

WEB: www.sthree.com

TEL: 020 7268 6000  
FAX: 020 7268 6001

5th Floor, GPS House  
215-227 Great Portland Street  
London, W1W 5PN



**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**  
IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISOR AUTHORISED PURSUANT TO THE FINANCIAL SERVICES AND MARKETS ACT 2000 IMMEDIATELY. IF YOU HAVE SOLD OR TRANSFERRED ALL OF YOUR ORDINARY SHARES IN STHREE PLC PLEASE SEND THIS DOCUMENT, TOGETHER WITH THE OTHER ACCOMPANYING DOCUMENTS, AT ONCE 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.

28 February 2011

Dear Shareholder,

### **SThree plc - Annual General Meeting 2011**

On 28 January 2011, I wrote to invite you to attend our sixth Annual General Meeting ("AGM") which will be held at The Westbury, Bond Street, Mayfair, London, W1S 2YF on Thursday 21 April 2011 at 11.30am ("**Notice of Meeting**"). Full details of the AGM, including formal notice of the AGM, particulars of the resolutions on which you can vote and details of the administrative arrangements made were set out in that Notice of Meeting.

We are now proposing to add a further item of business as an ordinary resolution (as Resolution No. 20), in order to allow shareholders to approve the payment of a final dividend, as set out below ("**Additional Resolution**"). In order for the Additional Resolution to be passed, more than half of the votes cast must be in favour of the Additional Resolution.

All other items of business remain unchanged and as per the Notice of Meeting dated 28 January 2011.

#### **Resolution 20: Payment of a Final Dividend**

"THAT a final dividend of 8.0p per ordinary share be declared and paid on 6 June 2011 to shareholders on the register of members as at the close of business on 6 May 2011".

#### **Explanatory Note**

A final dividend normally requires shareholder approval and investor bodies recommend that such a dividend is put to shareholder vote. A final dividend of 8.0p per ordinary share is recommended by the Board for payment to shareholders on the register of members at the close of business on 6 May 2011. If approved, the date of payment of the final dividend will be 6 June 2011.

Your vote is important and I would ask you to complete, sign and return the accompanying proxy form to register your vote, to be received by 11.30am on Tuesday, 19 April 2011. Submission of a proxy appointment will not prevent you from attending and voting at the AGM in person should you wish to do so.

Your Directors believe that all resolutions being proposed at the AGM (including the Additional Resolution) are in the best interests of the Company and its shareholders as a whole and unanimously recommend you to vote in favour of them, as they intend to do in respect of their own shareholdings.

Yours sincerely

A handwritten signature in black ink that reads 'Clay Brendish'.

**Clay Brendish**  
Chairman