

Notice of Annual General Meeting 2008
40a Dover Street, London W1S 4NW
Wednesday 30 July 2008 at 11.00am

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 this document or as to the action you should take, you should consult your stockbroker, solicitor, accountant or other independent adviser authorised under the Financial Services and Markets Act 2000.

If you have sold or transferred all your ordinary shares in Prime People Plc (the 'Company'), please hand this document (together with the accompanying Proxy form) as soon as possible to the stockbroker or other agent through whom you made the sale or transfer for transmission to the purchaser.

Dear Shareholder

Annual General Meeting ('AGM')

I have pleasure in sending you the Notice of this year's AGM which will be held at 40a Dover Street, London W1S 4NW on Wednesday 30 July at 11.00am. The AGM is the Board's opportunity to present the Company's performance to shareholders and to listen and respond to your questions. If you cannot attend the meeting, we would still like to receive your votes, as shareholders. A reply-paid card is included with this letter for this purpose.

Your vote is important to us – you can:

- complete and return the enclosed Proxy form; or
- attend and vote at the AGM.

Voting

The accompanying Proxy form invites you to vote in one of three ways: 'For', 'Against' or 'Vote withheld' for each resolution.

Notice of publication of Annual report

Notice is hereby given that the Prime People Plc Annual report 2008 has been published on the Company's website, www.prime-people.co.uk.

If you have elected to receive shareholder correspondence in hard copy, then the Annual report will accompany this Notice. Should you wish to change your election at any time, or if you wish to request a hard copy of the Annual report, you can do by contacting the company on 020 7493 5689.

Yours faithfully,

Company Secretary

Notice of Annual General Meeting

Notice is hereby given that the twenty-fourth Annual General Meeting of Prime People Plc (the "Company") will be held at 40a Dover Street, Mayfair, London W1S 4NW on Wednesday 30 July 2008 at 11.00am for the following purposes:

Ordinary Business:

1. To receive the Company's financial statements for the year ended 31 March 2008 together with the reports of the directors and auditors thereon.
2. To approve the Directors' recommendation that a final dividend of 2.4p per share be declared on the ordinary shares of the company
3. To approve the Remuneration Report
4. To re-elect Mr R J G Macdonald as a director, who retires by rotation pursuant to the articles of association and, being eligible, offers himself up for re-election.
5. To re elect Mr S J Murphy as a director who retires by rotation pursuant to the articles of association and, being eligible, offers himself up for re-election.
6. To re-appoint Horwath Clark Whitehill LLP as auditors for the ensuing year.
7. To authorise the Directors to determine the remuneration of the auditors.

Special Business:

8. To consider and, if thought fit, to pass the following resolution as an ordinary resolution:
That the Directors be and are hereby generally and unconditionally authorised in accordance with Section 80 of the Companies Act 1985 (the Act) to exercise all powers of the Company to allot relevant securities (as defined in sub-section (2) of the said Section 80) up to an aggregate nominal amount of £400,923 provided that this authority shall expire at the conclusion of the Annual General Meeting to be held in 2008 or 15 months after the passing of this resolution (whichever is the earlier) save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.
9. To consider, and, if thought fit, to pass the following resolution as a special resolution:
That pursuant to Section 95 of the Act the Directors be and are hereby empowered to allot equity securities (as defined by Section 94 of the Act) for cash pursuant to the authority conferred by Resolution 7 above as if Section 89(1) of the Act did not apply to such allotment provided that this power shall be limited:
 - a) to the allotment of equity securities in connection with a rights issue, open offer or otherwise in favour of the holders of equity securities in proportion to their respective holdings of such securities but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with legal or practical problems in respect of overseas holders, fractional entitlements or otherwise; or
 - b) to the allotment (otherwise than pursuant to sub-paragraph (a) above) of equity securities up to an aggregate nominal amount of £60,144.
10. To consider, and, if thought fit, to pass the following resolution as a special resolution:
That the Company be and is hereby generally and unconditionally authorised for the purposes of section 166 of the Act to make one or more market purchases (within the meaning of section 163(3) of the Act) on the AIM Market of the London Stock Exchange of ordinary shares of 10p each in the capital of the Company provided that:
 - a) The maximum aggregate number of new ordinary shares authorised to be purchased is 1,202,890 (representing approximately 10 per cent of the Company's current issued ordinary share capital).
 - b) The minimum price which may be paid for such shares is £0.10 per share.
 - c) The maximum price which may be paid for an ordinary share shall not be more than 5 per cent above the average of the middle market quotations for a new ordinary share as derived from the London Stock Exchange for the five business days immediately preceding the date on which the new ordinary share is purchased.
 - d) Unless previously renewed, varied or revoked, the authority hereby conferred shall expire at the conclusion of the Company's next AGM or 12 months from the date of passing this resolution, if earlier.
 - e) The Company may make a contract or contracts to purchase new ordinary shares under the authority conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiry of such authority and may make a purchase of new ordinary shares in pursuance of any such contract or contracts.

Registered Office
40a Dover Street
London W1S 4NW

By order of the Board
C I Heayberd
Secretary
5th June 2008

Notes:

- i. Any Member having the right to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on his behalf. A proxy need not be a member of the Company. To be effective, the form of proxy and any power of attorney or other authority under which it is executed or a notarially certified or office copy of such power or authority must be lodged with the Company's registrars, Neville Registrars Limited, Neville House, 18 Laurel Lane, Halesowen, West Midlands B63 3DA, not less than 48 hours before the time appointed for the meeting.
- ii. In the case of a corporation, the form of proxy should be under its common seal, or under the hand of an officer of the corporation duly authorised in that behalf.
- iii. Directors' service contracts together with a copy of the Rules to the company's Inland Revenue Approved Employee Enterprise Management Incentive Scheme and the minutes of the previous Annual General Meeting will be available for inspection 15 minutes prior to the commencement of the Meeting.

Prime People Plc

Form of Proxy

For use at the Annual General Meeting convened for 11.00am on Wednesday 30 July 2008.

I/We

Of

being (a) member(s) of the above-named Company, hereby appoint the Chairman for the time being of the meeting or*

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on [] and at any adjournment thereof.

I/We direct my/our proxy to vote on the resolutions set out in the notice convening the Annual General Meeting as follows:

ORDINARY BUSINESS	FOR	AGAINST	ABSTAIN
1. To approve the Company's financial statements for the year ended 31 March 2008 together with the reports of the directors and auditors thereon.			
2. To approve the final dividend of 2.4p per ordinary share			
3. To approve the Remuneration Report.			
4. To re-elect Mr RJG Macdonald as a director			
5. To re elect Mr S J Murphy as a director			
6. To re-appoint Horwath Clark Whitehill LLP as auditors for the ensuing year			
7. To authorise the directors to determine the remuneration of the auditors.			
SPECIAL BUSINESS			
8. To authorise the directors to issue new shares			
9. To empower the directors to allot shares for cash.			
10. To authorise the directors to make market purchases of its own shares.			

Signed this _____ day of _____ 2008

Signature

Notes:

1. Please indicate how you wish to vote by marking an X opposite the resolution.
2. If this form is signed and returned without any indication as to how the proxy shall vote, he will exercise his discretion both as to how he votes and as to whether or not to abstain from voting.
3. In the case of joint holders the signature of any holder will be sufficient.
4. In the case of an individual, this Form of Proxy shall be signed by the appointor or by his attorney. A corporation's Form of Proxy shall be executed under its common seal, or under the hand of an officer or attorney duly authorised on the corporation's behalf.
- 5.* If you wish to appoint a proxy other than the Chairman of the meeting a space has been provided. Please make the necessary deletion and initial it. A proxy need not be a member of the Company.
6. This Form of Proxy, to be valid, must be lodged with the Company's Registrars at the address overleaf not less than 48 hours before the time of the appointed meeting together with the power of attorney or other written authority, if any, under which it is signed or an office copy or a notarially certified copy thereof. Completion and return of a Form of Proxy does not prevent a member from attending and voting at the meeting should he/she wish

SECOND FOLD

BUSINESS REPLY SERVICE
Licence No BM3865



NEVILLE REGISTRARS LIMITED
NEVILLE HOUSE
18 LAUREL LANE
HALESOWEN
WEST MIDLANDS
B63 3BR

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