

Notice of Annual General Meeting 2007



THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you should consult an appropriate independent adviser without delay. If you have sold or transferred all your ordinary shares in Sportech PLC, this notice and the attached form of proxy should be passed to the purchaser or transferee, or to the person through whom the sale or transfer was effected for transmission to the purchaser or transferee.

NOTICE IS HEREBY GIVEN that the twenty-seventh Annual General Meeting (the "Meeting") of Sportech PLC (the "Company") will be held on 28 June 2007 at the offices of Kirkpatrick and Lockhart Preston Gates Ellis LLP at 110 Cannon Street, London, EC4N 6AR at 4.00 pm for the following purposes:

Ordinary business

1. To receive the accounts of the Company for the year ended 5 January 2007, the Directors' Report and Auditors' Report; ("Resolution 1").
2. To approve the Remuneration Report (as that term is used in Section 241A of the Companies Act 1985) for the year ended 5 January 2007; ("Resolution 2").
3. To re-appoint Ian Penrose retiring by rotation in accordance with the Articles of Association as a Director of the Company; ("Resolution 3").
4. To re-appoint Steve Cunliffe retiring in accordance with the Articles of Association as a Director of the Company; ("Resolution 4").
5. To re-appoint PricewaterhouseCoopers LLP as auditors of the Company to hold office from the conclusion of the Meeting until the conclusion of the next General Meeting of the Company at which accounts are laid and to authorise the Directors to fix their remuneration; ("Resolution 5").
6. To consider and, if thought fit, pass the following resolution which will be proposed as an ordinary resolution:

THAT the Directors be and are hereby generally and unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 (the "Act") to exercise all powers of the Company to allot relevant securities (as defined in Section 80(2) of the Act) up to a maximum nominal amount of £9,646,293 at any time during the period of five years from the date on which this resolution is passed, and that the Directors be entitled under the authority conferred by Section 80(7) of the Act and this resolution to make at any time prior to the expiry of such authority any offer or agreement which would or might require relevant securities of the Company to be allotted after the expiry of such authority; ("Resolution 6").

7. To consider and, if thought fit, pass the following resolution which will be proposed as a special resolution:

THAT the Directors of the Company be and are hereby empowered pursuant to Section 95 of the Companies Act 1985 (the "Act") to allot equity securities (within the meaning of Section 94 of the Act) for cash pursuant to the authority conferred by the previous resolution as if Section 89(1) of the Act did not apply to any such allotment:

- (a) in connection with an offer of equity securities by way of rights or any other offer on a pre-emptive basis where the equity securities are offered to the holders of ordinary shares in proportion to their respective holdings of ordinary shares and (where applicable) to other holders of equity securities, but subject in each case to such exclusions or other arrangements as the Directors of the Company may deem to be necessary or expedient in relation to fractional entitlements or any legal or practical problems under the laws of any territory or the requirements of any regulatory body or stock exchange;
- (b) otherwise than pursuant to paragraph (a) up to an aggregate nominal amount of £2,960,370 representing 10% in a nominal amount of the current issued ordinary share capital of the Company; and

such power to expire on the date of the Annual General Meeting of the Company to be held in 2007 or, if earlier, 15 months from the date that this resolution is passed but so that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors of the Company may allot equity securities in pursuance of such offer or agreement as if this power had not expired.

The power given by this resolution applies in relation to a sale of shares which is an allotment of equity securities by virtue of Section 94(3A) of the Act as if in the first sentence of this resolution, the words "pursuant to the authority conferred by the previous resolution" were omitted; ("Resolution 7").

By Order of the Board

A handwritten signature in black ink, appearing to read "S Cunliffe".

Steve Cunliffe
Company Secretary
24 April 2007

Registered office:
249 West George Street
Glasgow G2 4RB

Notice of Annual General Meeting 2007

Continued

Explanatory notes to Resolutions 6 and 7

Resolution 6, which will be proposed as an ordinary resolution, seeks the renewal of the Directors' authority to allot shares and other relevant securities. The maximum amount of relevant securities which the Directors will have authority to allot is £9,646,293, representing 32.5% of the issued ordinary share capital of the Company as at 24 April 2007 (the latest practicable date before the publication of this notice). The Company held no treasury shares at that date. The authority will expire five years after the date of passing of the resolution, unless previously revoked, varied or renewed. The Directors have no present intention of exercising this authority, although they believe it is important to retain flexibility so as to allow the allotment of shares or other relevant securities in order to take advantage of opportunities as they arise.

Resolution 7, which will be proposed as a special resolution, seeks to disapply shareholders' statutory pre-emption rights under section 89 of the Companies Act 1985. The maximum amount of equity securities covered by the disapplication will be £2,960,370. Except in relation to rights issues, open offers and other offers on a pre-emptive basis, the disapplication will be limited to equity securities up to a maximum nominal amount of £2,960,370 representing 10% of the issued ordinary share capital of the Company as at 24 April 2007 (the latest practicable date before the publication of this notice). The disapplication will cease to have effect when the authority to be granted under resolution 6 is revoked or expires.

The Directors believe that the passing of resolutions 6 and 7 will be in the best interests of shareholders as a whole and unanimously recommend shareholders to vote in favour of both resolutions. However, if before the Annual General Meeting an Extraordinary General Meeting is held at which resolutions are passed to increase the share capital of the Company and to authorise the Directors to allot shares and other relevant securities and to disapply statutory pre-emption rights in relation to the Company's enlarged share capital, resolutions 6 and 7 will not be proposed at the Annual General Meeting if the resolutions passed at the Extraordinary General Meeting have rendered them unnecessary.

Notes

1. A member who is entitled to attend and vote at the above Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company. A Form of Proxy is enclosed with this document. The completion and return of a Form of Proxy will not preclude members entitled to attend and vote at the Meeting from doing so if they wish.
2. To be effective, the Form of Proxy, together with any Power of Attorney or other authority under which it is signed, or a notarially certified copy of such power or authority, duly executed, together with the Power of Attorney (if any) under which it is signed, must be lodged at the offices of the Company's Registrars, Capita Registrars, Proxy Processing Centre, Telford Road, Bicester OX26 4LD by no later than 24 hours before the time appointed for the holding of the Meeting.
3. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered in the register of members of the Company at 4.00 pm on 27 June 2007 or, in the event that this Meeting is adjourned, in the register of members 24 hours before the time of any adjourned Meeting, shall be entitled to attend and vote at the Meeting in respect of the number of shares registered in their name at that time. Changes to the entries on the register of members after 4.00 pm on 27 June 2007 or, in the event that the Meeting is adjourned, after 24 hours before the time of any adjourned Meeting, shall be disregarded in determining the rights of any person to attend or vote at the Meeting.
4. Copies of all the Directors' service contracts will be available for inspection at the Company's registered office during normal business days from the date of this Notice until the close of the Meeting and on 28 June 2007 at the offices of Kirkpatrick and Lockhart Preston Gates Ellis LLP at 110 Cannon Street, London EC4N 6AR from 8.30 am until the conclusion of the Meeting.
5. Biographical details for each of the Directors proposed to be re-appointed are set out on page 21 of the annual report and accounts.

Form of Proxy

For use at the twenty-seventh Annual General Meeting of Sportech PLC (the "Company") to be held on 28 June 2007 at the offices of Kirkpatrick and Lockhart Preston Gates Ellis LLP at 110 Cannon Street, London, EC4N 6AR at 4.00 pm (the "Meeting").

I/We

(FULL NAME IN BLOCK LETTERS PLEASE)

of

.....

(ADDRESS)

being a member/members of the above-named Company hereby appoint

.....

or the Chairman of the Meeting (note 8) as my/our proxy to vote for me/us at the above-mentioned Annual General Meeting of the Company and at any adjournment thereof, as directed below.

I/We wish my/our proxy to vote on the resolutions as follows. Please insert X in the appropriate box.

Resolutions	For	Against	Vote withheld (see note 2)	Discretionary (see note 3)
1. Ordinary resolution – to receive the Directors' Report, Auditors' Report and the accounts for the year ended 5 January 2007.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Ordinary resolution – to approve the Directors' Remuneration Report for the year ended 5 January 2007.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Ordinary resolution – that Ian Penrose, a retiring Director, be re-appointed a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Ordinary resolution – that Steve Cunliffe, a retiring Director, be re-appointed a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Ordinary resolution – to re-appoint PricewaterhouseCoopers LLP as auditors and to authorise the Directors to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Ordinary resolution – to authorise the Directors to allot the ordinary shares in the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Ordinary resolution – to disapply pre-emption rights in respect of the Directors' authority granted in Resolution 6.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Unless otherwise directed, the proxy will vote or abstain as he thinks fit.

As witness my/our hand(s) this day of 2007

Signed

Notes

- To be valid this Form of Proxy together with any power of attorney or other authority under which it is signed, or a notarially certified copy of that power or authority, must be lodged at the offices of Capita Registrars, Proxy Processing Centre, Telford Road, Bicester OX26 4LD, not later than 24 hours before the time fixed for the holding of the Meeting or adjourned Meeting. Any alterations made to the form should be initialled.
- If you mark the box "vote withheld", it will mean that your proxy will abstain from voting and, accordingly, your vote will not be counted either for or against the relevant resolution.
- If you select discretionary or fail to select any of the given options, the proxy can vote as it chooses or can decide not to vote at all.
- If the appointor is a corporation, this form must be under its common seal or under the hand of an officer or attorney so authorised.
- In the case of joint registered holders, the signature of any one holder will be sufficient but the names of all the joint holders should be stated.
- If this form is returned without any indication as to how the proxy shall vote, or where the business of the Meeting includes any resolution not set out in this form, the proxy will exercise his discretion as to whether, and if so how, he votes.
- A proxy need not be a member of the Company.
- If you wish to appoint some person other than the Chairman as your proxy, please complete the form with your proxy's full name, delete the words "the Chairman of the Meeting" and initial the alteration. If no name is inserted, the Chairman of the Meeting will act as your proxy.

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Business Reply
Licence Number
RRHB-RSXJ-GKCY



first fold



Capita Registrars
Proxy Processing Centre
Telford Road
Bicester
OX26 4LD

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