

**NORTHAMPTON SAINTS PLC
(the Company)****EXPLANATORY NOTES TO THE NOTICE OF THE 23RD ANNUAL GENERAL MEETING****Monday 18th December 2023 at 2pm**

The Annual General Meeting (the AGM) is a meeting of members which the Company is required by law to hold each year.

Actions Prior To The Meeting

There are five resolutions to be considered and voted on by the shareholders at the AGM. All resolutions are proposed as "Ordinary Resolutions".

Members are invited to submit any questions relating to the resolutions prior to the AGM **EITHER BY POST** to Company Secretary, Franklin's Gardens, Weedon Road, Northampton NN5 5BG **OR BY EMAIL TO** companysecretary@northamptonsaints.co.uk

All voting will take place either in person at the virtual meeting, or using the proxy form enclosed which should be completed, signed and returned either:

- By post** – Company Secretary, Franklin's Gardens, Weedon Road, Northampton NN5 5BG.
- By email** – companysecretary@northamptonsaints.co.uk,

to arrive no later than 48 hours before the time fixed for the AGM.

Ordinary Resolutions**Resolution 1 – Receive the Annual Report and Accounts**

The Directors of the Company are required to present to the meeting the Directors' Report and Financial Statements for the period ended 30 June 2023 and the Independent Auditor's Report on the Financial Statements.

Resolutions 2, 3 and 4 – Re-election of Directors

Under the Company's Articles of Association, a proportion of the Directors are required to retire by rotation and are entitled to seek re-election. The Directors retiring this year are J Drown, M Smith and J Chapman. Resolutions 2, 3 and 4 propose their re-election as Directors.

Resolution 5 – Re-appointment of Auditors

The Company must appoint auditors to hold office until the end of the next meeting at which the Financial Statements are presented. This resolution proposes the re-appointment of MHA and authorises the Directors to determine their remuneration.