

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the action you should take you should seek your own personal financial advice from your stockbroker, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000 if you are resident in the United Kingdom or, if not, another appropriately authorised independent financial adviser.

If you have sold or otherwise transferred all or some of your Shares please forward this document at once to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee.

The Directors, whose names appear on page 3 of this document, accept responsibility for the information contained in this document. To the best of the knowledge of the Directors, 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.

Application will be made for the listing of the Shares listed on the Official List to be cancelled and for the Shares to be admitted to trading on AIM. It is expected that cancellation will take place at 8.00 am on 27 June 2007 and admission to AIM will take place at 8.00 am on 27 June 2007.

AIM is a market designed primarily for emerging or smaller companies to which a higher investment risk tends to be attached. AIM securities are not admitted to the Official List.

T.F. & J.H. Braime (Holdings) P.L.C.

(incorporated in England & Wales with registered number 488001)

Proposed Transfer from the Official List to AIM

WH Ireland, which is authorised and regulated by the Financial Services Authority, is acting for T.F. & J.H. Braime (Holdings) P.L.C. and no one else in connection with the Proposal and will not be responsible to any person other than the Company for providing the protections afforded to its clients or for providing advice in relation to the Proposal. No liability is accepted by WH Ireland for the accuracy of any information contained in this document. WH Ireland has given and not withdrawn its consent to the inclusion of the reference to its name in this document in the form and context in which it appears.

This document should be read as a whole. Your attention is drawn to the letter from the Chairman of T.F. & J.H. Braime (Holdings) P.L.C. which is set out on pages 3 and 4 of this document and in which the Board recommends that Ordinary Shareholders vote in favour of the Resolution to be proposed at the Extraordinary General Meeting. Holders of A Ordinary Shares and Preference Shares have been sent this document for information only and should take no further action in respect of those shares.

Notice of the Extraordinary General Meeting for Ordinary Shareholders to be held at the Company's premises on Hunslet Road, Leeds LS10 1JZ at 12.00 noon on 25 May 2007 is set out on page 6 of this document. The Form of Proxy for use at the Extraordinary General Meeting forms part of this document and should be returned to the Company Secretary, T.F. & J.H. Braime (Holdings) P.L.C., Hunslet Road, Leeds LS10 1JZ, by post or by hand (during normal business hours) so as to be received no later than 12.00 noon on 23 May 2007.



Contents

	Page
Expected timetable of principal events	2
Letter from the Chairman	3
Definitions	5
Notice of Extraordinary General Meeting	6
Form of Proxy	7

Expected timetable of principal events

Latest time and date for receipt of Form of Proxy	12.00 noon on 23 May 2007
Extraordinary General Meeting	12.00 noon on 25 May 2007
Last day of dealings in Shares on the Official List	26 June 2007
Anticipated date of cancellation of listing of Shares on the Official List	27 June 2007
Admission to AIM	27 June 2007



Letter from the Chairman

Directors:

Oliver Nicholas Anderson Braime, Executive Chairman
David Howard Brown, Finance Director
Peter John Osborne Alcock, Non-Executive Director

Registered Office:
Hunslet Road
Leeds
LS10 1JZ

30 April 2007

Dear Shareholder

Proposed transfer of the Company's Shares from the Official List to AIM

Introduction

The Company today announced its intention to de-list the Ordinary Shares, A Ordinary Shares and Preference Shares from the Official List and to apply for the Shares to be admitted to trading on AIM. Pursuant to the Listing Rules, the De-listing is subject to approval being obtained from at least 75 per cent. of the Ordinary Shareholders voting at the EGM in person or by proxy. Holders of A Ordinary Shares and Preference Shares have been sent this document for information only and need take no further action in respect of those shares. The A Ordinary Shares and Preference Shares will be de-listed from the Official List and admitted to AIM at the same time as the Ordinary Shares. The purpose of this document is to provide Shareholders with information on the proposed transfer to AIM and to seek the approval of the Ordinary Shareholders at the EGM, notice of which is set out on page 6 of this document.

Background to and reasons for the Transfer

AIM was launched in 1995 as the London Stock Exchange's market specifically designed for smaller companies, with a more flexible regulatory regime. There are now more than 1,600 AIM Companies and over 270 companies have transferred from the Official List to AIM. The Board believes that AIM is a more appropriate market for a company of Braime's size and resources. It will also offer greater flexibility, particularly with regards to corporate transactions and will enable the Company to agree and execute certain transactions more quickly should any disposal, acquisition or other development opportunities arise in the future.

The obligations of an AIM Company are similar to those of a company on the Official List, with some exceptions, of which certain significant ones are referred to below.

- Under the AIM Rules, an AIM Company must retain a nominated adviser and broker at all times. The nominated adviser has ongoing responsibilities to both the AIM Company and the London Stock Exchange. On Admission, WH Ireland will be appointed as the Company's nominated adviser and broker.
- Under the Listing Rules, a broad range of transactions for companies on the Official List require prior shareholder approval. For AIM Companies, shareholder approval is only required for reverse takeovers and disposals that result in a fundamental change of business (disposals that exceed 75 per cent. of various class tests, for example the ratio of the consideration of the transaction to the market capitalisation of the AIM Company).
- There is no requirement for a minimum number of shares to be maintained in public hands for AIM Companies whereas for companies on the Official List, the Listing Rules require that 25 per cent. of a company's issued ordinary share capital should be in public hands at all times.
- There is no requirement under the AIM Rules for a prospectus or admission document to be published for further issues of securities, except as otherwise required by the Prospectus Rules.
- There is no requirement for AIM Companies to comply with the Combined Code on Corporate Governance.

Companies whose shares are traded on AIM are currently deemed by HM Revenue & Customs to be unlisted for the purposes of certain areas of UK taxation. Following the Transfer, private individuals who hold Shares may, after two years, be eligible for certain inheritance tax benefits and for business asset taper relief. Shareholders or prospective investors should consult their own professional advisers on



Letter from the Chairman continued

whether an investment in an AIM security is suitable for them, or whether the tax advantages referred to above may be available to them. In particular, they should note that it is not possible to hold shares traded on AIM in PEPs or ISAs. The Board understands that, under current HM Revenue & Customs' rules, Shareholders will have 30 days following Admission to either transfer their Shares out of their PEP or ISA into their own name or sell their holding and retain the proceeds within the PEP or ISA.

The above comments on the tax implications of the Transfer are based on the Directors' current understanding of tax law and practice and are intended only as a general guide and do not constitute tax or legal advice. Tax rules can change and the precise tax implications will depend on Shareholders' individual circumstances. If you are in any doubt as to your tax position, or are resident or otherwise subject to taxation in a jurisdiction outside the United Kingdom, you should consult your tax adviser without delay.

Transfer to AIM

Conditional upon the Resolution being approved, the Company will give notice to cancel the listing of the Shares on the Official List and from trading on the London Stock Exchange's market for listed securities and will apply to the London Stock Exchange for admission of the Shares to trading on AIM. It is anticipated that the last day of dealings on the Official List will be 26 June 2007. Cancellation of the listing and trading of the Shares will take effect at 8.00 am on 27 June 2007, being not less than 20 business days following the EGM. Admission is expected to take place and dealings are expected to commence on AIM on 27 June 2007.

Extraordinary General Meeting

You will find set out on page 6 of this document a notice convening the EGM to be held at the Company's premises on Hunslet Road, Leeds LS10 1JZ at 12.00 noon on 25 May 2007.

At the EGM the Resolution will be proposed to approve the cancellation of the listing of the Shares on the Official List and the admission of the Shares to trading on AIM. The approval of 75 per cent. of Ordinary Shareholders voting at the EGM, in person or by proxy, must be obtained.

Action to be taken

A Form of Proxy for use at the EGM is at the end of this document. Whether or not Ordinary Shareholders intend to be present at the EGM, they are requested to complete the Form of Proxy and return it to the Company Secretary, T.F. & J.H. Braime (Holdings) P.L.C., Hunslet Road, Leeds LS10 1JZ, by post or by hand (during normal business hours) so as to be received no later than 12.00 noon on 23 May 2007.

Completion and return of a Form of Proxy will not preclude an Ordinary Shareholder from attending and voting at the EGM should they so wish.

Holders of A Ordinary Shares and Preference Shares should take no further action in respect of those shares.

Recommendation

The Board is of the opinion that the Proposal described in this document is in the best interests of the Company and Shareholders as a whole. Accordingly, the Board unanimously recommends that Ordinary Shareholders vote in favour of the Resolution to be proposed at the EGM, as they intend to do in respect of their own beneficial holdings of 144,500 Ordinary Shares, representing 30.1 per cent. of the Company's issued Ordinary Share capital.

Yours faithfully

ONA Braime
Executive Chairman



Definitions

The following definitions apply throughout this document and in the accompanying Form of Proxy unless the context otherwise requires:

"A Ordinary Shares"	the non-voting A ordinary shares of 25 pence each in the capital of the Company
"Admission"	the proposed admission of the Ordinary Shares, A Ordinary Shares and Preference Shares to trading on AIM
"AIM"	a market operated by the London Stock Exchange
"AIM Company"	a company whose securities are admitted to trading on AIM
"AIM Rules"	the rules for AIM Companies and nominated advisers as published by the London Stock Exchange
"Company" or "Braime"	T.F. & J.H. Braime (Holdings) P.L.C.
"De-listing"	the proposed cancellation of the listing of the Shares on the Official List and from trading on the London Stock Exchange's market for listed securities
"Directors" or "Board"	the directors of the Company whose names are set out on page 3 of this document
"Extraordinary General Meeting" or "EGM"	the extraordinary general meeting of the Company to be held at 12.00 noon on 25 May 2007, notice of which is set out on page 6 of this document
"Form of Proxy"	the form of proxy accompanying this document for use by the Ordinary Shareholders in connection with the EGM
"ISA"	Individual Savings Account
"Listing Rules"	the Listing Rules made by the Financial Services Authority under Part VI of the Financial Services and Markets Act 2000
"London Stock Exchange"	London Stock Exchange plc
"Official List"	the Official List of the UK Listing Authority
"Ordinary Shareholders"	holders of Ordinary Shares
"Ordinary Shares"	the ordinary shares of 25 pence each in the capital of the Company
"PEP"	Personal Equity Plan
"Preference Shares"	cumulative preference shares of £1 each
"Proposal" or "Transfer"	De-listing and Admission
"Prospectus Rules"	the Prospectus Rules made by the Financial Services Authority under Part VI of the Financial Services and Markets Act 2000
"Resolution"	the special resolution to approve the Proposal set out in the Notice of EGM
"Shareholders"	holders of Ordinary Shares, A Ordinary Shares or Preference Shares
"Shares"	Ordinary Shares, A Ordinary Shares and Preference Shares
"WH Ireland"	WH Ireland Limited



T.F. & J.H. BRAIME (HOLDINGS) P.L.C.

Notice of Extraordinary General Meeting

T.F. & J.H. Braime (Holdings) P.L.C.

(incorporated in England & Wales with registered number 488001)

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of the Company will be held at the Company's premises on Hunslet Road, Leeds LS10 1JZ at 12.00 noon on 25 May 2007 for the purpose of considering and, if thought fit, passing the following resolution as a special resolution:

THAT the listing of the issued Ordinary Share capital, A Ordinary Share capital and Preference Share capital of the Company on the Official List be cancelled and application be made for the admission of the Ordinary Shares, A Ordinary Shares and Preference Shares to trading on AIM.

Dated 30 April 2007

BY ORDER OF THE BOARD

DH Brown
Company Secretary

Registered office:
Hunslet Road
Leeds
LS10 1JZ

Notes:

1. An Ordinary Shareholder entitled to attend and vote at the Extraordinary General Meeting may appoint one or more proxies to attend and, on a poll, vote on his behalf. A proxy need not be an Ordinary Shareholder. Appointment of a proxy will not preclude an Ordinary Shareholder from attending and voting in person if he so wishes.
2. To be effective, a Form of Proxy and the authority (if any) under which it is signed or notarially certified or office copy of such authority must be deposited with the Company Secretary, T.F. & J.H. Braime (Holdings) P.L.C., Hunslet Road, Leeds LS10 1JZ by no later than 12.00 noon on 23 May 2007.
3. In the case of joint Ordinary Shareholders, the signature of only one of the joint Ordinary Shareholders is required on the Form of Proxy, but the vote of the first named on the register of members will be accepted to the exclusion of the other joint holders.
4. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, only holders of shares in the capital of the Company who are registered in the register of members at 12.00 noon on 23 May 2007 or 48 hours before any adjourned meeting, are entitled to attend and vote at the meeting or any adjourned meeting. Changes to entries made to the register of members after such times shall be disregarded in determining the rights of any person to attend or vote at the meeting.