

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or as to the action you should take, you are recommended to seek your own personal financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the FSMA, who specialises in advising on the acquisition of shares and other securities.**

If you have sold or otherwise transferred all of your Ordinary Shares, please immediately forward this document, together with the accompanying Form of Proxy, to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee. If you have sold only part of your holding of Ordinary Shares, please contact your stockbroker, bank or other agent through whom the sale or transfer was effected immediately.

The Directors (whose names and functions appear on page 4 of this document) and the Company accept responsibility, both collectively and individually, for the information contained in this document and compliance with the AIM Rules. To the best of the knowledge and belief of the Directors and the Company (who have taken all reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

The Ordinary Shares are admitted to trading on AIM. **AIM is a market designed primarily for emerging or smaller companies to which a higher investment risk tends to be attached than to larger or more established companies. AIM securities are not admitted to the Official List of the United Kingdom Listing Authority. A prospective investor should be aware of the risks of investing in such companies and should make the decision to invest only after careful consideration and, if appropriate, consultation with an independent financial adviser. The London Stock Exchange has not itself examined or approved the contents of this document. Prospective investors should read this document in its entirety.**

This document contains no offer of transferable securities to the public within the meaning of section 102B of the FSMA, the Act or otherwise. Accordingly, this document does not constitute a prospectus within the meaning of section 85 of the FSMA and has not been drawn up in accordance with the Prospectus Rules or approved by the FCA or any other competent authority. It is emphasised that no application is being made for admission of the Ordinary Shares to the Official List of the United Kingdom Listing Authority.

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# Castle Street Investments plc

*(incorporated and registered in Scotland with registered number SC368538)*

## **Proposed Change of Name and Notice of General Meeting**

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**This document should be read as a whole. However, your attention is drawn to the letter from the Chairman of the Company which is set out on pages 8 - 9 of this document and which contains the Directors' unanimous recommendation that you vote in favour of the Resolution to be proposed at the General Meeting.**

Nplus1 Singer Advisory LLP ("**N+1 Singer**"), which is authorised and regulated in the United Kingdom by the FCA, is acting as nominated adviser and broker to the Company in connection with the Change of Name and will not be acting for any other person (including a recipient of this document) or otherwise be responsible to any person for providing the protections afforded to clients of N+1 Singer or for advising any other person in respect of the Change of Name or any transaction, matter or arrangement referred to in this document. N+1 Singer's responsibilities as the Company's nominated adviser and broker are owed solely to London Stock Exchange and are not owed to the Company or to any Director or to any other person in respect of his decision to acquire shares in the Company in reliance on any part of this document.

Apart from the responsibilities and liabilities, if any, which may be imposed on N+1 Singer by the FSMA or the regulatory regime established thereunder, N+1 Singer does not accept any responsibility whatsoever for the contents of this document, including its accuracy, completeness or verification or for any other statement made or purported to be made by it, or on its behalf, in connection with the Company or the Change of Name. N+1 Singer accordingly disclaims all and any liability whether arising in tort, contract or otherwise (save as referred to above) in respect of this document or any such statement.

**Notice of a General Meeting of Castle Street Investments plc, to be held at the offices of DAC Beachcroft LLP, 100 Fetter Lane, London EC4A 1BN at 11.00 a.m. on 11 April 2016, is set out at the end of this document. To be valid, the accompanying Form of Proxy for use in connection with the General Meeting should be completed, signed and returned as soon as possible and, in any event, so as to reach the Company's registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by not later than 11.00 a.m. on 7 April 2016. Completion and return of Forms of Proxy will not preclude Shareholders from attending and voting at the General Meeting should they so wish.**

A copy of this document will be made available from the Company's website, [www.castlestreetinvestments.com](http://www.castlestreetinvestments.com). Neither the content of the Company's website nor any website accessible by hyperlinks to the Company's website is incorporated in, or forms part of, this document.

## IMPORTANT NOTICE

### **Cautionary note regarding forward-looking statements**

This document includes statements that are, or may be deemed to be, "forward-looking statements". These forward-looking statements can be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "plans", "projects", "anticipates", "expects", "intends", "may", "will", or "should" or, in each case, their negative or other variations or comparable terminology. These forward-looking statements include matters that are not historical facts. They appear in a number of places throughout this document and include statements regarding the Directors' current intentions, beliefs or expectations concerning, among other things, the Group's results of operations, financial condition, liquidity, prospects, growth, strategies and the Group's markets.

By their nature, forward-looking statements involve risk and uncertainty because they relate to future events and circumstances. Actual results and developments could differ materially from those expressed or implied by the forward-looking statements.

Forward-looking statements may and often do differ materially from actual results. Any forward-looking statements in this document are based on certain factors and assumptions, including the Directors' current view with respect to future events and are subject to risks relating to future events and other risks, uncertainties and assumptions relating to the Group's operations, results of operations, growth strategy and liquidity. Whilst the Directors consider these assumptions to be reasonable based upon information currently available, they may prove to be incorrect. Save as required by law or by the AIM Rules, the Company undertakes no obligation to publicly release the results of any revisions to any forward-looking statements in this document that may occur due to any change in the Directors' expectations or to reflect events or circumstances after the date of this document.

### **Notice to overseas persons**

The distribution of this document and/or the Form of Proxy in certain jurisdictions may be restricted by law and therefore persons into whose possession these documents come should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

### **References to defined terms**

Certain terms used in this document are defined and certain technical and other terms used in this document are explained at the section of this document under the heading "Definitions".

All times referred to in this document are, unless otherwise stated, references to London time.

## CONTENTS

	<b>Page</b>
<b>Directors and Advisers</b>	<b>4</b>
<b>Expected Timetable of Principal Events</b>	<b>5</b>
<b>Definitions</b>	<b>6</b>
<b>Letter from the Chairman of Castle Street Investments plc</b>	<b>8</b>
<b>Notice of General Meeting</b>	<b>10</b>

## DIRECTORS AND ADVISERS

### *Directors*

Edward Jonathan Watts, *Non-Executive Chairman*  
Andrew Robert Craig Ross, *Chief Executive Officer*  
Julian Gerard Powell Phipps, *Chief Financial Officer*  
Mathew Paul Hawkins, *Chief Technical Officer*  
Simon Charles Mewett, *Chief Operating Officer*  
William Dobbie, *Non-Executive Director*  
Katherine Louise Margiad Ward, *Non-Executive Director*

all of:

24 Dublin Street  
Edinburgh  
EH1 3PP

### *Company Secretary*

Julian Gerard Powell Phipps

### *Nominated Adviser and Broker*

Nplus1 Singer Advisory LLP  
One Bartholomew Lane  
London  
EC2N 2AX

### *Legal Advisers to the Company*

DAC Beachcroft LLP  
100 Fetter Lane  
London  
EC4A 1BN

### *Registrars*

Computershare Investor Services PLC  
The Pavilions  
Bridgwater Road  
Bristol  
BS99 6ZY

## EXPECTED TIMETABLE OF PRINCIPAL EVENTS

2016

Publication of this document	24 March
Latest time and date for receipt of Form of Proxy	11.00 a.m. on 7 April
General Meeting	11.00 a.m. on 11 April

*(Note: Each of the above dates is subject to change at the absolute discretion of the Company and N+1 Singer).*

## DEFINITIONS

The following definitions apply throughout this document unless the context otherwise requires:

<b>"Act"</b>	the Companies Act 2006 (as amended)
<b>"AIM"</b>	the AIM market operated by the London Stock Exchange
<b>"AIM Rules"</b>	the AIM Rules for Companies and guidance notes published by the London Stock Exchange from time to time
<b>"Business Day"</b>	a day on which dealings in domestic securities may take place on the London Stock Exchange
<b>"Change of Name"</b>	the proposal to change the name of the Company to CORETX Holdings plc
<b>"Company" or "CSI"</b>	Castle Street Investments plc, a company incorporated and registered in Scotland under the Companies Act 1985 with registered number SC368538
<b>"CREST"</b>	the relevant system (as defined in the CREST Regulations) in respect of which Euroclear is the operator (as defined in those regulations)
<b>"CREST Regulations"</b>	the Uncertificated Securities Regulations 2001 (S.I. 2001 No. 3755) (as amended)
<b>"Directors" or "Board"</b>	the directors of the Company whose names are set out on page 4 of this document, or any duly authorised committee thereof
<b>"Euroclear"</b>	Euroclear UK & Ireland Limited, the operator of CREST
<b>"Form of Proxy"</b>	the form of proxy for use in connection with the General Meeting which accompanies this document
<b>"FCA"</b>	the Financial Conduct Authority
<b>"FSMA"</b>	the Financial Services and Markets Act 2000 (as amended)
<b>"General Meeting"</b>	the general meeting of the Company to be held at the offices of DAC Beachcroft LLP, 100 Fetter Lane, London EC4A 1BN at 11.00 a.m. on 11 April 2016, notice of which is set out at the end of this document
<b>"Group"</b>	the Company, its subsidiaries and its subsidiary undertakings
<b>"London Stock Exchange"</b>	London Stock Exchange plc
<b>"N+1 Singer"</b>	Nplus1 Singer Advisory LLP, the Company's nominated adviser and broker
<b>"Notice of General Meeting"</b>	the notice convening the General Meeting which is set out at the end of this document
<b>"Ordinary Shares"</b>	the ordinary shares of 2.5 pence each in the capital of the Company
<b>"Prospectus Rules"</b>	the prospectus rules made by the FCA pursuant to section 73A of the FSMA
<b>"Register"</b>	the register of members of the Company maintained by Computershare Investor Services PLC
<b>"Resolution"</b>	the resolution set out in the Notice of General Meeting
<b>"Shareholders"</b>	holders of Ordinary Shares

**"UK"**

the United Kingdom of Great Britain and Northern Ireland

**"Voting Record Time"**

6 p.m. on 7 April 2016

LETTER FROM THE CHAIRMAN OF CASTLE STREET INVESTMENTS PLC

# Castle Street Investment plc

(incorporated in Scotland with registered number SC368538)

Directors:

Edward Jonathan Watts, *Non-Executive Chairman*  
Andrew Robert Craig Ross, *Chief Executive Officer*  
Julian Gerard Powell Phipps, *Chief Financial Officer*  
Mathew Paul Hawkins, *Chief Technical Officer*  
Simon Charles Mewett, *Chief Operating Officer*  
William Dobbie, *Non-Executive Director*  
Katherine Louise Margiad Ward, *Non-Executive Director*

Registered Office:

24 Dublin Street  
Edinburgh  
EH1 3PP

24 March 2016

Dear Shareholder,

## Change of Name and Notice of General Meeting

### 1. Introduction and summary

The Company has announced that it is proposing to change its name to CORETX Holdings plc.

**The purpose of this document is to provide you with information about the background to and the reasons for the Change of Name, to explain why the Board considers the Change of Name to be in the best interests of the Company and its Shareholders as a whole and why the Directors unanimously recommend that you vote in favour of the Resolution to be proposed at the General Meeting, which will be held at the offices of DAC Beachcroft LLP, 100 Fetter Lane, London EC4A 1BN on 11 April 2016. The Directors intend to vote in favour of the Resolution in respect of their legal and/or beneficial shareholdings amounting, in aggregate, to 32,034,393 Ordinary Shares representing approximately 16.8 per cent. of the Ordinary Shares in issue as at the date of this document.**

### 2. Background to and reasons for the Change of Name

At present there are three different company names in use within the Group: 'Castle Street Investments', 'Selection Services' and 'C4L'. The Directors believe that this can be confusing for customers and prospects, and does not support the presentation of the Group's unified portfolio of products and services to the market. The Directors therefore believe that it would be more effective to go to market under one brand.

In addition to this, the Company has no connection with the name 'Castle Street' and having invested in two ICT companies in January and February 2016, its principal activities are now the provision of Managed IT, Network and Hosting Services to public and private companies.

The Group's core activity is the network built by C4L Group Holdings Limited, CORETX, which offers clients fast access to their data across networks managed by the Group. The Directors therefore believe that the Change of Name would be in the best interests of the Company and the Shareholders as a whole and would enable the Group to go to market under the single brand name 'CORETX'.

Selection Services Limited will be renamed CORETX Manage Limited and C4L Limited will be renamed CORETX Connect Limited. All other Group companies will adopt the CORETX name.

### 3. **The General Meeting**

The Directors do not have the authority to change the name of the Company. Accordingly, the Directors are seeking the Shareholders' approval at the General Meeting to implement the Change of Name.

Notice of the General Meeting is set out at the end of this document. The General Meeting will be held at the offices of DAC Beachcroft LLP, 100 Fetter Lane, London EC4A 1BN at 11.00 a.m. on 11 April 2016.

Shareholders have the right to attend, speak and vote at the General Meeting (or, if they are not attending the meeting, to appoint someone else as their proxy to vote on their behalf) if they are on the Register at the Voting Record Time (namely 6.00 p.m. on 7 April 2016). Changes to entries in the Register after the Voting Record Time will be disregarded in determining the rights of any person to attend and/or vote at the General Meeting. If the General Meeting is adjourned, only those Shareholders on the Register 48 hours before the time of the adjourned General Meeting (excluding any part of a day that is not a Business Day) will be entitled to attend, speak and vote or to appoint a proxy.

In addition, a Form of Proxy for use at the General Meeting is enclosed with this document.

The number of Ordinary Shares a Shareholder holds as at the Voting Record Time will determine how many votes a Shareholder or his proxy will have in the event of a poll.

### 4. **Action to be taken**

A Form of Proxy for use at the General Meeting accompanies this document. The Form of Proxy should be completed and signed in accordance with the instructions thereon and returned to the Company's registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, as soon as possible, but in any event so as to be received by no later than 11.00 a.m. on 7 April 2016. The completion and return of a Form of Proxy will not preclude Shareholders from attending the General Meeting and voting in person should they so wish.

### 5. **Recommendation**

**Your Board believes the Change of Name to be in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors unanimously recommend you to vote in favour of the Resolution to be proposed at the General Meeting as they intend to do in respect of their holdings, amounting, in aggregate, to 32,034,393 Ordinary Shares, representing 16.8 per cent. of the issued share capital of the Company.**

Yours faithfully,

**Jonathan Watts**  
**Non-Executive Chairman**

**Castle Street Investment plc  
(the "Company")**

*(Incorporated in Scotland with registered number SC368538)*

**NOTICE OF GENERAL MEETING**

NOTICE IS HEREBY GIVEN that a General Meeting of the Company will be held at the offices of DAC Beachcroft LLP, 100 Fetter Lane, London EC4A 1BN on 11 April 2016 at 11.00 a.m. for the purpose of considering and, if thought fit, passing the following special resolution:

**SPECIAL RESOLUTION**

1. THAT the registered name of the Company be changed to CORETX Holdings plc.

*Registered Office:*  
24 Dublin Street  
Edinburgh  
EH1 3PP

By Order of the Board  
Julian Phipps  
*Company Secretary*

Dated: 24 March 2016

## Explanatory Notes:

### 1. Entitlement to attend and vote

The Company specifies that only those members registered on the Company's register of members at:

- 6.00 p.m. on 7 April 2016; or,
  - if this General Meeting is adjourned, at 6.00 p.m. on the day two days prior to the adjourned meeting,
- shall be entitled to attend and vote at the General Meeting.

### 2. Appointment of proxies

If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the General Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.

A proxy does not need to be a member of the Company but must attend the General Meeting to represent you. Details of how to appoint the Chairman of the General Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the General Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.

You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to more than one share. To appoint more than one proxy please refer to the notes on the Form of Proxy.

A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote (or abstain from voting) at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the General Meeting.

### 3. Appointment of proxy using hard copy proxy form

The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote. To appoint a proxy using the proxy form, the form must be:

- completed and signed;
- sent or delivered to Computershare Investor Services plc, The Pavilions, Bridgwater Road, Bristol BS99 6ZY; and
- received by Computershare Investor Services plc, The Pavilions, Bridgwater Road, Bristol BS99 6ZY no later than 11.00 a.m. on 7 April 2016.

In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

### 4. Appointment of proxy by joint members

In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, 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).

### 5. Changing proxy instructions

To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Computershare Investor Services plc, The Pavilions, Bridgwater Road, Bristol BS99 6ZY.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

### 6. Termination of proxy appointments

In order to revoke a proxy instruction you will need to inform the Company using the following method:

By sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Computershare Investor Services plc, The Pavilions, Bridgwater Road, Bristol BS99 6ZY. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

The revocation notice must be received by Computershare Investor Services plc, The Pavilions, Bridgwater Road, Bristol BS99 6ZY no later than 11.00 a.m. on 7 April 2016.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.

Appointment of a proxy does not preclude you from attending the General Meeting and voting in person. If you have appointed a proxy and attend the General Meeting in person, your proxy appointment will automatically be terminated.

### 7. Submission of proxy electronically

CREST members who wish to appoint a proxy or proxies through the CREST proxy appointment service may do so for the General Meeting (and any adjournment thereof) by following the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members (and those CREST members who have appointed a voting service provider) should refer to their CREST sponsor or voting service provider, who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or instruction made by means of CREST to be valid, the appropriate CREST message (a 'CREST Proxy Instruction') must be properly authenticated in accordance with Euroclear specifications and must contain the information required for such instructions, as described in the CREST Manual. The message (regardless of whether it relates to the appointment of a proxy, the revocation of a proxy appointment or to 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 the Issuers Agent (ID 3RA50) by the latest time(s) for receipt of proxy appointments specified in note 3 above. 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 Issuers Agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

CREST members (and, where applicable, the CREST sponsors or voting service providers) should note that Euroclear 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 or her 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 (available at [www.euroclear.com/CREST](http://www.euroclear.com/CREST)) concerning practical limitation 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 CREST Regulations.