

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 seek your own advice immediately from your stockbroker, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000.

If you have sold or otherwise transferred all of your ordinary shares in Rightmove plc (the '**Company**'), please send these documents, as soon as possible, to the purchaser or transferee, or to the stockbroker or other agent through whom the sale or transfer was effected, for transmission to the purchaser or transferee. If you have sold or otherwise transferred part of your holding of shares in Rightmove plc, please consult the stockbroker or other agent through whom the sale or transfer was effected.

Rightmove plc

(Registered in England and Wales No. 6426485)

Notice of General Meeting to be held on 22 August 2018

Notice of a General Meeting of the Company to be held at 10:30am on Wednesday, 22 August 2018 at 33 Soho Square, London W1D 3QU is set out on page 3 and explanatory notes on the resolution and voting are set out on pages 4 to 7 of this document.

A proxy appointment should be completed by ordinary shareholders so that it is received by the Company's registrars by no later than 10:30am on **Monday, 20 August 2018**. To do this please complete and submit your proxy vote online via the share portal of our Registrar, Link Asset Services, at **www.signalshares.com**. You will need to log into your Rightmove Signal Shares account, or register if you have not previously done so. To register you will need your Investor Code. In CREST, you may appoint a proxy by completing and transmitting a CREST proxy instruction to our Registrar, Link Asset Services, so that it is received by no later than 10:30am on Monday, 20 August 2018. If you would prefer to receive a paper proxy form, please contact our Registrar, Link Asset Services, on +44 (0) 371 664 0300.

* Calls are charged at the standard geographic rate and will vary by provider. Calls from outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 - 17:30, Monday to Friday excluding public holidays in England and Wales.

LETTER FROM THE CHAIRMAN
Rightmove plc
(Registered in England and Wales No. 6426485)

Directors

Scott Forbes (Chairman)
Peter Brooks-Johnson (Chief Executive Officer)
Robyn Perriss (Finance Director)
Peter Williams (Senior Independent Non-Executive Director)
Rakhi Goss-Custard (Non-Executive Director)
Jacqueline de Rojas (Non-Executive Director)
Andrew Findlay (Non-Executive Director)
Lorna Tilbian (Non-Executive Director)

Registered Office

2 Caldecotte Lake Business Park
Caldecotte
Milton Keynes
MK7 8LE

27 July 2018

Dear Shareholder

GENERAL MEETING – SHARE SUBDIVISION

I am pleased to invite you to attend a General Meeting of Rightmove plc (the '**Company**') which will be held at 10:30am on Wednesday, 22 August 2018 at the Company's offices, 33 Soho Square, London W1D 3QU.

The purpose of the General Meeting is to seek shareholder approval to subdivide the Company's ordinary shares of 1p each (the '**Existing Ordinary Shares**') into 10 new ordinary shares of 0.1 pence each (the '**New Ordinary Shares**') (the '**Subdivision**'). This will result in shareholders holding 10 New Ordinary Shares for each existing ordinary share they hold immediately prior to the Subdivision.

The Special Resolution approving the Subdivision is set out on page 3 and a full explanation of the Subdivision is set out on pages 4 and 5 of this document.

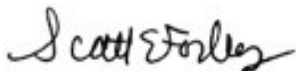
Your involvement in the General Meeting is important and you may participate either by attending in person or appointing a proxy. If you would like to vote on the resolution but cannot come to the General Meeting, please submit your voting instructions electronically at www.signalshares.com or if you are a CREST member, via CREST as soon as possible and, in any event, by no later than 10:30am on Monday, 20 August 2018. The completion and return of your proxy instruction will not prevent you from attending and voting at the General Meeting in person, if you so wish.

If you require a paper proxy form sent to you, please contact our Registrar, Link Asset Services on +44 (0) 371 664 0300.

RECOMMENDATION

Your directors consider the Subdivision to be in the best interests of the Company and of its shareholders as a whole. Accordingly, the directors unanimously recommend that shareholders vote in favour of the Special Resolution to be proposed at the General Meeting, as they intend to do so in respect of their own beneficial shareholdings.

Yours faithfully



Scott Forbes

Chairman

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Rightmove plc

(Registered in England and Wales No. 6426485)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a General Meeting of Rightmove plc (the '**Company**') will be held at 10:30am on Wednesday, 22 August 2018 at the Company's offices at 33 Soho Square, London W1D 3QU. You will be asked to consider and if thought fit, to pass the following Special Resolution.

THAT subject to and conditional on the admission of the New Ordinary Shares (as defined below) to the Official List of the UK Listing Authority and to trading on the main market of the London Stock Exchange becoming effective, the ordinary shares of 1 pence each in the capital of the Company be subdivided into ten ordinary shares of 0.1 pence each in the capital of the Company (the '**New Ordinary Shares**'), such New Ordinary Shares having the rights and being subject to the restrictions set out in the articles of association of the Company.

BY ORDER OF THE BOARD



Sandra Odell
Company Secretary

Registered Office
2 Caldecotte Lake Business Park
Caldecotte Lake Drive
Caldecotte
Milton Keynes
Buckinghamshire
MK7 8LE

Date: 27 July 2018

SHARE SUBDIVISION EXPLANATORY NOTES

Background

The Company's share price has performed strongly in recent years and the market value of the Existing Ordinary Shares has exceeded £50 per share in recent weeks. As at 26 July 2018, the Company's issued share capital comprised 92,270,803 ordinary shares of £0.01 with a market value in excess of £4.5bn.

The Board believes that the Subdivision of each Existing Ordinary Share of 1 pence into 10 New Ordinary Shares of 0.1 pence each would benefit all shareholders and make the Company's shares more accessible to smaller investors, including Rightmove employees who are members of the Company's share schemes. The Subdivision may also improve the liquidity of the market in the Company's shares and reduce in percentage terms the bid/offer spread in the Company's shares.

Effect of the Subdivision

The Subdivision will result in shareholders holding 10 New Ordinary Shares for each Existing Ordinary Share they held immediately prior to the Subdivision.

Following the Subdivision, each shareholder will hold 10 times as many ordinary shares than before, however, each shareholder's proportionate interest in the Company's shares will remain unchanged. Each New Ordinary Share will carry the same rights and entitlements as the Existing Ordinary Shares, as set out in the Company's Articles of Association. The New Ordinary Shares will rank equally with each other. No fractional entitlements will be created by the Subdivision.

If the proposed Subdivision proceeds, it is expected that the price of each New Ordinary Share will become one tenth of the price of an Existing Ordinary Share, reflecting the fact that shareholders will own ten times as many shares. Accordingly, shareholders should note that, subject to market movements, the aggregate value of their shareholding in the Company should remain the same immediately before and after the Subdivision. Additionally, the Subdivision will not have any impact on the Company's net assets as no change in the total aggregate nominal value of the Company's issued share capital will occur.

Following the Subdivision, and assuming no share options are exercised after 26 July 2018, being the latest practicable date prior to the publication of this document, the Company's issued share capital will comprise 922,708,030 New Ordinary Shares of 0.1 pence (£0.001) each.

Settlement

The New Ordinary Shares may be held in certificated or uncertificated form. An application will be made to the UK Listing Authority (the '**UKLA**') for the Official List to be amended to reflect the New Ordinary Shares arising from the Subdivision. An application will also be made to the London Stock Exchange for an amendment to trading on the London Stock Exchange's main market for listed securities. Trading on the London Stock Exchange for the Existing Ordinary Shares (under ISIN GB00B2987V85) is expected to close at 6:00 pm on Thursday, 30 August 2018, and trading in the New Ordinary Shares is expected to commence at 8:00 am on Friday, 31 August 2018. The New Ordinary Shares will trade under a new International Securities Identification Number (ISIN GB00BGDT3G23).

Following the Subdivision becoming effective, share certificates in respect of the Existing Ordinary Shares will cease to be valid and will be cancelled and new share certificates in respect of the New Ordinary Shares will be issued to shareholders who hold their Existing Ordinary Shares in certificated form by the Company's registrars, Link Asset Services, and are expected to be dispatched on 14 September 2018. Share certificates in respect of Existing Ordinary Shares should be destroyed on receipt of such new certificates. No temporary documents of title will be issued.

CREST accounts are expected to be credited on Friday, 31 August 2018.

Tax consequences

The following is intended only as a general guide to the current tax position under UK taxation law and practice. Taxation law (including without limitation taxation levels, bases and reliefs) or its interpretation or application may change after the date of this document. These statements relate only to the UK taxation treatment of the Subdivision and certain limited aspects of the UK tax position of shareholders who are the beneficial owners of Existing Ordinary Shares and who are resident in the UK for tax purposes and who hold their shares in the Company beneficially as an investment (and not as securities to be realised in the course of a trade). Certain holders of Existing Ordinary Shares, such as dealers in securities, insurance companies, collective investment schemes and individuals who have acquired their shares by reason of their employment may be taxed differently and are not covered here. The following is not, and is not intended to be, an exhaustive summary of the tax consequences of acquiring, holding and disposing of Existing Ordinary Shares or New Ordinary Shares. A shareholder who is in any doubt as to his or her tax position or is subject to tax in any jurisdiction other than the UK should consult their duly authorised professional advisor without delay.

The proposed Subdivision should constitute a reorganisation of the Company's share capital for UK capital gains tax purposes. Therefore, to the extent that a shareholder receives New Ordinary Shares in exchange for his or her Existing Ordinary Shares under the proposed Subdivision, he or she should not generally be treated as making a disposal of any of his or her Existing Ordinary Shares. The New Ordinary Shares should (for UK Capital Gains Tax purposes) be treated as the same asset as, and as having been acquired at the same time and for the same aggregate cost as, the holding of Existing Ordinary Shares from which they derive.

A subsequent disposal of the New Ordinary Shares may, depending on individual circumstances (including the availability of exemptions, reliefs and allowable losses), give rise to a liability to UK tax on capital gains. Any chargeable gain or allowable loss on a disposal of the New Ordinary Shares should be calculated taking into account the allowable expenditure of the holder in acquiring their Existing Ordinary Shares by reference to the market value of the New Ordinary Shares on the first day on which market value or prices are quoted or published for the New Ordinary Shares.

No liability to stamp duty or stamp duty reserve tax should be incurred by the holder of Existing Ordinary Shares as a result of the proposed Subdivision.

Employee share plans

Appropriate adjustments will be made to outstanding options and other rights to acquire shares in accordance with the rules of the Company's employee share plans to take account of the Subdivision. Share Plan participants will receive separate communications on the impact of the Subdivision on their employee shares and options.

Indicative timetable

Subject to shareholder and UKLA authority to proceed, the timetable for the Subdivision is set out below. These dates are indicative only:

27 July 2018	Half Year results announced Circular issued to shareholders
20 August 2018	10:30 Closing date for receipt of proxy appointments for the General Meeting
22 August 2018	10:30 General Meeting of shareholders
30 August 2018	18:00 Record date for the Subdivision Last day for dealing in Existing Ordinary Shares
31 August 2018	08:00 New Ordinary Shares commence trading on the London Stock Exchange and will be credited to CREST accounts
14 September 2018	Dispatch of share certificates for New Ordinary Shares
5 October 2018	Interim dividend record date
2 November 2018	Interim dividend payment date

NOTES TO THE NOTICE OF MEETING

Members are entitled to appoint a proxy to exercise all or any of their rights to attend and to speak and vote on their behalf at the meeting. A shareholder may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. A proxy need not be a shareholder of the Company, but must attend the General Meeting to represent you. To appoint a proxy go to www.signalshares.com. If you need help with voting online or require a paper proxy form, please contact our Registrar, Link Asset Services, on +44 (0) 371 664 0300 calls are charged at the standard geographic rate and will vary by provider. Calls from outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 - 17:30, Monday to Friday excluding public holidays in England and Wales.

1. To be valid, an online proxy appointment or other instrument appointing a proxy must be received by our Registrars, Link Asset Services no later than 10:30am on Monday, 20 August 2018 or no later than 48 hours before any adjourned meeting, excluding non-business days.
2. The appointment of a proxy will not prevent a shareholder attending the General Meeting and voting in person if he/she wishes to do so.
3. Any person to whom this notice is sent who is a person nominated under section 146 of the Companies Act 2006 to enjoy information rights (a '**Nominated Person**') may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the General Meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights. Such persons should direct any communications and enquiries to the registered holder of the shares by whom they were nominated and not to the Company or its registrars.
4. The statement of the rights of shareholders in relation to the appointment of proxies in paragraphs 1 and 2 above does not apply to Nominated Persons. The rights described in these paragraphs can only be exercised by shareholders of the Company.
5. To be entitled to attend and vote at the General Meeting (and for the purpose of the determination by the Company of the votes they may cast), shareholders must be registered in the Register of Members of the Company at close of business on Monday, 20 August 2018 (or, in the event of any adjournment, close of business on the date which is two working days before the time of the adjourned meeting). Changes to the Register of Members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the General Meeting.
6. As at 26 July 2018 (being the latest practicable date prior to the publication of this notice) the Company's issued share capital consists of 92,270,803 ordinary shares carrying one vote each, of which 1,671,420 are held in treasury. Therefore, the total voting rights in the Company as at 26 July 2018 were 90,599,383.
7. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
8. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a '**CREST Proxy Instruction**') must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications, and must contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com/CREST). The message, regardless of whether it constitutes the appointment of a proxy or is 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 issuer's agent (ID RA10) by 10:30am on Monday, 20 August 2018. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Application Host) from which the issuer's 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.
9. CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular message. 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 CREST sponsor or voting service provider(s) take(s)) 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 system providers are referred in particular to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

10. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
11. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same shares.
12. In the case of joint shareholders, the signature of any of them will do, but the names of all joint holders should be shown. The vote of the senior holder who submits a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holder(s); for this purpose, seniority shall be determined by the order in which the names appear on the joint holding in the Register of Members.
13. Under section 527 of the Companies Act 2006 members meeting the threshold requirements set out in that section have the right to require the Company to publish on a website a statement setting out any matter relating to: (i) the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the General Meeting; or (ii) any circumstance connected with an auditor of the Company ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with section 437 of the Companies Act 2006. The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with sections 527 or 528 of the Companies Act 2006. Where the Company is required to place a statement on a website under section 527 of the Companies Act 2006, it must forward the statement to the Company's auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the General Meeting includes any statement that the Company has been required under section 527 of the Companies Act 2006 to publish on a website.
14. Any member attending the General Meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the General Meeting but no such answer need be given if: (i) to do so would interfere unduly with the preparation for the General Meeting or involve the disclosure of confidential information; (ii) the answer has already been given on a website in the form of an answer to a question; or (iii) it is undesirable in the interests of the Company or the good order of the General Meeting that the question be answered.
15. A copy of this notice of General Meeting, and other information required by section 311A of the Companies Act 2006, can be found at plc.rightmove.co.uk.
16. You may not use any electronic address provided either in the notice of General Meeting or any related documents (including the Chairman's letter) to communicate for any purposes other than those expressly stated.