

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to what action you should take, you are recommended to seek your own financial advice from your stockbroker or other independent adviser authorised under the Financial Services and Markets Act 2000 (as amended). If you have recently sold or transferred all of your shares in Ten Lifestyle Group Plc, please forward this document, together with the accompanying documents, as soon as possible either to the purchaser or transferee or to the person who arranged the sale or transfer, so they can pass these documents to the person who now holds the shares.

A Form of Proxy is enclosed with this notice and should be completed and returned to our registrars, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA, by no later than 11.00 a.m. on Friday 15 July 2022. You can also vote online at www.sharevote.co.uk.

Ten Lifestyle Group Plc

(Incorporated and registered in England under the Companies Act 2006 with registered number 08259177)

28 June 2022

Letter from the Chairman of Ten Lifestyle Group Plc

Dear Shareholder

PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION OF TEN LIFESTYLE GROUP PLC TO FORMALISE OUR COMMITMENT TO GROWING A SUSTAINABLE BUSINESS

A general meeting ('General Meeting') of Ten Lifestyle Group Plc (the 'Company') will be convened 11.00 a.m. on Tuesday 19 July 2022 at the Company's offices at 2nd Floor, Fitzroy House, 355 Euston Road, London NW1 3AL, to consider a resolution to amend the Company's articles of association ("Articles") as set out in the notice of general meeting (the "Notice") on page 3 of this document.

I am writing to explain why the Company is applying to be B Corp certified and why the Board considers it to be in the best interests of the Company to adopt the proposed amendment.

How will B Corp certification support our commitment to growing a sustainable business?

Ten's mission to become the most trusted service platform in the world is driven by the shared purpose of its founders and Board to build a sustainable, member-focused and pioneering business. Integrity and ethical standards are therefore at the heart of our business practices and align with the B Corp Movement's values which focus on how business can be a force for good on society and the environment.

B Corp certification is an internationally recognised, independent, responsible business framework that enables companies to become more responsible by considering the impact of their decisions on their clients, community, people, suppliers and the environment. Certified businesses are recognised as ones that meet the highest standards of verified social and environmental performance, public transparency, and legal accountability to balance profit and purpose.

We have been using the B Corp framework to develop, measure, improve and validate the efforts of the Company's ESG Strategy, as implemented by the ESG Working Group, chaired by Non-Executive Director Jules Pancholi. Details of which are reported on pages 34 – 37 of the as set out in the 2021 Annual Report and Accounts, a copy of which is on our website (tenlifestylegroup.com/investors/resources/). Our goal is now to further develop our responsible business practices to attain B Corp certification.

We believe B Corp certification will have significant positive effects on the Company and stakeholders, including:

- A competitive advantage as a leader in responsible business practices
- Aligning with the rising ESG priorities of our existing and prospective clients
- Demonstrating our ESG credentials to existing and prospective shareholders, members, suppliers and other stakeholders
- Helping us attract and retain people who share our values and want to further the Company's mission

Having consulted with a majority of the Company's shareholders, the Board is confident that following a path to B Corp certification is aligned with the interests of its shareholders.

What is the proposed change to the Company's Articles and what effect will it have?

To formalise the Company's framework for growing a sustainable business and to meet the "legal requirement" of B Corp certification, shareholders are being asked to approve a verbatim amendment to the Company's Articles at the General Meeting that will commitment on the Directors to a "triple bottom line" approach to building a sustainable business.

The amendment will formalize the Company's alignment with the B Corp Movement's values and embeds a stakeholder-focused mindset that separates B Corps from other businesses. It is designed to provide a legal basis to allow the Directors to consider the interests of all stakeholders, not just shareholders, when making important decisions as well as protecting the Company's mission and values.

If adopted, the amendment set out in the notice of general meeting (the "Notice") on page [3] of this document will legally commit the Directors to use business as a force for good, by creating a material positive impact on society and the environment through the Company's business and operations and considering 'stakeholder interests' (including shareholders, employees, suppliers, society and the environment).

By embedding the extent to which the stakeholder interests should be taken into account by the Directors when making decisions about the business, the prescribed wording goes beyond what is currently required by companies and their directors pursuant to section 172 of the Companies Act 2006 (the 'Companies Act'). The ways in which the Company engages with its stakeholders and examples of Board decisions taking stakeholder interests into consideration during the year are set out on pages 38 – 40 of the 2021 Annual Report & Accounts.

The practical effect of the proposed amendment will be that the Directors will be legally committed to adopt decision making practices that will promote their building of a sustainable business. The Directors will also become accountable to shareholders through an annual impact report that they will be required to produce to demonstrate, and enable shareholders to assess, how the directors have performed their duty as set out in the amended Articles.

If passed, the amendment to the Articles would take effect immediately and the amendment to the Articles is not conditional on the Company obtaining B Corp certification.

The General Meeting

Any amendment to the Company's Articles must be approved by a special resolution of the Company's shareholders in a general meeting. You are therefore being asked to vote on the resolution set out in the Notice to amend the Company's Articles.

Your Board considers the resolution will promote the success of the Company and is in the best interests of the Company and its shareholders as a whole. The directors unanimously recommend that you vote in favour of the resolution as they intend to do in respect of their own beneficial holdings.

In order to best protect the health and well-being of its shareholders and the general public in relation to the Covid-19 pandemic, the Board requests that shareholders carefully consider whether travelling to and attending the General Meeting is necessary and instead encourage shareholders to cast their votes by proxy. By appointing the Chairman of the meeting as your proxy, shareholder's votes will be counted at the General Meeting. The Company will arrange for the minimum attendance required to form a quorum, to conduct the necessary business at the General Meeting.

If Shareholders choose not to attend in person, they are invited to watch the meeting via Zoom. To watch via Zoom, please email Investorrelations@tengroup.com by 11:00 am on Friday 15 July 2022.

We also welcome questions from Shareholders relating to the business of the General Meeting. Please submit these to the Board by email to Investorrelations@tengroup.com by 11:00 am on Friday 15 July 2022. Answers will be published on the Group's website, and where possible, we will give a brief answer at the meeting. It will not be possible to ask questions via Zoom.

The results of the General Meeting business will be posted on the Group's website as soon as practicable following the conclusion of the meeting.

Yours sincerely

Bruce Weatherill

Chairman

28 June 2022

Notice of General Meeting

To be held at the offices of Ten Lifestyle Group, 2nd Floor, Fitzroy House, 355 Euston Road, London NW1 3AL, on Tuesday 19 July 2022 at 11.00 a.m.

The General Meeting will be held as a physical meeting to permit the attendance of shareholders and their proxies. However, in light of the continuing uncertainty regarding the Covid-19 pandemic and in order to best protect the health and well-being of its shareholders and the general public, shareholders are encouraged to carefully consider whether travelling to and attending the General Meeting is necessary and instead shareholders are strongly urged to cast their votes by proxy. By appointing the Chairman of the meeting as your proxy, shareholder's votes will be counted at the General Meeting. The Company will arrange for the minimum attendance required to form a quorum, to conduct the necessary business at the General Meeting.

Shareholders wishing to vote on any of the matters of business are strongly urged to do so by appointing the Chairman as their proxy, details of which are set out below.

Questions can be submitted by no than 11 a.m. on Friday 15 July 2022 to the Company Secretary by email to Investorrelations@tengroup.com and these will be answered during or after the meeting. Full voting details and answered to questions will be posted on the Company's website www.tenlifestylegroup.com.

Notice is hereby given that a general meeting ("General Meeting") of Ten Lifestyle Group Plc (the "Company") will be held at the offices of Ten Lifestyle Group, 2nd Floor, Fitzroy House, 355 Euston Road, London NW1 3AL on Tuesday 19 July

2022 at 11.00 a.m. to consider and, if thought fit, to pass the following resolution, which will be proposed as a special resolution:

Special resolution

1. THAT the Company's articles of association be amended to include the following text as a new Article 1A:

1A (1) The objects of the Company are to promote the success of the Company:

- (i) for the benefit of its members as a whole; and
 - (ii) through its business and operations, to have a material positive impact on (a) society and (b) the environment, taken as a whole.
- (2) A Director must act in the way he or she considers, in good faith, most likely to promote the success of the Company in achieving the objects set out in paragraph (1) above, and in doing so shall have regard (amongst other matters) to:
- a) the likely consequences of any decision of the Directors in the long term and the impact any such decision may have on any affected stakeholders,
 - b) the interests of the Company's employees,
 - c) the need to foster the Company's business relationships with suppliers, customers and others,
 - d) the impact of the Company's operations on the community and the environment and on affected stakeholders,
 - e) the desirability of the Company maintaining a reputation for high standards of business conduct and the impact this has on affected stakeholders, and
 - f) the need to act fairly as between members of the Company, (together, the matters referred to above shall be defined for the purposes of this Article as the "Stakeholder Interests" and each a "Stakeholder Interest").

(3) For the purposes of a Director's duty to act in the way he or she considers, in good faith, most likely to promote the success of the Company, a Director shall not be required to regard the benefit of any particular Stakeholder Interest or group of Stakeholder Interests as more important than any other.

(4) Nothing in this Article express or implied, is intended to or shall create or grant any right or any cause of action to, by or for any person (other than the Company).

- (5) The Directors of the Company shall, for each financial year of the Company, prepare and circulate to its members an impact report. The impact report shall contain a balanced and comprehensive analysis of the impact the Company's business has had, in a manner proportionate to the size and complexity of the business. The impact report shall contain such detail as is necessary to enable the members to have an understanding of the way in which the Company has promoted its success for the benefit of its members as a whole and, through its business and operations, sought to have a material positive impact on society and the environment, taken as a whole. If the Company is also required to prepare a strategic report under the Companies Act 2006, the Company may choose to publish the impact report as part of its strategic report and in accordance with the requirements applying to the strategic report.

By order of the Board

Keziah Watt

Company Secretary

28 June 2022

Registered office: 2nd Floor, Fitzroy House, 355 Euston Road, London, England NW1 3AL

Registered in England and Wales No. 08259177

Notes to the Notice of Annual General Meeting

Appointment of proxies

1. If you are a shareholder who is entitled to vote at the meeting, you are entitled to appoint one or more proxies to exercise all or any of your rights to attend, speak and vote at the meeting. In light of the continuing uncertainty regarding the Covid-19 pandemic and in order to best protect the health and well-being of its shareholders and the general public, you are encouraged to carefully consider whether travelling to and attending the General Meeting is necessary and instead you are strongly urged to cast their votes by proxy and to appoint the Chairman as your proxy. You can only appoint a proxy using the procedures set out in these notes and the notes to the Form of Proxy.

A Form of Proxy accompanies this notice. If you did not receive a Form of Proxy or you require additional Forms of Proxy, please contact the Company or its registrars. Please complete, sign and return it so as to reach the Company's registrars, Equiniti Limited, at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA. To be valid, your Form of Proxy must be received by the Company's registrars by 11.00 a.m. on Friday 15 July 2022, being at least 48 hours (excluding any part of a day that is not a working day) before the meeting.

Alternatively, you may, if you wish, register the appointment of a proxy or voting instruction for the meeting by logging on to www.sharevote.co.uk. You will need to use the series of numbers made up of your Voting ID, Task ID and Shareholder Reference Number printed on the Form of Proxy accompanying this notice. Full details of the procedure are given on the website. The proxy appointment and/or voting instructions must be received by Equiniti not later than 11.00 a.m. on Friday 15 July 2022. The use of the internet service in connection with the General Meeting is governed by Equiniti's conditions of use set out on the website, www.sharevote.co.uk and may be read by logging on to the site. Shareholders who have already registered with Equiniti's online portfolio service, Shareview, can vote by logging on to their portfolio at www.shareview.co.uk using your usual user ID and password. Once logged in simply click "view" on the "My Investments" page, click on the link to vote, then follow the on-screen instructions. If you do not have a Form of Proxy and believe that you should have one, or if you require additional forms, please contact our registrars, Equiniti Limited, on 0371 384 2030 (overseas +44 (0)121 415 7047. Lines are open 8.30 a.m. to 5.30 p.m., Monday to Friday (excluding public holidays in England and Wales).

Shareholders may change proxy instructions by submitting a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. If you wish to revoke your proxy instruction, you must send to the Company's registrars a signed hard copy notice clearly stating your intention to revoke your proxy appointment. Any notice of revocation received after the relevant cut-off time will be disregarded. If you are in any doubt as to what to do where you wish to change or revoke your proxy instruction, please contact the Company's registrars or your stockbroker, solicitor, accountant or other professional adviser.

CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the meeting and any adjournment(s) thereof by using the procedure described in the CREST Manual (available at www.euroclear.com). CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by Equiniti as the issuer's agent (RA19) by 11.00 a.m. on Friday 15 July 2022. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

After this time any change of instruction to proxies appointed through CREST should be communicated to the appointee through other means.

CREST members (and, where applicable, their CREST sponsors or voting service providers) should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider, to procure that his CREST sponsor or voting service provider takes) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members (and, where applicable, their CREST sponsors or voting service providers) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

Joint holders

2. In the case of joint holders, where more than one of the joint holders completes a proxy appointment, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

Corporate representatives

3. A corporation which is a shareholder can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a shareholder provided that no more than one corporate representative exercises powers over the same share.

Issued share capital

4. As at 27 June 2022, which is the latest practicable date before publication of this notice, the Company's issued share capital comprised 83,741,801 ordinary shares of £0.001 each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 27 June 2022 is 83,741,801.

Voting

5. As soon as practicable following the meeting, the results of the voting will be announced via a regulatory information service and also placed on the Company's website.

To be entitled to attend, speak and, subject to the Articles, vote at the General Meeting (and for the purpose of determining the number of votes they may cast), shareholders must be entered on the Company's Register of Members at 6.30pm on Friday 15 July 2022 (or in the case of an adjournment, at 6.30pm on the date which is two business days before the date fixed for the adjourned meeting). Changes to the Register of Members after the relevant deadline shall be disregarded in determining the rights of any person to attend, speak and vote at the General Meeting.

Documents

6. The contents of this notice of meeting, a copy of the Company's articles of association showing the proposed changes, the total voting rights that shareholders are entitled to exercise at the General Meeting, and, if applicable, documentation required to be made available under the Companies Act 2006 will be available on the Company's website (www.tenlifestylegroup.com).

Communication

7. You must not use any electronic address provided either in this notice or any related documents to communicate with the Company for any purposes other than those expressly stated. Shareholders who have general queries about the meeting can email us at investorrelations@tengroup.com.

Ten Lifestyle Group Plc

2nd Floor, Fitzroy House
355 Euston Road
London NW1 3AL
United Kingdom

www.tenlifestylegroup.com