



enquiries@milestonegroup.co.uk
www.milestonegroup.co.uk
T: +44 (0) 207 929 7826
F: +44 (0) 870 495 4820

1st Floor
2 Royal Exchange Steps
The Royal Exchange
London EC3V 3DG

10th July 2017

Dear Shareholder,

Please find enclosed a Notice of General Meeting (“GM”) of Milestone Group plc (“Company”) to be held at 11.00a.m. on Tuesday 8th August 2017 and a green Proxy card for use at the GM.

The purpose of the GM is to authorise the Directors to issue shares up to a nominal value of £750,000 (being 750m shares). These shares will be used to complete the proposed Subscription for cash announced on 10th July 2017 and for future subscriptions and capital raising. The announcement of 10th July 2017 is reproduced in full below:

MILESTONE GROUP PLC
 (“Milestone” or the “Company”)

Convertible Loan Note, Issue of Equity and General Meeting

Milestone (AIM: MSG), the AIM and Social Stock Exchange quoted provider of digital media, technology and social impact solutions announces that, conditional on shareholder approval to be sought at a forthcoming General Meeting, the Company has conditionally raised (by way of a subscription and convertible loan notes) £1,500,000 by the issue of 522,626,906 new ordinary shares at a price of approximately 0.29p per share (“the Subscription Price”).

The subscriber of the shares is Para & Co (UK) Ltd, a private limited company wholly owned by Dr. Ramesh Para.

Dr. Ramesh Para is a British businessman whose business interests include technology, fin-tech, healthcare, insurance and education.

Para & Co (UK) Ltd has agreed to fund the Company by way of an advance of these subscription monies in a form of a convertible loan note totaling £400,000. The convertible loan note may be drawn down in two tranches. The first tranche will be made available by 15 July 2017 and the second tranche by 15 August 2017. Any loan drawn down in advance of the subscription will form part of the £1,500,000 subscription monies due and will be converted into ordinary share in the Company at the Subscription Price.

Para & Co (UK) Ltd has undertaken that it will not hold more than 29.9% of the Company’s issued share capital as a result of the Subscription or the Conversion.

Following the subscription and subject to normal regulatory due diligence, it is intended that Dr. Ramesh Para will become a director of the Company. Dr. Ramesh Para will be the first of a number of appointments expected to be made to the Board and Management team in the near future to support the restructuring of the business.

Following the conversion and subscription (assuming no further issues of equity) the Company's so enlarged issued share capital will comprise 1,772,268,317 ordinary shares.

Further announcements will be made in due course.

Deborah White, CEO of Milestone commented:

"Following the recent review and refocusing of the business this investment gives the Company a combination of financial security and access to an extensive network of commercial opportunities for the technology based products and services made available via the Company's subsidiary Nexstar."

The Directors consider that the proposed resolutions contained in the Notice of GM are in the best interests of the Company and shareholders as a whole.

We would therefore ask that you complete and return the green Proxy card as soon as possible even if you intend to attend the GM. Alternatively, proxies can be submitted via the Registrars' website at www.capitashares.co.uk

Yours Sincerely

Deborah White
Chief Executive Officer