



7 January 2009

Dear Shareholder

**Mid-States PLC (“Mid-States” or “the Company”)  
Annual General Meeting (“AGM”)**

As announced on 24 December 2008, the Company’s recent trading has been below expectations and the Board is investigating a number of alternative courses of action for the Group. Pending determination of which course of action is to be followed, the publication of the Company’s Annual Report and Accounts has been deferred and, at the request of the Company, the Company’s ordinary shares were suspended from trading on the London Stock Exchange.

Although the Company’s Annual Report and Accounts is not yet available, the Company is nonetheless required to hold its AGM by 31 January 2009. Accordingly, the AGM is being convened for 10am on 30 January 2009 at Masters House, 107 Hammersmith Road, London W14 0QH and the notice convening the meeting is attached. Because the Annual Report and Accounts will not then have been published, the meeting will be adjourned and subsequently reconvened following 21 clear days notice to shareholders of the adjourned meeting, such notice to be accompanied by, or following despatch of, a copy of the Annual Report and Accounts. At the adjourned meeting, there will be put to the meeting the resolutions appropriate to the Annual General Meeting.

**Shareholders are therefore advised that they may prefer not to attend the AGM on 30 January 2009, since no resolutions will be proposed other than the resolution to adjourn the meeting, and instead attend the reconvened meeting.**

A Form of Proxy, which includes instructions for its completion and submission, is enclosed. However, it is intended that a further Form of Proxy will be sent to you for the adjourned meeting. Shareholders are therefore advised that they may prefer to await and submit that Form of Proxy instead. In either case, completion and return of the Form of Proxy does not preclude shareholders from attending the AGM and voting in person if they wish to do so.

Yours sincerely

David J Plucinsky  
Chairman

## NOTICE OF MEETING

Notice is hereby given that the Annual General Meeting of Mid-States PLC will be convened at the offices of the Company, Masters House, 107 Hammersmith Road, London W14 0QH at 10 am on 30 January 2009.

### Agenda

To consider and, if thought fit, to adjourn the meeting until a future date, notice of which will be given separately to shareholders.

By Order of the Board  
Anthony G. Hunter  
*Secretary*

7 January 2009

### Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, to vote instead of him. A form of proxy is enclosed with this notice.
2. To be valid, the Form of Proxy and any power of attorney, or notarially certified copy thereof, under which it is executed, must be lodged with Computershare Investor Services PLC, PO Box 1075, The Pavilions, Bridgwater Road, Bristol BS99 3FA not later than 48 hours before the time fixed for the holding of the meeting or adjourned meeting. The completion and return of the proxy form does not preclude a member from attending the meeting and voting in person.
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 10am on 28 January 2009 shall be entitled to attend or vote at this meeting in respect of the number of shares registered in their name at that time. Changes in entries on the relevant register of members after that time shall be disregarded in determining the rights of any person to attend or vote at this meeting.
4. If, however, the meeting is adjourned for more than 48 hours, as is intended in accordance with the Letter from the Chairman dated 7 January 2009, then to be so entitled to attend and vote members must be entered on the Company's register of members at a time which is 48 hours before the time fixed for the adjourned meeting.