

**Notice of Annual General Meeting of
Bridgewater Investment Holdings Plc**
to be held at 9.00 a.m. GMT on 28 March 2024
on the 3rd Floor, The Monument Building,
11 Monument Street, London, EC3R 8AF

If you are attending the meeting, please bring photographic identification with you in accordance with building security requirements.

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to any aspect of the proposals referred to in the document or as to the action you should take, you should seek your own advice from a stockbroker, solicitor, accountant or other independent professional adviser.

5 March 2024

Dear Shareholder,

I am pleased to announce that the next Annual General Meeting (“**AGM**”) of Bridgewater Investment Holdings Plc (the “**Company**”) will be held in person at 9.00 a.m. GMT on Thursday, 28 March 2024 on the 3rd Floor, The Monument Building, 11 Monument Street, London, EC3R 8AF.

This letter explains the arrangements for the meeting and the ways shareholders may participate. You will also find herewith the formal Notice of AGM, which sets out the business to be considered at the meeting along with explanatory notes to the proposed resolutions.

Accounts

The Annual Report and Consolidated Financial Statements for the Company for the year ended 30 September 2023 (“**Annual Report**”), which will be considered at the meeting, will be available to shareholders on the Company’s website, www.bwpreit.co.uk, from Friday, 7 March, along with a copy of the Proxy Form for the meeting. The Annual Report will also be distributed to shareholders according to their communication preferences.

Full details on how to access documents on the Company’s website are provided in the Notice of Availability sent to all shareholders and also made available on our website.

Voting Arrangements

While we hope to see you at the meeting, we understand that this may not be convenient for everyone. If you are unable to attend in person, we strongly encourage you to exercise your right to vote on the business of the meeting by proxy.

There are several ways you can appoint a proxy:

- *Using a proxy form* – you can complete and sign a Proxy Form and return it to our Registrar by post
- *Online* – you can appoint a proxy electronically by logging into the Registrar’s website, www.sharevote.co.uk, using the Voting ID, Task ID and Shareholder Reference Number (SRN) printed on your Proxy Form. Shareholders who have registered with the Registrar’s online portfolio service, Shareview, can alternatively submit a proxy by logging into their account at www.shareview.co.uk and clicking on the link to vote.
- *By CREST* – if your shares are held by a custodian via CREST, your proxy can also be submitted through the CREST system by liaising with your custodian.

Further details are available on the Proxy Form.

Please note that only proxy appointments received by the Company’s Registrar before 9.00 a.m. GMT on Tuesday, 26 March 2024 will be considered valid. Similarly, any CREST messages must be received by the issuer’s agent (ID number RA19) by the same date and time.

The Board considers that all of the proposed resolutions are most likely to promote the success of the Company for the benefit of its shareholders as a whole. The Board therefore recommends that shareholders vote in favour of the resolutions.

Questions

The Board would welcome any comments or questions shareholders may have. Questions can be asked on the day or submitted in advance by email to bwpreit-cosec@alterdomus.com. We will endeavour to respond to as many questions as possible during the meeting. To ensure that all shareholders have an opportunity to be heard, there will be an initial limit of two questions per shareholder, at which point further questions will be considered if time permits.

Communication preferences

Shareholders can specify how they receive future communications like this from us by contacting the Company's Registrar using the following details:

www.shareview.co.uk
Equiniti Limited
Aspect House, Spencer Road, Lancing, West Sussex, United Kingdom, BN99 6DA
Helpline: 0371-384-2030 (UK) and +44(0) 371 384 2030 (Overseas)
Lines are open Monday – Friday 8.30 a.m. – 5.30 p.m. (excluding UK Bank Holidays)

You will need to have your Shareholder Reference Number to hand.

I would like to close by expressing the sincere appreciation my fellow directors and I have for your continued support. We look forward to seeing you at the AGM.

Yours faithfully,



Edmund Craston
Chairman
Bridgewater Investment Holdings Plc

BRIDGEWATER INVESTMENT HOLDINGS PLC
(the “Company”)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Annual General Meeting of the Company will be held at 9.00 a.m. GMT on Thursday, 28 March 2024 on the 3rd Floor, The Monument Building, 11 Monument Street, London, EC3R 8AF, for the purposes of considering and, if thought fit, passing the proposed ordinary resolutions set out below.

ORDINARY RESOLUTIONS

Financial Report

1. To receive and adopt the Annual Report and Consolidated Financial Statements of the Company for the year ended 30 September 2023 (the “**Annual Report**”).

Directors’ re-election

2. To re-elect Edmund Craston as a director of the Company.
3. To re-elect Alison Lambert as a director of the Company.
4. To re-elect Jack Thoms as a director of the Company.

Auditor

5. To re-appoint Haysmacintyre LLP as the auditor of the Company in accordance with Section 489 of the Companies Act 2006 as amended (the “**Act**”) until the conclusion of the next Annual General Meeting of the Company at which the accounts are laid before the Company, and to authorise the Directors to determine the remuneration of the auditor.

By order of the Board



Alter Domus (UK) Limited
Company Secretary

Dated: 5 March 2024

EXPLANATORY NOTES**RESOLUTION 1: To receive and adopt the Annual Report and Financial Statements**

The Board asks that shareholders receive the reports of the Directors and Auditors and the audited consolidated financial statements of the Company for the year ended 30 September 2023.

Following the announcement on 4 September 2023 that the IPSX had begun winding down operations, the Directors, in conjunction with the Asset and Investment Manager, made the decision to cancel the admission of the Company's ordinary shares trading on the IPSX Wholesale Market, and to not re-list those shares on an alternative exchange for the time being.

The reports of the Directors have accordingly been prepared on the basis that the Company is a non-listed public limited company to which the IPSX Rules and, therefore, the AIC Code, no longer apply.

RESOLUTIONS 2 – 4: Re-election of Directors

Under the Company's Articles of Association, every Director shall retire from office at each Annual General Meeting, which is in line with corporate governance best practice. All Directors will therefore stand for re-election at the Annual General Meeting.

- Edmund Craston (Resolution 2) was first appointed to the Board on 11 October 2021.
- Alison Lambert (Resolution 3) was first appointed to the Board on 1 March 2024.
- Jack Thoms (Resolution 4) was first appointed to the Board on 1 March 2024.

The Board believes that each Director standing for re-election brings considerable and wide-ranging skills and experience to the Board as a whole.

RESOLUTION 5: Re-appointment and remuneration of the Auditor

The Company is required at each general meeting at which accounts are presented to shareholders to appoint an auditor to hold office until the next such meeting.

Resolution 5 seeks the re-appointment of Haysmacintyre LLP as the Company's auditor until the conclusion of the next Annual General Meeting of the Company at which the accounts are laid before the Company, and to authorise the Directors to determine the remuneration of the auditor.
