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Notice of AGM

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ECOVISTA PLC

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Ecovista Plc (the "Company") announces the Notice convening an Annual General meeting of the Company to be held at 11.00 am on 3rd December 2014 at Finsgate, 5-7 Cranwood Street, London EC1V 9EE. The business of the AGM as set out in the notice posted to shareholders is to:

Consider and vote on the resolutions below. Resolutions 1 to 4 will be proposed as ordinary resolutions and resolutions 5 to 6 will be proposed as special resolutions.

ORDINARY RESOLUTIONS

1. To receive and adopt the Annual Report and Accounts for the year ended 31 December 2013 together with the directors' report and auditors' report on those accounts.
2. To re-appoint Jeffrey Henry LLP as auditors of the Company to hold office until the conclusion of the next general meeting at which the accounts are laid before the members and to authorise the directors to fix their remuneration.
3. To re-appoint as a Director Russell Laikin, who retires in accordance with Article 106 of the Articles of Association of the Company.
4. THAT the directors be and they are hereby generally and unconditionally authorised pursuant to Section 551 of the Companies Act 2006 to exercise any power of the company to allot and grant rights to subscribe for or to convert securities into shares of the company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. 670,000,000 shares. Provided that the authority hereby given shall expire five years after the passing of this resolution unless (subject to the said Section 551) previously renewed, revoked or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any rights under this authority in pursuance of an offer or agreement so to do made by the company before the expiry of this authority. This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006, but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTIONS

5. THAT the Company remains an investment vehicle but changes its investment strategy to be one that is focused on the property and real estate sector, with the objective being to provide shareholders with strong investment returns and a balanced exposure to lower risk income generating assets and opportunities that will provide a higher capital return.

It is envisaged that Ecovista's investment criteria will be as follows:

- Ecovista will focus on property investments which provide a stable, predictable and low risk income stream, with opportunities to enhance value through active management;

- Ecovista will also selectively pursue development or redevelopment opportunities where they can be pre- let to businesses with strong rental covenants, or in order to protect, enhance or extract additional value from existing investments;
- Ecovista will invest in distressed property investments where opportunities arise as markets recover.

Investments outside the above criteria will only be made where risk adjusted returns to Shareholders are satisfactory and Ecovista has the reserves necessary to extract an above-market return from the investments.

If Resolution 5 is passed, the Company will be an investment vehicle focused in the property and real estate sector.

6. THAT, subject to the passing of resolution 5 and in accordance with section 570 of the Companies Act 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Companies Act 2006) pursuant to the authority conferred by Resolution 4, as if section 561(1) of the Companies Act 2006 did not apply to any such allotment provided that the power is limited to the allotment of equity securities:
- a) in connection with an offer of such securities by way of rights to holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings of such shares, but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or any legal or practical problems under the laws of any territory, or the requirements of any regulatory body or stock exchange; and
 - b) otherwise than pursuant to sub-paragraph (a) above up to an aggregate nominal amount of GBP1,000,000, and provided that such authority shall expire on the conclusion of the next annual general meeting of the Company after the passing of this resolution, save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

By Order of the Board

The Directors of the Issuer accept responsibility for this announcement.

FOR FURTHER INFORMATION PLEASE CONTACT:

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Dated 13th November 2014

Ecovista Plc