THISTLE PUB COMPANY II PLC

(No.SC272883)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2015 ANNUAL GENERAL MEETING of the above Company will be held at the offices of Harper Macleod LLP, 8 Meville Street, Edinburgh EH3 7NS on Thursday 19 March 2015 at 11.00a.m. for the purpose of considering and, if thought fit, passing the following Resolutions which will be proposed as ORDINARY RESOLUTIONS:-

1 To receive and consider the Financial Statements for the period ended 27 September 2014, including the Report of the Directors and the Report of the Auditors.

2 To re-appoint Saffery Champness, Chartered Accountants, as Auditors.

3 To authorise the Directors to fix the remuneration of the Auditors.

4 To transact any other competent business.

BY ORDER OF THE BOARD

"Christopher Kerr"
For HMS Secretaries Limited
Company Secretary

Date: 19 February 2015

Registered Office:

C/O Saffery Champness
Edinburgh Quay
133 Fountainbridge
Edinburgh EH3 9BA

NOTES:

(1) As a member of the Company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the meeting and you should have received a form of proxy with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the form of proxy. A proxy need not be a member of the Company.

(2) A member may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. A member may not appoint more than one proxy to exercise rights attached to any one share.

(3) To be valid the form of proxy and any authority under which it is executed or a copy of such authority certified notarially or in some other way approved by the directors must be deposited at the offices of the Company's registrars, Share Registrars Limited, Suite E, First Floor, 9 Lion & Lamb Yard, Farnham, Surrey GU9 7LL by no later than 11.00a.m. on 17 March 2015.

(4) To change your proxy instructions simply submit a new form of proxy. A member should contact the Company's registrars, Share Registrars Limited, Suite E, First Floor, 9 Lion and Lamb Yard, Farnham, Surrey GU9 7LL for a new form of proxy. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

(5) In order to revoke a proxy instruction you will need to inform the Company by sending a hard copy notice clearly stating your intention to revoke your proxy appointment to the Company's registrar, Share Registrars Limited, Suite E, First Floor, 9 Lion and Lamb Yard, Farnham, Surrey GU9 7LL. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power of authority) must be included with the revocation notice. The revocation notice must be received by the Company's registrar by no later than 11.00a.m. on 17 March 2015. If you attempt to revoke your proxy appointment but the revocation is received after this time then, subject to the next paragraph, your proxy appointment will remain valid.

(6) Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.