

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you should seek your own professional advice from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000 immediately.

If you have sold or transferred all of your shares in Fuller, Smith & Turner P.L.C. please send this document, which includes the Notice of Annual General Meeting and form(s) of proxy (as appropriate), 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.



FULLER, SMITH & TURNER P.L.C.

ANNUAL GENERAL MEETING 2021

The Notice convening the Annual General Meeting of the members of Fuller, Smith & Turner P.L.C. (the "Company") to be held at The George IV, 185 Chiswick High Road, London, W4 2DR on Thursday, 23 September 2021 at 11 a.m. is set out in the appendix to this document.

Forms of proxy for use at the Annual General Meeting should be completed and returned to the Company's Registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY as soon as possible, and in any event, so as to arrive no later than 11 a.m. on Wednesday, 22 September 2021, 24 hours before the time of the meeting. We recommend that members appoint proxies electronically at www.investorcentre.co.uk/eproxy or via the CREST system, where possible.



FULLER, SMITH & TURNER P.L.C.

Directors:

Michael Turner
Simon Emeny
Adam Councill
Fred Turner
Sir James Fuller, Bt.
Richard Fuller
Juliette Stacey
Helen Jones
Robin Rowland, OBE

*Registered in England
Number 241882*

*Registered Office
Pier House
86-93 Strand-on-the-Green
London
W4 3NN*

4 August 2021

Secretary:

Rachel Spencer

To holders of 'A' and 'C' ordinary shares of 40 pence each, 'B' ordinary shares of 4 pence each, participants in the Fuller, Smith & Turner P.L.C. Share Incentive Plan and, for information, to holders of 6% first cumulative preference shares of £1 each and 8% second cumulative preference shares of £1 each in the capital of Fuller, Smith & Turner P.L.C. and to Fuller, Smith & Turner P.L.C. debenture holders.

Dear Shareholder

Notice of Annual General Meeting ("AGM")

You will find set out in this letter a notice convening the AGM of the Company (the "Notice of Meeting") to be held at The George IV, 185 Chiswick High Road, London, W4 2DR on Thursday, 23 September 2021 at 11 a.m. Also enclosed is the Company's Report and Accounts for the 52 weeks ended 27 March 2021.

Attendance at the AGM

We currently intend to hold the AGM as a physical meeting, subject to the prevailing UK Government guidance and restrictions on physical gatherings. However, given the constantly evolving nature of the situation, it is uncertain what regulations or public health guidance may be in place at the time of the AGM which may restrict the number of people who can gather in public. Any changes to the arrangements for the AGM will be communicated to shareholders before the AGM through our website at www.fullers.co.uk under the AGM information section of the investors' area and, where appropriate, announced to the London Stock Exchange. To the extent shareholders wish to attend in person and can do so safely and in accordance with the prevailing government guidance at the date of the meeting, the Board kindly requests that shareholders pre-register their intentions to attend by emailing FullersAGM@fullers.co.uk by no later than 5 p.m. on Monday, 20 September 2021.

In light of the current uncertainty, shareholders are strongly encouraged to submit their votes by proxy in advance of the AGM in accordance with the instructions set out in the Notice of Meeting and to appoint the Chairman of the meeting as their proxy to vote on their behalf. The completion and return of a proxy will not prevent you from attending the AGM and voting in person should you wish to do so, subject to the prevailing UK Government guidance and to the restrictions set out in the Notice of Meeting and on our website.

Voting

This year, voting on all resolutions at the AGM will be on a poll (rather than on a show of hands) as the Directors believe that this will result in a more accurate reflection of the views of all shareholders as it ensures that all votes cast are counted, rather than just those of the shareholders attending the meeting. On a poll, each shareholder has one vote for every share held. The results of the poll and proxy votes cast prior to the AGM will be announced to the London Stock Exchange and published on the Company's website at www.fullers.co.uk as soon as practicable after the meeting.

Questions

If you have any questions that you would like to ask we would encourage you to email them to FullersAGM@fullers.co.uk with 'AGM 2021' in the heading. We will then collate the answers to the questions received and upload them to our website following the AGM or, if more appropriate, reply to the questioner directly.

Resolutions

Details of the items of business, including special business (items 9 to 13), which are being considered at the AGM are explained below, in the same order as you will find the resolutions in the Notice of Meeting and on your proxy form(s).

Ordinary Business

Resolution 1: Annual Report and Accounts

The Directors present the Strategic Report, Directors' Report, Audited Accounts and the independent Auditor's Report in respect of the 52 weeks ended 27 March 2021 to the AGM.

Resolutions 2 and 3 – Directors' Remuneration

In 2020, the Remuneration Committee undertook a detailed review of the Executive Directors' remuneration and a revised Directors' Remuneration Policy ("the Policy") was approved by shareholders at the 2020 Annual General Meeting. The Remuneration Report, included in the Annual Report and Accounts, gives details of Directors' remuneration for the 52 weeks ended 27 March 2021 on the basis of the Policy. Your vote is being sought on this report as in previous years. The resolution to approve these items is an advisory vote only and does not impact on the actual remuneration paid to any Director.

In light of the impact of the coronavirus pandemic on the business, the Remuneration Committee is now proposing the introduction of a Recovery LTIP, which requires amendment to the Policy and to the rules of the Fuller, Smith & Turner P.L.C. Long Term Incentive Plan 2020 ("2020 LTIP") under which it will be granted. Subject to approval, the revised Policy will take effect from the date of the 2021 AGM. Details of the Recovery LTIP and its proposed implementation can be found in the Remuneration Report included in the Annual Report and Accounts 2021. Approval for the required change to the rules of the 2020 LTIP is being sought under resolution 10.

Resolutions 4 to 7 – Reappointment of Directors

Robin Rowland's initial one-year term of office was extended by the Board for a further three years to the end of March 2024 and Juliette Stacey's office was also extended by the Board for a further term to the end of March 2024. Both reappointments by the Board are subject to the approval of shareholders at this AGM.

All the Directors of the Company retire by rotation on a regular basis and, provided they are happy to continue to act, they stand for reappointment at the Annual General Meeting. This year Fred Turner and myself put ourselves forward for reappointment. Our re-elections are unanimously supported by the Board.

Biographical details for all Directors including those being put forward for reappointment can be found on pages 40 and 41 of the Annual Report and Accounts 2021.

Resolution 8 – Appointment and Remuneration of Auditors

This is a resolution which we ask you to pass every year. The Company must appoint auditors at each general meeting at which accounts are presented to shareholders to hold office until the conclusion of the next such meeting. Following the resignation of Grant Thornton LLP, during the year the Directors appointed Ernst & Young LLP following a formal tender process. In addition to seeking formal approval of the appointment of Ernst & Young LLP, the resolution also seeks shareholder authority for the Directors to determine the auditors' remuneration for the next financial year.

Special Business

Resolution 9 – Authority to Allot New Shares

This is a resolution which we ask you to pass every year. Put simply, your Directors are authorised to allot new shares in the capital of the Company but there are limits to this authority. This year the Directors seek a general authority to allot only an aggregate nominal amount of share capital of £1,234,954 which represents 5% of the total issued ordinary share capital (excluding treasury shares) as at 19 July 2021, being the latest practicable date prior to the publication of this Notice of Meeting. This amount corresponds to the number of shares over which we are seeking authority to disapply pre-emption rights by way of resolution 11. The Directors intend to use this authority only if required for the purpose of satisfying exercises of share options. However, it is thought prudent to have the flexibility of having the authority in place. The Directors are not seeking authority to allot any further nominal capital in connection with a rights issue, as they would intend to seek shareholder approval should a rights issue ever be contemplated. As at 19 July 2021, being the latest practicable date prior to the publication of this Notice of Meeting 1,273,146 'A' ordinary shares of 40 pence each and 4,327,915 'B' ordinary shares of 4 pence each were held in treasury.

Resolution 10 – Amendment to the Rules of the Fuller, Smith & Turner P.L.C. Long Term Incentive Plan

The 2020 LTIP contains a provision that limits the value of awards that may be granted to participants to 125 per cent of salary. Granting the Recovery LTIP will exceed this limit and it is therefore proposed that the limit be amended to refer to the limit set out in the Remuneration Policy most recently approved by shareholders prior to the grant date of any award.

The rules of the 2020 LTIP (as amended) will be on display in accordance with the Listing Rules at the Company's registered office, Pier House, Strand-on-the-Green, London W4 3NN, and on the Company's website from the date of the Notice of Meeting until the close of the AGM and at the venue of the Annual General Meeting for 15 minutes before the meeting and throughout its duration.

Resolution 11 – Authority to Allot New Shares Without Applying Pre-emption Rights

This is a special resolution which we ask you to pass every year. The effect of the resolution is to allow your Directors to allot shares in the Company or sell treasury shares in certain circumstances without first offering them proportionately to all existing shareholders (the Company would not be treated as a shareholder in this respect, by virtue of any holding of treasury shares). This might be desirable, for example, in relation to the issue of certain share options. There are restrictions imposed by law with regard to this power and we confirm that, in connection with this resolution, the aggregate nominal amount of share capital to which this resolution relates is £1,234,954 representing 5% of the total issued ordinary share capital of the Company excluding treasury shares, or 4.87% of the total issued ordinary share capital of the Company including treasury shares, as at 19 July 2021, being the latest practicable date prior to the publication of this Notice of Meeting.

Resolution 12 – Authority to Buy Back ‘A’ Ordinary Shares

This is a special resolution which we ask you to pass every year. It authorises the Company to buy back its own ‘A’ ordinary shares in the market. The resolution sets out the maximum number of shares which the Company can buy, the highest and lowest price which it can pay for them and when the authority expires. It follows the rules and requirements of the Companies Act 2006 and those of the UK Listing Authority.

The Company is committed to managing its share capital effectively and the Directors consider it important to review the possibility of buying back ‘A’ ordinary shares. The Company will only exercise this authority if to do so would result in an increase in earnings per share and it is in the best interests of shareholders generally.

It is a requirement of the regulations surrounding share buybacks that the Company confirms the total number of options to subscribe for equity shares of the Company as at the latest practicable date before publication of this document, namely 19 July 2021. As at that date, there were 652,601 options outstanding representing, in each case excluding treasury shares, 1.06% of the ordinary shares in issue and 1.68% of the ‘A’ ordinary shares in issue. If the authority to buy back shares granted by the proposed authority is used in full and no further share options are issued by the Company, the options outstanding will at that time, in each case excluding treasury shares, represent 1.11% of the total number of ordinary shares in issue and 1.83% of the ‘A’ ordinary shares.

The Directors consider that, should the Company exercise its authority to make market purchases of ‘A’ ordinary shares, the holding of shares in treasury would provide advantages to the Company, as it would enable the Company to re-issue the treasury shares quickly and cost-effectively and could be used by the Company for purchases for the Long-Term Incentive Plan, for example.

Resolution 13 – Amendment to Notice Period for Calling of General Meetings

This is a special resolution which approves the calling of general meetings other than Annual General Meetings on not less than 14 days’ notice, as is currently permitted under the Companies Act 2006 and the Company’s Articles of Association. We understand that some institutional investors are not very supportive of companies having this power, but whilst your Board would strive to give as much notice as possible in any given situation, they believe it is important to retain the flexibility for calling general meetings at 14 days’ notice, for example to enable it to respond quickly to business opportunities which may arise and which may need shareholder approval. We confirm that should a meeting be called on such short notice, the Company would make available to all shareholders facilities to vote by electronic means. The approval of this resolution, if given, would cease to be effective at the 2022 AGM, when it is intended that shareholders will be asked to renew the approval.

Action to be Taken

- If you hold any ‘A’ ordinary shares of 40 pence each, ‘B’ ordinary shares of 4 pence each or ‘C’ ordinary shares of 40 pence each, you will find enclosed a proxy form(s) in respect of the AGM. Whether or not you intend to be present at the meeting, we would encourage you to complete and return your proxy form(s) in accordance with the instructions printed on them so that they are received by the Company’s Registrars not later than 24 hours before the time fixed for the meeting. The return of a proxy form will not prevent a member from attending and voting in person at the meeting. If you are a member of CREST, you may register the appointment of a proxy by using the CREST electronic proxy appointment service provided that the CREST message must be received by the Company’s Registrars, Computershare Investor Services PLC, (under CREST participant ID 3RA50) by no later than 11 a.m. on 22 September 2021, being 24 hours before the time of the meeting.
- If you are a participant in the Share Incentive Plan, you will receive an email explaining how you can submit your voting instructions.

Recommendation

Your Directors consider that all the resolutions contained in the Notice of Meeting are in the best interests of the Company and its members as a whole and are most likely to promote the success of the Company for the benefit of its members as a whole. They unanimously recommend you vote in favour of the resolutions to be proposed at the AGM, as they intend to do in respect of their beneficial shareholdings.

Yours sincerely



Michael Turner
Chairman



FULLER, SMITH & TURNER P.L.C.

APPENDIX ONE NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Fuller, Smith & Turner P.L.C. will be held at The George IV, 185 Chiswick High Road, London, W4 2DR on Thursday, 23 September 2021 at 11 a.m., to consider the following business.

Ordinary Business

The following resolutions will be proposed as ordinary resolutions:

Report and Accounts

1. That the financial statements of the Company for the 52 weeks ended 27 March 2021 together with the Reports of the Directors and of the Auditors thereon be received.

Directors' Remuneration

2. That the Directors' Remuneration Report set out in the Annual Reports and Accounts for 2021 be approved.
3. That the Directors' Remuneration Policy set out in the Annual Reports and Accounts for 2021 be approved.

Reappointment of Directors

4. That Robin Rowland, who was reappointed by the Board of Directors since the last Annual General Meeting, be re-elected as a Director.
5. That Juliette Stacey, who was reappointed by the Board of Directors since the last Annual General Meeting, be re-elected as a Director.
6. That Fred Turner, who is retiring by rotation, be reappointed as a Director.
7. That Michael Turner, who is retiring by rotation, be reappointed as a Director.

Reappointment of Auditors

8. That Ernst & Young LLP be appointed as auditors of the Company from the conclusion of this meeting until the conclusion of the next general meeting at which accounts are laid, and that the Board of Directors be authorised to set the level of their remuneration for the ensuing year.

Special Business

The following resolutions will be proposed as ordinary resolutions:

Authority to Allot New Shares

9. That the Directors be generally and unconditionally authorised in accordance with Section 551 of the Companies Act 2006 and in substitution for any previous authority to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or convert any security into shares in the Company ("Rights"), up to an aggregate nominal amount of £1,234,954.

This authority will expire at the conclusion of the next Annual General Meeting or on 22 December 2022, whichever is earlier (unless and to the extent that such authority is renewed or varied prior to such date) but so that the Company may before the expiry of such authority make an offer or agreement which would or might require shares to be allotted or Rights to be granted after the expiry of such authority and the Directors may allot shares or grant Rights pursuant to such an offer or agreement as if the authority conferred hereby had not expired.

Amendment to the Rules of the Fuller, Smith & Turner P.L.C. Long Term Incentive Plan

10. The rules of the Fuller, Smith & Turner P.L.C. Long Term Incentive Plan 2020 be amended in the form produced to the Meeting and initialled by the Chairman of the Meeting for the purposes of identification, as described in the Chairman's letter on page 3, and the Directors be and are hereby authorised to adopt the amendment and to do all acts and things they consider necessary or expedient to give effect to them.

The following resolutions will be proposed as special resolutions:

Authority to Allot New Shares Without Applying Pre-emption Rights

11. That subject to the passing of resolution 9 above, the Directors be empowered pursuant to Section 570 of the Companies Act 2006 and in substitution for any previous authority to allot equity securities (as defined by Section 560 of the Companies Act 2006) for cash pursuant to the authority granted by resolution 9 above, as if Section 561(1) of the Companies Act 2006 did not apply to any such allotment, up to an aggregate nominal amount of £1,234,954 representing 4.87% of the total issued ordinary share capital of the Company.

This authority will expire at the next Annual General Meeting or on 22 December 2022, whichever is earlier, but so that the Company may before the expiry of such authority make an offer or agreement which would or might require equity securities to be allotted after the expiry of such authority and the Directors may allot equity securities pursuant to such an offer or agreement as if the authority conferred hereby had not expired.

Authority to Buy Back 'A' Ordinary Shares

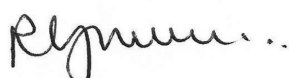
12. That the Company be unconditionally and generally authorised pursuant to and in accordance with Section 701 of the Companies Act 2006 to make market purchases, as defined by Section 693(4) of the Companies Act 2006, of its 'A' ordinary shares of 40 pence each, provided that:

- (i) the maximum number of 'A' ordinary shares that may be acquired under this authority is 5,822,398 'A' ordinary shares of 40 pence;
- (ii) the minimum price that may be paid for each 'A' ordinary share is 40 pence;
- (iii) the maximum price (excluding expenses) which may be paid for each 'A' ordinary share is 5% over the average middle market price of A ordinary shares based on the London Stock Exchange Daily Official List for the five business days immediately preceding the purchase;
- (iv) the A ordinary shares purchased under this authority may be held as treasury shares to be used in connection with, among other purposes, the Company's Long-Term Incentive Plan and/or other share option schemes; and
- (v) the authority will expire on the earlier of the date of the next Annual General Meeting and 22 December 2022 except in relation to a purchase of shares contracted before expiry of the authority.

Amendment to Notice Period for Calling of General Meetings

13. That a general meeting, other than an Annual General Meeting, may be called on not less than 14 clear days' notice in writing.

By Order of the Board



Rachel Spencer
Secretary
4 August 2021

Registered Office:
Pier House
86-93 Strand-on-the-Green
London W4 3NN

Registered in England
Number 241882

Notes to the Notice of Meeting

Entitlement to attend and vote

1. The only members entitled to attend and vote at the AGM are those who are registered on the Company's register of members at 6 p.m. on 21 September 2021 or, if the meeting is adjourned, at 6 p.m. on the day two days prior to the adjourned meeting.

Website giving information regarding the meeting

2. Information regarding the meeting, including the information required by section 311A Companies Act 2006, can be found at www.fullers.co.uk under the AGM information section of the investors' area.

Appointment of proxies

3. If you are a member of the Company at the time set out in note 1 above, 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 proxy form with this Notice of Meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
4. If you are not a member of the Company but you have been nominated by a member of the Company to enjoy information rights, you do not have a right to appoint any proxies under the procedures set out in this "Appointment of proxies" section. Please read note 27 "Nominated persons" below.
5. A proxy does not need to be a member of the Company but must attend the meeting to represent you. Details of how to appoint the chairman of the meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the meeting you must appoint your own choice of proxy (not the chairman) and give your instructions directly to the relevant person.
6. You may appoint more than one proxy so long as each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, you must complete a separate proxy form (which you may photocopy) for each proxy and specify against the proxy's name the number of shares over which the proxy has rights. If you are in any doubt as to the procedure to be followed for the purpose of appointing more than one proxy you must contact the Company's Registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY.
7. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If you either select the "Discretionary" option or if no voting indication is given, your proxy will vote or abstain from voting at their discretion. Your proxy will vote (or abstain from voting) as they think fit in relation to any other matter which is put before the meeting.

Appointment of proxy using hard copy proxy form

8. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote. To appoint a proxy using the proxy form, it must be completed and signed; sent or delivered to the Company's Registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY; and received by the Company's Registrar no later than 11 a.m. on 22 September 2021, being 24 hours before the time of the meeting.
9. In the case of a member which is a company, the proxy form 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 proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Appointment of proxies electronically

10. Members who wish to appoint a proxy or proxies online can do so by going to www.investorcentre.co.uk/eproxy and entering the Control Number, Shareholder Reference Number and PIN printed on the enclosed form of proxy. This facility is provided for the Company by Computershare Investor Services PLC and members will be asked to agree to certain terms and conditions of use. The lodging of a proxy online must be done not less than 24 hours before the time of the meeting.

Appointment of proxy using the CREST system

11. Members who are users of the CREST system (including CREST personal members) may appoint one or more proxies or give an instruction to a proxy by having an appropriate CREST message transmitted. To appoint a proxy or to give an instruction to a proxy (whether previously appointed or otherwise) via the CREST system, the CREST message must be received by the Company's Registrars, Computershare Investor Services PLC, (under CREST participant ID 3RA50) by no later than 11 a.m. on 22 September 2021, being 24 hours before the time of the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Applications Host) from which the Company's Registrars are 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.
12. 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 systems timings, please refer to the CREST Manual (available via www.euroclear.com). In order for a proxy appointment or instruction made using the CREST system to be valid, the appropriate CREST message must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual.
13. CREST members and, where applicable, their CREST sponsors or voting service provider(s) should note that Euroclear does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s) to procure that his or her CREST sponsor or voting service provider(s) take(s)) such action as is necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this regard, CREST members and, where applicable their CREST sponsor or voting service provider(s) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company 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.

Appointment of proxy by joint members

14. In the case of joint holders of shares, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder (being the first named holder in respect of the shares in the Company's register of members) will be accepted.

Changing proxy instructions

15. To change your proxy instructions simply submit a new proxy appointment using the methods set out in notes 8 to 14 above. Note that the cut off time for receipt of proxy appointments specified in those notes also applies in relation to amended instructions. Any amended proxy appointment received after the specified cut off time will be disregarded.
16. Where you have appointed a proxy using the hard copy proxy form and would like to change the instructions using another hard copy proxy form, please contact the Company's Registrars as indicated in note 8 above. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointment

17. In order to revoke a proxy instruction, you will need to send a signed hard copy notice clearly stating your intention to revoke your proxy appointment to the Company's Registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY. 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 or authority) must be included with the revocation notice.
18. The revocation notice must be received by the Company no later than 11 a.m. on 22 September 2021, being 24 hours before the time of the meeting.
19. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to note 20 below, your proxy appointment will remain valid.
20. 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.

Corporate representatives

21. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.

Issued shares and total voting rights

22. As at 19 July 2021 (being the last practicable date prior to the publication of this notice) the Company's issued share capital (excluding treasury shares) was 38,815,988 'A' ordinary shares of 40 pence each, 84,724,710 'B' ordinary shares of 4 pence each, 14,459,218 'C' ordinary shares of 40 pence each, 400,000 6% first cumulative preference shares of £1 each and 1,200,000 8% second cumulative preference shares of £1 each. Each share carries one vote, save that the holders of both classes of preference share are entitled to vote only in certain limited circumstances. Therefore, the total voting rights in the Company as at 19 July 2021 are 137,999,916 including preference shares and 139,599,916 excluding preference shares.

Questions at the meeting

23. Under section 319A Companies Act 2006, the Company must answer any question you ask relating to the business being dealt with at the meeting unless: (1) answering the question would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information; (2) the answer has already been given on a website in the form of an answer to a question; or (3) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.

24. If you have any questions on the matters to be considered at the AGM you can raise them at the meeting or submit them to FullersAGM@fullers.co.uk. Questions will be dealt with at or prior to the meeting and answers to the questions will be posted to a dedicated page of our website as soon as practicable following the meeting.

Website publication of audit concerns

25. Shareholders should note that it is possible that pursuant to chapter 5 of part 16 Companies Act 2006 (sections 527 to 531), the Company may be required to publish on its website a statement setting out any matter that such member or members propose to raise at the meeting relating to either the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the meeting or the circumstances connected with an auditor ceasing to hold office since the date of the last annual general meeting.

26. Where the Company is required to publish such a statement on its website: (1) it may not require the members making the request to pay any expenses incurred by the Company in complying with the request; (2) it must forward the statement to the Company's auditors no later than the time the statement is made available on the Company's website; and (3) the statement may be dealt with as part of the business of the meeting.

Nominated persons

27. If you are a person who has been nominated under section 146 of the Companies Act 2006 to enjoy information rights (Nominated Person) you may have a right under an agreement between you and the member of the Company who has nominated you to have information rights (Relevant Member) to be appointed or to have someone else appointed as a proxy for the meeting.

28. If you either do not have such a right or if you have such a right but do not wish to exercise it, you may have a right under an agreement between you and the Relevant Member to give instructions to the Relevant Member as to the exercise of voting rights.

29. Your main point of contact in terms of your investment in the Company remains the Relevant Member (or, perhaps, your custodian or broker) and you should continue to contact them (and not the Company) regarding any changes or queries relating to your personal details and your interest in the Company (including any administrative matters). The only exception to this is where the Company expressly requests a response from you.

Documents on display

30. The following documents are available for inspection during normal business hours at the Company's registered office, Pier House, Strand-on-the-Green, London W4 3NN, from 21 September 2021 until the time of the meeting and at the meeting venue itself for at least 15 minutes prior to the meeting until the end of the meeting:

- (a) copies of the service contracts of the Executive Directors of the Company;
- (b) copies of the letters of appointment of the Non-Executive Directors of the Company; and
- (c) a copy of the rules of the Fuller, Smith & Turner P.L.C. Long-Term Incentive Plan 2020.

If you have any questions about any of these documents, please email FullersAGM@fullers.co.uk.



Fuller, Smith & Turner P.L.C.

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