their vote counts at the EGM and refrain from attending in person. Proxy voting can be completed in advance of the EGM by availing of one of the following options:

- **By posting the completed proxy to the Company's Registrar, Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland to arrive by 10 February 2021 at 11:00 a.m.; or**
- **By fax to +353 1 447 5572, provided it is received in legible form and by 10 February 2021 at 11.00 a.m.; or**
- **By submitting a proxy by electronic means via the Registrar's website www.eproxyappointment.com; or**
- **By submitting a proxy via the CREST System if you hold shares in CREST.**

For further instructions on remote voting, please see your enclosed proxy form and the Information for Shareholder forming part of the EGM notice, which is published on www.fbdgroup.com. Proxies must be received by no later than 11 a.m. on 10 February 2021.

Members may listen to the proceedings of the meeting remotely by telephone conference:

Participant

1. In the 10 minutes prior to call start time, call the appropriate Participant Dial-In Number as listed below.
2. Enter the Event Plus Passcode stated below and leave any information requested after the tone. You will be joined automatically to the conference.

Passcode:	5468625
Participant Event International Dial in:	+44 (0) 2071 928338
Ireland, Dublin	015060650
United Kingdom	08444819752
Germany	03052002085
United States	16467413167

Please note that this facility will allow you to listen to the business of the EGM only, you will not be able to use this facility to vote, raise points or issues, ask questions or table resolutions.

Questions at the EGM

Members may submit questions relating to the business of the meeting in advance by email to investorrelations@fbd.ie no later than 11 a.m. on 10 February 2021. Questions received will be addressed at the meeting.

Additionally, should you wish to be sent copies of any documents relating to the meeting, you may request these by telephoning the Company's Registrar on +353 1 4475 101 or by e-mail to investorrelations@fbd.ie.

If you have any queries, please contact me by e-mail to investorrelations@fbd.ie or the Company's Registrar, Computershare Investor Services (Ireland) Limited on +353 1 4475 101.

Derek Hall

Company Secretary
FBD House, Bluebell, Dublin 12, Ireland

18 January 2021