

01 April 2020

Dear Shareholder,

ANNUAL REPORT AND ACCOUNTS 2019 AND NOTICE OF THE 2020 ANNUAL GENERAL MEETING

Please be advised that the Annual Report for the year ended 31 December 2019 and the Notice of the 2020 Annual General Meeting ('AGM') of Network International Holdings Plc (the 'Company') have now been published on the Company's website at <https://investors.networkinternational.ae/> and are also enclosed with this letter.

Please read carefully the Notes to the Notice convening the AGM, and visit our website <https://investors.networkinternational.ae/> for updates on any impact on the AGM as a result of measures implemented in relation to the COVID-19 situation.

AGM attendance and UK Government restrictions

The Company's Annual General Meeting will be held as a hybrid meeting, which will allow members to participate electronically or, subject to UK Government restrictions (please see below), in person at The Lincoln Centre 18 Lincoln's Inn Fields, London, WC2A 3ED, at 11:00 am on 30 April 2020.

On 23 March 2020, the UK Government published further compulsory measures in relation to the fight against the COVID-19 situation (the 'Stay at Home Measures') prohibiting, amongst other things, public gatherings of more than two people. The Stay at Home Measures are expected to be set out in more detail in (or pursuant to) emergency legislation currently before the UK Parliament, but currently, they can be found at:

https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/875246/Full_guidance_on_staying_at_home_and_away_from_others__1_.pdf

The Stay at Home Measures will initially last for three weeks from 23 March 2020, at which time the UK Government will look at them again and relax them if the evidence shows this is possible.

We encourage you to monitor the UK Government's Stay at Home Measures and any other restrictions and guidance on travel and meetings.

If the Stay at Home Measures are extended and/or amended such that restrictions remain in place on 30 April 2020, shareholders must not attend the AGM in person; The AGM will be conducted as a hybrid meeting and it is expected that two Directors will be present at the Lincoln Centre or, if that is not possible, a location to be determined by the Board; and shareholders will be able to participate electronically as explained in the Notes to the Notice convening the AGM and on the Company's website. Any changes to the AGM arrangements will be announced via RNS and also on the Company's website.

If the Stay at Home Measures (as may be amended by the UK Government from time to time) are relaxed such that they no longer restrict public gatherings and or travel to such gatherings, we would still ask you to review all UK Government guidance and consider whether your travel to and attendance at the AGM is necessary.

Action you should take

Your vote remains important to us and we encourage you to appoint your proxy in paper or electronically as detailed in notes 20, 21 and 23 or, if you are a CREST member, appoint your proxy through the CREST proxy appointment service as detailed in note 22. Please note that the deadline for the receipt by our Registrars of all proxy appointments is 11:00 am on 28 April 2020.

Voting by proxy prior to the AGM does not affect your right to attend the AGM EITHER electronically or physically (subject to any UK Government restriction that may be in force). We urge that you appoint THE CHAIRMAN OF THE MEETING as your proxy, rather than attending the AGM in person.

The Board considers that all the resolutions to be put to the meeting are in the best interests of the Company and its shareholders as a whole. Your Board unanimously recommends that you vote in favour of the resolutions.

We also encourage you to use the electronic mode for participating in the meeting. The electronic mode will give you the opportunity to participate online in the AGM, using your smartphone, tablet or computer, and you will be able to listen to the proceedings at the meeting, ask questions using the chat function, and cast your votes electronically as well. Please see the enclosed 'online shareholders meeting guide' for further details. This letter provides you with the Meeting ID, log in ID and your unique pin code required to login.

Future Shareholder Communications

The majority of shareholders choose to receive Annual Reports and Notices of meetings electronically. This has a number of advantages for the Company and its shareholders. It increases the speed of communication, saves you time and reduces print and distribution costs and our impact on the environment.

Company law requires that the Company asks shareholders to consent to the receipt of communications electronically and via a website*. Please note that if you consent to website publication you will continue to be notified in writing and through the release of an announcement on the London Stock Exchange each time the Company places a statutory communication on the website. Annual Reports and other documents which are required to be sent to shareholders ('shareholder information') are published on our website at <https://investors.networkinternational.ae/>. If you consent, the website will be the way in which you access all future shareholder information.

Please note that you still have the right to request hard copies of shareholder information at no charge.

- If you would like to receive notifications by email, you can register your email address via the Share Portal www.signalshares.com or write to FREEPOST SAS, 34 Beckenham Road, BR3 9ZA (no stamp or further address detail is required. Please write in BLOCK CAPITALS)
- If you would like to receive shareholder information by means of a website, there is nothing more you need to do. You will be notified by post when shareholder information has been placed on the website.
- If you would like to receive shareholder information in hard copy form, you can register your request via the Share Portal www.signalshares.com or write to FREEPOST SAS, 34 Beckenham Road, BR3 9ZA (no stamp or further address detail is required. Please write in BLOCK CAPITALS)

Please note that if you hold your shares corporately or in a CREST account, you are not able to use the Share Portal to inform us of your preferred method of communication and should instead write to FREEPOST SAS, 34 Beckenham Road, BR3 9ZA (no stamp or further address detail is required. Please write in BLOCK CAPITALS).

If we do not receive a reply from you within 28 days of the date of dispatch of this letter, you will be deemed to have consented to website publication of shareholder information and you will not receive hard copies of shareholder information in the post.

* The Company reserves the right to send hard copy documents to shareholders where, for example, overseas securities laws do not permit electronic communication or in other circumstances where the Company considers that electronic delivery may not be appropriate.

Thank you for your continued support as a shareholder of Network International Holdings Plc.

Yours sincerely

Jaishree Razzaq

Chief Risk Officer and Group Company Secretary
Network International Holdings Plc

This letter has been sent to registered shareholders and to certain beneficial owners of shares who have been nominated by their registered holders of shares to enjoy information rights in accordance with section 146 of the Companies Act 2006 ("nominated persons"). Such nominated persons are advised that, in order to vote at the forthcoming Annual General Meeting, they must issue an instruction to the registered holder of their shares. The Company may only accept instructions from registered holders of its shares and it would therefore be unable to act upon any instructions received from nominated persons.

Online Shareholders' Meeting Guide 2020

Attending the AGM electronically

We will be conducting a hybrid AGM, giving you the opportunity to attend the AGM and participate online, rather than attend in person, using your smartphone, tablet or computer.

If you choose to participate online you will be able to listen to a live audiocast of the meeting, ask the board questions and submit your votes in real time and you will need to either:

- a) Download the Lumi AGM app from the Apple App or Google Play Stores by searching for Lumi AGM.
- b) Visit <https://web.lumiagm.com> on your smartphone, tablet or computer. You will need the latest versions of Chrome, Safari, Internet Explorer 11, Edge and Firefox. Please ensure your browser is compatible.

Meeting ID: **142 453 132**

To login you must have your Login ID and your unique Pin code

Access

Once you have either downloaded the **Lumi AGM app** or entered **web.lumiagm.com** into your web browser, you'll be prompted to enter the Meeting ID.

You will then be required to enter your:

- a) Login ID; and
- b) Unique Pin.

You will be able to log into the site ahead of the meeting starting from 10:30 am, 30th April 2020.


To enter as a shareholder, select **'I have a login'** and enter your username and password.


If you are a visitor, select **'I am a guest'**.

As a guest, you will be prompted to complete all the relevant fields including; title, first name, last name and email address.

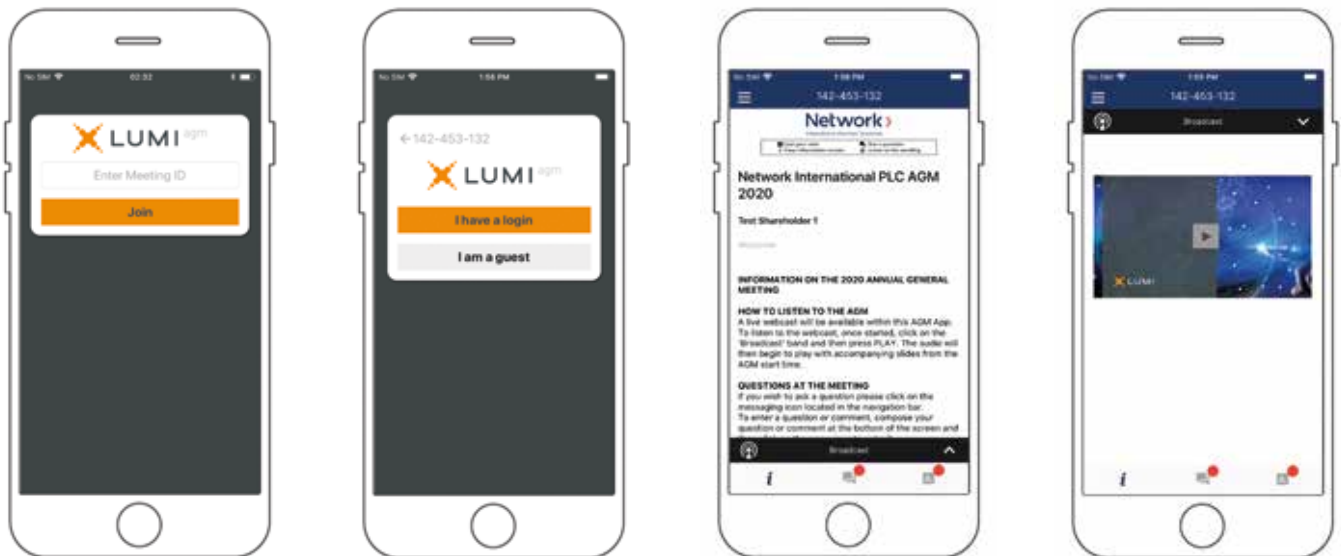
Please note, visitors will not be able to ask questions or vote at the meeting.

Audiocast


When successfully authenticated, the info screen  will be displayed. You can view company information, ask questions and listen to the audiocast.

If you would like to listen to the **audiocast** press the broadcast icon  at the bottom of the screen.

If listening on a computer to the audiocast will appear at the side automatically once the meeting has started.



Voting

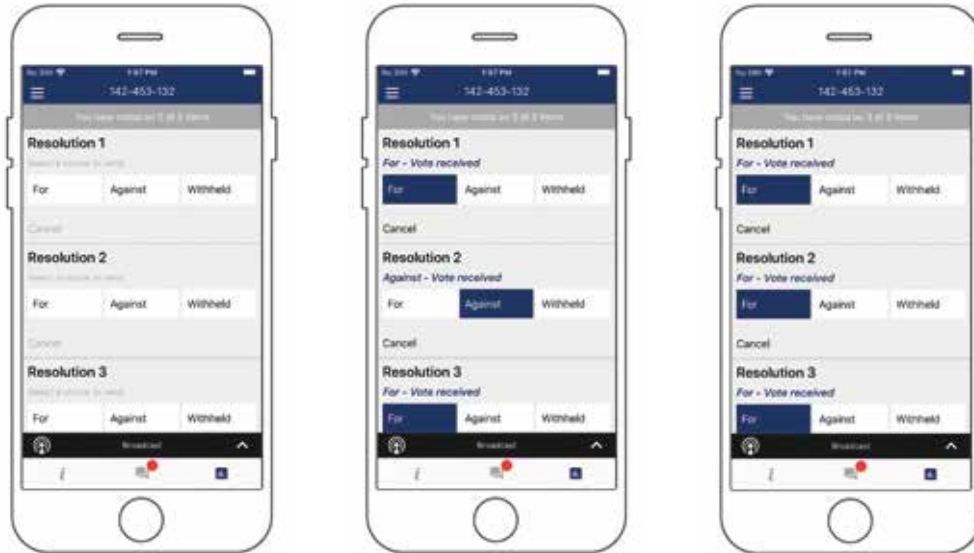
The chairman will open voting on all resolutions at the start of the meeting. Once the voting has opened, the polling icon  will appear on the navigation bar at the bottom of the screen. From here, the resolutions and voting choices will be displayed.

To vote, simply select your voting direction from the options shown on screen. A confirmation message will appear to show your vote has been received. **For - Vote received**

To change your vote, simply select another direction. If you wish to cancel your vote, please press Cancel.

Once the chairman has opened voting, voting can be performed at anytime during the meeting until the chairman closes the voting on the resolutions. At that point your last choice will be submitted.

You will still be able to send messages and listen to the audiocast whilst the poll is open.



Questions

Any shareholder or appointed proxy attending the meeting is eligible to ask questions.

If you would like to ask a question, select the messaging icon .

Messages can be submitted at any time during the Q&A session up until the Chairman closes the session.

Type your message within the chat box at the bottom of the messaging screen.

Once you are happy with your message click the send button.

Questions sent via the Lumi AGM online platform will be moderated before being sent to the chairman. This is to avoid repetition and remove any inappropriate language.

Downloads

Links are present on the info screen. When you click on a link, the selected document will open in your browser.

Data usage for streaming the annual shareholders' meeting or downloading documents via the AGM platform varies depending on individual use, the specific device being used for streaming or download (Android, iPhone, etc) and the network connection (3G, 4G).

