

WYNNSTAY PROPERTIES PLC

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the one hundred and twenty-fifth ANNUAL GENERAL MEETING of the Members of Wynnstay Properties PLC will be held at The Royal Automobile Club, 89 Pall Mall, London SW1Y 5HS on Thursday, 14th July 2011, at 12.00 noon to transact the following business, of which resolutions 1 to 6 inclusive will be proposed as ordinary resolutions and resolution 7 will be proposed as a special resolution:

ORDINARY RESOLUTIONS

1. To adopt the Report of the Directors and the Financial Statements for the year ended 25th March 2011.
2. To declare a final dividend for the year ended 25th March 2011.
3. To fix the remuneration of the Directors.
4. To reappoint Moore Stephens LLP as Auditors.
5. To authorise the Directors to determine the remuneration of the Auditors.
6. To reelect as a Director of the Company Mr T J C Parker, who retires and offers himself for reelection.

SPECIAL RESOLUTION

7. That the Directors be and they are hereby generally empowered pursuant to Section 573 of the Companies Act 2006 (the "Act") to allot equity securities (as defined by Section 560 of the Act) for cash, by way of a sale of treasury shares as if Section 561 of the Act did not apply to any such allotment, provided that this power shall be limited to the sale of treasury shares up to an aggregate nominal amount of £101,685.75 and the power hereby granted shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2013 save that the Company may before such expiry make an offer or agreement which would or might require treasury shares to be allotted after such expiry but otherwise in accordance with the foregoing provisions of this power in which case the Directors may allot treasury shares in pursuance of such offer or agreement as if the power conferred hereby had not expired.

Registered Office:
150 Aldersgate Street
London EC1A 4AB

By Order of the Board,
T. J. C. Parker
Secretary.
14th June 2011

Notes:

1. A Member entitled to attend and vote at the Meeting may appoint one or more proxies to attend, speak and vote in his stead. The proxy need not be a Member of the Company. To be effective, completed forms of proxy and the power of attorney or other authority (if any) under which they are signed or a copy of that power or authority certified notarially or in accordance with the Powers of Attorney Act 1971 must be lodged at the office of the Company's registrars, Capita Registrars, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU at least 48 hours before the time appointed for the Meeting. A form of proxy is enclosed.
2. Completion and return of a form of proxy will not preclude a member from attending and voting at the meeting in person should he wish to do so.
3. 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 noon on 12th July 2011, shall be entitled to attend or vote at the Annual General Meeting in respect of the number of Ordinary Shares registered in their name at that time. Changes to entries on the relevant register of securities after 12.00 noon on 12th July 2011 shall be disregarded in determining the rights of any person to attend or vote at the Meeting.
4. Copies of the service agreements under which Directors of the Company are employed by the Company will be available for inspection at the Company's registered office during normal business hours on any weekday from the date of this Notice until the date of the Annual General Meeting and for 15 minutes prior to and during the Meeting.