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If you sell or have sold or otherwise transferred all of your Ordinary Shares you should forward this document and the accompanying Form of Proxy 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. If you have sold or otherwise transferred only part of your holding of Ordinary Shares, please contact immediately your stockbroker, bank or other agent through whom the sale or transfer was effected.

This document does not constitute an offer or invitation for any person to subscribe for or purchase any securities in the Company. This document is provided in connection with shareholder approval, and is not a prospectus, offering circular, placement memorandum or the like containing the information accompanying a securities offering.

The Directors of getmobile europe plc (“getmobile”), whose names appear on page 5 of this document, accept responsibility for the information contained in this document including responsibility for compliance with the AIM Rules. 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.

getmobile europe plc

(Incorporated and registered in England and Wales under the Companies Act 1985 with registered number 5098197)

Proposed disposal of certain assets of getmobile AG

Notice of Extraordinary General Meeting

Davy, which is regulated in Ireland by the Financial Regulator, is nominated adviser (pursuant to the AIM Rules) to the Company. Davy is acting exclusively for the Company in connection with arrangements described in this document and is not acting for any other person and will not be responsible to any person for providing the protections afforded to customers of Davy or for advising any other person in connection with the arrangements described in this document.

Your attention is drawn to the letter from the Chairman of getmobile set out on pages 5 to 9 of this document, which explains the purpose of the Resolution to be proposed at the Extraordinary General Meeting and includes the recommendation from the Board to vote in favour of the Resolution.

A Notice of the Extraordinary General Meeting of getmobile to be held at 12.00 p.m. at the offices of Eversheds LLP, 1 Wood Street, London EC2V 7WS, United Kingdom on 15 December 2009 is set out on page 10 of this document.

A Form of Proxy for use at the Extraordinary General Meeting is enclosed. You are requested to complete 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 enclosed Form of Proxy should be completed and returned by hand or by post to getmobile’s registrars, Capita Registrars, PXS, 34 Beckenham Road, Beckenham, BR3 4TU, United Kingdom, to arrive by no later than 12.00 p.m. on 13 December 2009. Completion and return of a Form of Proxy will not preclude you from attending and voting at the Extraordinary General Meeting should you so wish.

This document has not been approved by the London Stock Exchange or the UK Listing Authority or any other regulator. The distribution of this document in certain jurisdictions may be restricted by law and therefore persons receiving this document should inform themselves about and observe any such restrictions. This document does not constitute, nor is it intended to constitute, investment research or investment advice by getmobile or any other person. This document has not been prepared in accordance with the legal requirements designed to promote the independence of investment research and is not subject to any prohibition on dealing ahead of the dissemination of investment research.

This document contains forward-looking statements. These statements relate to the Group’s future prospects, developments and business strategies. Forward-looking statements are identified by their use of terms and phrases such as “believe”, “could”, “envisage”, “estimate”, “intend”, “may”, “plan”, “will” or the negative of those, variations or comparable expressions, including references to assumptions. The forward-looking statements contained in this document are based on current expectations and are subject to risks and uncertainties that could cause actual results to differ materially from those expressed or implied by those statements. If one or more of the risks or uncertainties set out below materialise, or if underlying assumptions prove incorrect, the Group’s actual results may vary materially from those expected, estimated or projected. Given these risks and uncertainties, potential investors should not place any reliance on forward-looking statements. These forward-looking statements speak only as at the date of this document. Neither the Directors nor the Group undertake any obligation to update forward-looking statements or risk factors other than as required by the AIM Rules or by the rules of any other securities regulatory authority, whether as a result of new information, future events or otherwise.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this document	30 November 2009
Latest time and date for receipt of Forms of Proxy for the Extraordinary General Meeting	12.00 p.m., 13 December 2009
Extraordinary General Meeting	12.00 p.m., 15 December 2009

All references in this document are to London times unless otherwise stated.

If any details contained in the timetable above should change, the revised times and dates will be notified by means of an announcement through a Regulatory Information Service.

DEFINITIONS

In this document the following expressions have the following meanings unless the context otherwise requires or unless otherwise provided:

“2006 Act”	the Companies Act 2006, as amended;
“AGM”	Annual General Meeting;
“AIM”	the market of that name operated by the London Stock Exchange;
“AIM Rules”	the rules governing the admission to and operation of AIM as published by the London Stock Exchange from time to time;
“the Board” or “Directors”	the board of directors of getmobile;
“the Business”	the mobile phone contracts business operated by getmobile AG and its wholly owned subsidiary KK Media GmbH;
“Capita Registrars”	Capita Registrars Limited;
“Circular”	this document;
“Davy”	J&E Davy, trading as Davy, or as the context so requires, any affiliate thereof or company within the Davy group;
“Disposal”	the proposed disposal of the assets of getmobile AG pursuant to the terms and conditions of the Sale Agreement;
“€”	euro, the legal currency of the participating Member States of the European Union as defined in Recital (2) of Council Regulation 974/98/EC on the introduction of the euro;
“EGM” or “Extraordinary General Meeting”	the extraordinary general meeting of getmobile, to be held at 12.00 p.m. on 15 December 2009 at the offices of Eversheds LLP, 1 Wood Street, London EC2V 7WS, United Kingdom;
“Form of Proxy”	the form of proxy for use at the Extraordinary General Meeting enclosed with this document;
“getmobile” or “the Company”	getmobile europe plc;
“getmobile AG”	getmobile AG, a subsidiary of getmobile;
“getmobile Group” or “the Group”	getmobile and its subsidiary companies and undertakings as defined in section 1159 and 1162 (respectively) of the 2006 Act;
“£”	Great Britain pounds, the legal currency of the United Kingdom;
“Latest Practicable Date”	27 November 2009, being the latest practicable date prior to the publication of this Circular;
“London Stock Exchange”	The London Stock Exchange plc;
“Interim Results”	the interim results of the Group for the six months to 30 June 2009, as issued on 29 September 2009;

“Notice”	the notice of Extraordinary General Meeting set out at the end of this document;
“Ordinary Share(s)”	ordinary shares of £0.10 each in the capital of the Company;
“Purchaser”	getmobile GmbH, a wholly-owned subsidiary of wap-telecom;
“Registrar”	getmobile’s registrar, being Capita Registrars;
“Resolution”	the resolution to approve the Disposal as set out in the Notice;
“Shareholder(s)”	holder(s) of Ordinary Shares;
“Sale Agreement”	the conditional sale agreement dated 25 November 2009 between getmobile AG and the Purchaser in respect of the Disposal;
“UK Listing Authority”	the Financial Services Authority, acting in its capacity as the competent authority for the purposes of Part VI of the Financial Services and Markets Act 2000 of the United Kingdom; and
“wap-telecom”	wap-telecom GmbH, Trier, Germany.

Notes

- (i) unless otherwise stated in this Circular, all reference to statutes or other forms of legislation shall refer to statutes or forms of legislation of the United Kingdom. Any reference to any provision of any legislation shall include any amendment, modification, re-enactment or extension thereof.
- (ii) Words importing the singular shall include the plural and vice versa and words importing the masculine gender shall include the feminine or neuter gender.

LETTER FROM THE CHAIRMAN OF GETMOBILE EUROPE PLC

getmobile europe plc

(Incorporated and registered in England and Wales under the Companies Act 1985 with registered number 5098197)

Director:

Pierce Casey – *Non-Executive Chairman*
Tim Schwenke – *Chief Executive Officer*
Patrick Bosch – *Chief Technology Officer*
Sven Schreiber – *Chief Financial Officer*
Daniel Wild – *Executive Director*
Brian Stephens – *Non-Executive Director*
Maximilian Ardelt – *Non-Executive Director*

Registered Office
4th Floor,
74 Chancery Lane,
London WC2A 1AD,
United Kingdom.

30 November 2009

To the Shareholders of getmobile europe plc

Proposed disposal of the assets of getmobile AG

Notice of Extraordinary General Meeting

Dear Shareholder,

1. Introduction

On 26 November 2009, the Company announced that its subsidiary getmobile AG had entered into a Sale Agreement in connection with the proposed sale of its mobile phone contracts business to a newly incorporated, wholly-owned subsidiary of wap-telecom GmbH, a company based in Trier in Germany, for an aggregate cash consideration of €700,000. The mobile phone contracts business primarily involves the sale of post paid mobile phone contracts bundled with a mobile phone handset and attractive consumer goods to retail customers in Germany. The net consideration to be received by getmobile AG after taxes and other transaction costs will be approximately €590,000.

The Disposal constitutes a “substantial transaction” under Rule 12 of the AIM Rules and amounts to a disposal resulting in a fundamental change of business under Rule 15 of the AIM Rules. Accordingly, completion of the Disposal is conditional, *inter alia*, on approval by Shareholders at an extraordinary general meeting of the Company.

The Extraordinary General Meeting of the Company is to be held at 12.00 p.m. on 15 December 2009 at the offices of Eversheds LLP, 1 Wood Street, London EC2V 7WS, United Kingdom for the purpose of approving the Disposal. The notice convening the Extraordinary General Meeting is set out at the end of this document.

The purpose of this Circular is to provide you with, *inter alia*, the background to and the reasons for the Disposal and why the Board considers it to be in the best interests of the Company.

2. Background to and reasons for the disposal

In the chairman’s statement issued on 26 March 2009 as part of the Group’s preliminary results for the year ended 31 December 2008, it was reported that the Company was planning to engage a specialist e-commerce banking boutique to review the Group’s portfolio of businesses in the context of a broader review of the Group’s e-commerce strategy, and that the outcome of the review could involve possible disposals.

At that time the mobile phone contracts businesses operated by getmobile AG, and its wholly owned subsidiary KK Media, constituted by far the largest part of the Group’s business augmented by its in-house support functions and growing early stage e-commerce businesses.

Since March of this year, trading in the Business has been increasingly difficult. The nature of the growing pressure on the Business was reflected in the Company's AGM statement (issued on 14 May, 2009), the Group's trading update (issued on 26 June, 2009) and the chairman's statement issued in connection with the Interim Results (issued on 29 September, 2009). While in May of this year it was anticipated that the Business would experience a normal pick-up in activity in the second half of the year, the trading update issued in June, 2009 warned of anticipated losses for the year to 31 December, 2009 and the chairman's statement in September, 2009 reported the decisions of the Board (i) to write off all goodwill associated with the Business and (ii) to either dispose of the Business for modest consideration or to operate it on a much reduced scale.

The Board is of the view that there has been a fundamental change in the post paid mobile phone contracts market in Germany arising from a change of focus by the mobile phone operators from growing subscriber numbers to cost control and cash generation. This change in focus has undermined the basis of the Group's existing mobile phone contract business model which, although very effective for them, is seen as relatively high cost by the mobile phone operators. As a result the Group saw a 51 per cent. drop in the number of contracts sold in the 6 months to 30 June 2009 (in comparison to the same period in the prior year). This decline has continued since that date and it is anticipated that the Business will record a substantial loss in the year to 31 December 2009. The Board does not foresee a material improvement in market conditions in the short to medium term and the cost reduction initiatives introduced to date have proven to be insufficient to offset the revenue decline.

The Board has concluded that the only alternative to a sale of the Business would be its closure at or around the end of the year with substantial associated redundancy and liquidation costs. The Board believes that the proposed sale of the Business therefore represents a more attractive option for the Group, its shareholders, staff involved in the Business and its customers.

3. Information on the purchaser

Following an extensive sales process run on behalf of the Group by Corporate Finance Partners CFP Beratungs GmbH, wap- telecom GmbH was identified as the preferred purchaser for the Business.

wap-telecom, based in Trier in western Germany, was founded in 1999 and is involved in the wholesale and retail sale of mobile phones and IT products. Prior to a management buy-out in 2002, wap-telecom was a wholly owned subsidiary of getmobile AG.

In January 2006 getlogics GmbH was set up by getmobile AG to provide logistics support to the Group and third party customers. getlogics GmbH was initially owned 39 per cent. by getmobile AG, 51 per cent. by its managing director and 10 per cent. by wap-telecom. getmobile AG subsequently increased its stake to 64 per cent. (via the acquisition of part of the managing director's holding) and wap-telecom retains a 10 per cent. shareholding in getlogics GmbH.

wap-telecom is making the acquisition via a newly incorporated, wholly-owned subsidiary called getmobile GmbH.

4. Information on the business and its financial performance

getmobile AG was incorporated in Germany in 1998 and was acquired by the Company in August 2005. In 2006 it acquired 100 per cent. of KK Media GmbH. Apart from acting as an intermediate holding company for the Group's investment in two of its other subsidiaries, getmobile AG's business involves the sale of post paid mobile phone contracts, bundled with a mobile phone handset and attractive consumer goods, to retail customers in Germany. getmobile AG operates via direct marketing channels only and does not have any physical retail presence. The largest proportion of getmobile AG's sales are made via its own-branded print, television and internet sales channels.

The following table highlights the pro forma financial performance of getmobile AG and KK Media GmbH:

	<i>6 months ended 30 June 2009 (proforma) €'000's</i>	<i>12 months ended 31 December 2008 (proforma) €'000's</i>	<i>12 months ended 31 December 2007 (proforma) €'000's</i>
Revenue			
Mobile phone contracts	15,718	74,864	57,076
Sale of hand sets	0	24,400	42,100
Total	<u>15,718</u>	<u>99,264</u>	<u>99,176</u>
Earnings before interest and tax	148	3,392	2,887
	<i>No.</i>	<i>No.</i>	<i>No.</i>
Number of mobile phone contracts sold	33,995	173,500	138,700

The proforma numbers have been prepared excluding intercompany sales and revenues not related to the Business.

In 2007 and 2008 in addition to the sale of mobile phone contracts, getmobile AG also sold mobile phone hand sets to other German distributors when attractive market opportunities arose. This aspect of the Business declined in 2008 and no suitable market opportunities were identified in 2009.

While trading in the first quarter of 2009 was less buoyant than the comparable period in 2008 with 24,691 contracts sold, sales reduced substantially in the second quarter. As a result, only 33,995 contracts were sold in the first six months, representing a 51 per cent. drop compared with the 69,654 contracts sold in the first six months of 2008. Sales since June 2009 have continued to decline with only 6,081 contracts sold in the three months to 30 September 2009.

5. Summary of the sale agreement

If approved, the Disposal will be effected in accordance with the terms of the Sale Agreement entered into by getmobile AG and the Purchaser, on 25 November 2009. Under the terms of the Sale Agreement, on completion, getmobile AG will transfer the principal assets associated with the Business (comprising inventory, contracts, software, trademarks (including the getmobile name), domain rights and other intellectual property) to the Purchaser in consideration for the payment by the Purchaser of a gross amount of €700,000 in cash as follows:

- €400,000 payable upon transfer of the assets subject to the Disposal; and
- €300,000 in four instalments of €75,000 each, payable on 31 July 2010, 31 December 2010, 31 July 2011 and 31 December 2011.

In addition, the book value of inventory held by getmobile AG on 31 December 2009 will be determined and an additional payment in respect of the aggregate value of such inventory will be made to getmobile AG by the Purchaser. There will be no further working capital adjustments and getmobile AG will retain all accounts payable, accounts receivable and cash balances on completion.

The Sale Agreement contains various representations and warranties which are customary for an agreement of this nature.

6. Future strategy and use of the consideration by the company

The gross proceeds of the Disposal, prior to the inventory adjustment referred to above and before transaction costs, will be €700,000, in cash, of which €400,000 is payable on completion. The net proceeds of the Disposal, after advisers' fees, taxes and other transaction costs will be approximately €590,000.

The proceeds of the Disposal will be retained within the Group and will be used in the advancement of the Group's strategy, as further set out below. It is anticipated that Group cash balances as at 31 December 2009 and assuming completion of the Disposal will amount to approximately €8.5 million. Following the completion of the Disposal, the Group's principal businesses will comprise:

(a) ***e-commerce businesses held directly by the Company***

- a 90 per cent. interest in Pauldirekt, a German internet shopping club site (www.pauldirekt.de), established and launched by the Group in November 2008. Pauldirekt is a closed, membership-only internet community site which offers top quality electronic and other consumer products to its members at uniquely discounted prices. In the past 12 months since launch Pauldirekt has acquired more than 750,000 registered users and continues to grow strongly. During 2010 the Group intends to continue to invest in the growth of this business which is anticipated to become profitable on a monthly basis in the course of 2010.
- a 95 per cent. interest in Premingo GmbH, a Munich based operator of the *Premingo* website (www.premingo.de) which was launched in May 2008. The *Premingo* website offers a large range of consumer contracts to German consumers in a single online market place. Consumers can use the *Premingo* website to access contracts for services including electricity, gas, broadband, mobile phones, insurance and credit card contracts. These contracts are also offered with free bundled consumer goods and the internet platform enables the customer to choose their own bundle. The company is approaching break-even and is not anticipated to require significant further investment in 2010.
- a 36.9 per cent. interest in Shirtinator AG, an e-commerce business engaged in on-line marketing and retailing of customised printed T-shirts and other items of clothing primarily in Germany and other European markets, established in Munich in 2007. The majority of its sales currently take place via its www.shirtinator.de website. The business operates from its base in Munich and via a subsidiary based in Bratislava, Slovakia where its production and IT facilities are based. Shirtinator is profitable and has significantly outperformed the targets set at the time of the Group's initial investment. It is anticipated that it will continue to grow strongly in 2010 both through European expansion and a broader product range.
- a 7.5 per cent. interest in mybestbrands GmbH an innovative online shopping lead generation company. As the Group's strategy going forward will be to hold majority stakes in all companies it has an interest in, it is anticipated that the Group will either significantly increase its interest in mybestbrands GmbH in the future or seek to sell the stake at an attractive valuation.

(b) ***Service companies held directly by getmobile AG***

- a 100 per cent. subsidiary, getperformance GmbH (previously known as getonTV GmbH) provides the Group and third party customers with direct response TV advertising booking and optimisation services as well as performance based online marketing services. Getperformance is operating profitably and it is anticipated that profits will grow in 2010.
- a 64 per cent. interest in getlogics GmbH which provides the Group and third party customers with logistics and warehousing services. Following completion of the Disposal, wap-telecom will be entering into an arms length contract with getlogics GmbH to use its services in relation to the Business it is acquiring as part of the Disposal. getlogics GmbH is profitable and plans to grow strongly based on Pauldirekt's anticipated growth and through increased third party customer business.

(c) ***Management***

As announced on 3 November 2009, Daniel Wild has assumed an executive role during CEO Tim Schwenke's absence through illness.

(d) **Group strategy going forward**

Following the Disposal it is intended to seek shareholder approval to change the Company's name. The new name when selected will reflect the Company's focus on becoming a profitable holding company for a range of growing e-commerce businesses building on our existing resources.

Over the past two years the Group has evolved its more broadly based e-commerce offerings utilising the retained, established, service businesses of getmobile AG (getperformance and getlogics). These core service offerings, which provide media and logistics services, have demonstrably enhanced both the Group's e-commerce companies and have assisted third party customers, in developing their own revenue models.

Thus, the Group's strategy moving forward may be summarised as follows:

- further development of its existing e-commerce portfolio;
- continued development of the established service platforms of getmobile AG (media and logistics) providing services to both the Group and third party e-commerce companies; and
- identification of and investment in additional e-commerce companies where the Group's experience, service platforms and cash resources can be leveraged to provide the best return for the Group. Opportunities outside of Germany will be actively considered, including e-commerce companies and business support companies with pan-European capability.

7. Completion of the disposal

The Disposal is conditional upon, amongst other things, the passing of the Resolution set out in the Notice and prior to the date for completion of the Disposal getmobile AG not being in breach of warranty and no event occurring impacting on the ability of getmobile AG to use or dispose of its assets or to carry on the Business substantially in its current manner. The Disposal is expected to complete on or around 31 December 2009.

8. Extraordinary general meeting

A notice convening the EGM to be held at the offices of Eversheds LLP, 1 Wood Street, London EC2V 7WS, United Kingdom at 12.00 p.m. on 15 December 2009 is set out on page 10 of this Circular. At the EGM you will be asked to approve the Resolution which is an ordinary resolution (to authorise the Directors to complete the Disposal).

9. Action to be taken

Whether or not you intend to be present at the EGM, you are requested to complete and return the Form of Proxy as soon as possible and in any event so as to be received by the Company's registrars, Capita Registrars, PXS, 34 Beckenham Road, Beckenham BR3 4TU, United Kingdom, to arrive by no later than 12.00 p.m. on 13 December 2009. Completion and return of a Form of Proxy will not preclude you from attending and voting at the EGM should you so wish.

10. Recommendation

The Board believes that the approval of the Resolution is in the best interests of the Company, and its Shareholders as a whole. Accordingly the Directors unanimously recommend that Shareholders vote in favour of the Resolution as they intend to do in respect of their aggregate shareholdings which amount to 2,825,455 Ordinary Shares (representing approximately 29.9 per cent. of the existing issued share capital of the Company as at the Latest Practicable Date).

Yours sincerely,

Pierce Casey
Non-Executive Chairman

NOTICE OF EXTRAORDINARY GENERAL MEETING

getmobile europe plc

(Incorporated and registered in England and Wales under the Companies Act 1985 with registered number 5098197)

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of getmobile europe plc (the “Company”) will be held at the offices of Eversheds LLP, 1 Wood Street, London EC2V 7WS, United Kingdom at 12.00 p.m. on 15 December 2009 to consider and, if thought fit, pass the following resolution proposed as an ordinary resolution:

Special Business of the Meeting

“That the disposal of certain assets by the Company’s subsidiary, getmobile AG (the “Disposal”), as more particularly described in the circular sent to shareholders of the Company dated 30 November 2009 (the “Circular”) on the terms and subject to the conditions contained in an agreement dated 25 November 2009 made between the getmobile AG and getmobile GmbH (described in the Circular) be and is hereby approved and that the directors (or any duly constituted committee thereof) of the Company be and are hereby authorised do all such things as they consider necessary, expedient or desirable in connection with completion of the Disposal.”

By order of the Board

Dick Lynch
Company Secretary

Registered Office:

4th Floor,
74 Chancery Lane,
London WC2A 1AD,
United Kingdom.

Dated: 30 November 2009

Notes:

1. Any member entitled to attend and vote at the meeting is entitled to appoint a proxy (who need not be a member of the Company) to attend, speak and vote in his/her place. Completion of a form of proxy will not affect the right of a member to attend, speak and vote at the meeting in person.
2. To be valid, forms of proxy duly signed together with the power of attorney or such other authority (if any) under which they are signed (or a certified copy of such power or authority) must be lodged with the Company’s registrar, Capita Registrars, PXS, 34 Beckenham Road, Beckenham BR3 4TU, United Kingdom, to arrive by no later than 12.00 p.m. on 13 December 2009.
3. To appoint a proxy or to give or amend an instruction to a previously appointed proxy via the CREST system, the CREST message must be received by the issuer’s agent RA10 by 12.00 p.m. on 13 December 2009. 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. After this time any change of instructions to a proxy appointed through CREST should be communicated to the proxy by other means. CREST Personal Members or other CREST sponsored members, and those CREST Members who have appointed voting service provider(s) should contact their CREST sponsor or voting service provider(s) for assistance with appointing proxies via CREST. For further information on CREST procedures, limitations and system timings please refer to the CREST Manual. We may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Regulation 35(5) (a) of the Uncertificated Securities Regulations 2001. In any case your proxy form must be received by the company’s registrars no later than 12.00 p.m. on 13 December 2009.
4. The Company, pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 specifies that only those shareholders registered in the register of members of the Company as at 12.00 p.m. on 13 December 2009 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 to entries in the register after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.

