

## Coronavirus (Covid-19) Appendix

In response to the Coronavirus (Covid-19) pandemic, the UK and Scottish Governments have introduced measures to prevent individuals engaging in non-essential travel and attending public gatherings of more than two people, save where essential for work purposes (the "**Stay At Home Measures**"). The Stay At Home Measures mean that this year's AGM will be held in a format different to that of previous years.

While the Stay at Home Measures restrict the Company's ability to follow its usual AGM format, the Company is still legally required to hold its AGM. Therefore the Board has concluded that, in these unprecedented circumstances and to ensure shareholders and the Company can comply with the Stay At Home Measures currently in place, this year's AGM requires to be a closed meeting and shareholders will not be permitted to attend the meeting. The AGM will be held to conduct only the required formal business set out in the notice of AGM and no presentation will be given by the Board in respect of the Company's business.

In accordance with the Company's Articles of Association, any two shareholders can form a quorum for the purposes of the AGM. It is currently expected that the Company's Chief Executive Officer and the Company Secretary, who can rely on the 'essential work purposes' exemption under the Stay At Home Measures and who are also shareholders, will establish the required quorum in order to validly conduct the business of the AGM.

Shareholders are therefore requested to have regard to their own safety and that of others and NOT to travel to the AGM. Any shareholders attempting to gain access to the AGM will be excluded from the meeting on the grounds that their admittance would be contrary to the Stay At Home Measures currently in place.

The Company continues to monitor the impact of the Coronavirus pandemic, with priority for the safety of shareholders, clients, staff and the wider community. If it becomes necessary or appropriate to make changes to the proposed format of the AGM, shareholders will be informed as soon as possible [by way of a notice posted on the Company's website [www.hampdenandco.com/agm2020](http://www.hampdenandco.com/agm2020)].

Although shareholders will not be able to attend the AGM in person, they will still be able to ensure their votes are counted by completing and returning their proxy forms by not later than 11:00 a.m. on 25 May 2020. The proxy forms appoint the chairman of the AGM as a shareholder's proxy to vote on their behalf at the AGM. Shareholders should note that the Royal Mail has indicated that some areas of the country may experience a reduction in service levels due to the Covid-19 pandemic. Accordingly, in order to ensure that shareholders' votes on the resolutions are registered and counted, the Board recommends that proxy forms should be completed and sent to the Company as soon as possible. Scanned copies of completed proxy forms may be submitted electronically via [investors@hampdenandco.com](mailto:investors@hampdenandco.com).

Shareholders/ cont.

Shareholders are encouraged to submit questions in advance of the AGM. Answers to questions on key topics will be posted on the Company's website [www.hampdenandco.com/agm2020](http://www.hampdenandco.com/agm2020) as soon as practicable following the AGM.

The Company recognises that the AGM is an important opportunity to facilitate dialogue between the Board and shareholders on matters affecting the Company. Therefore, once it has been confirmed that it is safe to do so, it is the Company's firm intention to hold meetings, in Edinburgh and London, to update shareholders on the Company's progress and to enable shareholders to raise questions with their Board.