

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 IMMEDIATELY YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER INDEPENDENT FINANCIAL ADVISER AUTHORISED UNDER THE FINANCIAL SERVICES AND MARKETS ACT 2000. IF YOU HAVE SOLD OR OTHERWISE TRANSFERRED ALL YOUR SHARES IN THE COMPANY, PLEASE SEND THIS DOCUMENT TO THE PURCHASER OR TRANSFEREE OR TO THE STOCKBROKER, BANK OR OTHER AGENT THROUGH WHOM THE SALE OR TRANSFER WAS EFFECTED FOR TRANSMISSION TO THE PURCHASER OR TRANSFEREE.

7 November 2007

Dear Shareholder

Annual General Meeting 2007 - Resolution 12 to alter our Articles of Association

You will have received the notice of the forthcoming Annual General Meeting (**AGM**) of Hays plc (the **Company**) to be held on 15 November 2007 at Grocers' Hall, Princes Street, London EC2R 8AD at 12.00 noon.

Resolution 12 in the notice of meeting proposes alterations to our Articles of Association to take account of certain new requirements and authorisations provided for in the Companies Act 2006 (**2006 Act**), including giving us the flexibility to apply new electronic communications rules to documents and information sent to Shareholders. The notice of meeting summarises the proposed changes and explains why your Directors are recommending that Shareholders vote in favour of Resolution 12.

We were informed recently that the Association of British Insurers (the **ABI**) has indicated that they have an issue with resolutions proposed by listed companies seeking to amend their articles of association to reflect the provisions of the 2006 Act and, accordingly, the implication of the ABI advice is that Shareholders should vote against Resolution 12. We understand that the reason the ABI is taking this action is that it disagrees, as a policy matter, with section 323(4) of the 2006 Act; a provision which states that where a corporate shareholder appoints more than one representative and those corporate representatives exercise their power (such as voting rights) in different ways, the power is treated as not exercised.

Whilst the Company is generally supportive of the ABI's request for government to amend the law and intends to continue a dialogue with the ABI and corporate Shareholders on this issue, we are required to comply with the law as it currently stands and we can assure Shareholders that the alterations to the Articles of Association comply fully with the 2006 Act. The proposed alterations to our Articles of Association do not in any way implement or reflect section 323(4) of the 2006 Act and our proposals to adopt electronic communication and the ABI's position on the corporate representative provisions of the 2006 Act are unconnected.

Documents available for inspection

The current and amended Articles of Association are available for inspection during normal business hours at Freshfields Bruckhaus Deringer, 65 Fleet Street, London EC4Y 1HS from now until the conclusion of the AGM and will also be available for inspection at the AGM venue for at least 15 minutes prior to and during the AGM itself.

Recommendation

The Directors continue to believe that the alterations proposed to the Articles of Association are in the best interests of the Company and Shareholders as a whole. Accordingly, the Directors continue unanimously to recommend you to vote in favour of Resolution 12, as they intend to do in respect of their own beneficial holdings, totalling 3,690,840 Ordinary shares and representing 0.26% of the issued Ordinary share capital of the Company.

If you would like to discuss this issue with us further, please contact our Company Secretary, Alison Yapp, Deputy Company Secretary, Stefan Bort or myself on 020 7383 2266.

Yours faithfully

A handwritten signature in black ink that reads "Bob Lawson". The signature is written in a cursive, slightly slanted style.

Robert Lawson
Chairman