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If you have sold or otherwise transferred all of your Ordinary Shares you should deliver this document together with the enclosed Form of Proxy as soon as possible to the buyer or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was affected for onward transmission to the buyer or transferee. If you sell or have sold or otherwise transferred only part of your certificated holding of Ordinary Shares, please retain this document and the accompanying Form of Proxy and consult the stockbroker, bank or other agent through whom the sale or transfer was affected.

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JARVIS SECURITIES PLC

(Incorporated and registered in England and Wales with registered number 05107012)

Proposed Disposal of Leasehold Interest and Notice of General Meeting

This document should be read as a whole. Your attention is drawn to the letter from the Chairman of the Company set out in this document and which recommends that you vote in favour of the Resolution to be proposed at the General Meeting referred to below. Further important information about the meeting, the business to be transacted and how to vote either in person or via appointing a proxy can be found in this document.

Notice of a General Meeting of the Company to be held at The Spa Hotel, Mount Ephraim, Tunbridge Wells, Kent TN4 8XJ at 9.00 a.m. on Friday 29 May 2026 is set out at the end of this document.

A Form of Proxy for use in connection with the General Meeting is enclosed with this document. The Form of Proxy, to be valid, must be completed and returned in accordance with the instructions printed thereon. Shareholders are strongly encouraged to ensure that their votes are counted at the General Meeting by appointing the Chairman of the General Meeting as their proxy and submitting their completed Form of Proxy as soon as possible and in any event so as to be received by the Company's registrars, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX by no later than 48 hours before the time of the meeting. Alternatively, if you are a CREST member, you may register your appointment of a proxy electronically by using the CREST electronic proxy appointment service. Further details are set out in the Notes to the Notice of General Meeting and the Form of Proxy.

This document contains (or may contain) certain forward-looking statements with respect to the Company, its Group and certain of its current goals and expectations relating to its future financial condition and performance and which involve a number of inherent risks and uncertainties. The Company cautions readers that no forward-looking statement is a guarantee of future performance and that actual results could differ materially from those contained in the forward-looking statements. These forward-looking statements sometimes use words such as "aim", "anticipate", "target", "expect", "estimate", "intend", "plan", "goal", "believe", or other words of similar meaning. By their nature, forward looking statements involve risk and uncertainty because they relate to future events and circumstances, including, but not limited to, economic and business conditions, market-related risks such as changes in interest rates, tax rates and foreign exchange rates, the policies and actions of governmental and regulatory authorities, changes in legislation, the success of strategic Proposed Disposals and the impact of competition. A number of these factors are beyond the Company's control. As a result, the Company's actual future results may differ materially from the plans, goals and expectations set forth in the Company's forward-looking statements. Any forward-looking statements made in this document by or on behalf of the Company speak only as at the date they are made. Except as required by the Financial Conduct Authority, the London Stock Exchange or applicable law, the Company and its directors, officers, employees, agents, and advisers expressly disclaim any obligation or undertaking to release publicly any updates or revisions to any forward looking statements contained in this document to reflect any changes in the Company's expectations with regard thereto or any changes in events, conditions or circumstances on which any such statement is based. No statement in this document is intended as a profit forecast or estimate for any period.

Unless, and to the extent, otherwise stated, the contents of the Company's website past or present, are not incorporated into, and do not form part of, this document.

No person has been authorised to give any information or make any representations other than the information contained in this document and, if given or made, such information or representations must not be relied upon as having been authorised by the Company. This document is a circular relating to the Proposed Disposal which has been prepared in accordance with the AIM Rules solely for the purpose of assisting shareholders' consideration of the Resolution. Any reproduction or distribution of this Circular, in whole or in part, and any disclosure of its contents or use of any information contained in this Circular for any purpose other than considering the Resolution is prohibited. The contents of this Circular are not to be construed as legal, financial or tax advice.

Zeus Capital Limited, which is authorised and regulated in the United Kingdom by the Financial Conduct Authority, is acting as nominated adviser to the Company and for no one else in relation to the matters described in this document and is not advising any other person and accordingly will not be responsible to anyone other than the Company for providing the protections afforded to clients of Zeus Capital Limited, or for providing advice in relation to the contents of this document or any matter referred to in it. The responsibilities of Zeus Capital Limited as the Company's nominated adviser under the AIM Rules for Companies and the AIM Rules for Nominated Advisers are owed solely to the London Stock Exchange and are not owed to the Company or to any Director, Shareholder or any other person.

No liability is accepted by Zeus Capital Limited nor does it make any representation or warranty, express or implied, in relation to the contents of this document, including its accuracy or completeness or for any other statement made or purported to be made by it, or on its behalf, in connection with the Company and the matters described in this document. Accordingly, Zeus Capital Limited disclaims all and any responsibility or liability whether arising in tort, contract or otherwise which it might otherwise have in respect of this document or any such statement, to the maximum extent permitted by law and the regulations to which it is subject.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Announcement of the Proposed Disposal	8 May 2026
Date of publication of this document	12 May 2026
Latest time and date for receipt of completed Forms of Proxy	9.00 a.m. on 27 May 2026
General Meeting	9.00 a.m. on 29 May 2026
Announcement of the results of the General Meeting	29 May 2026

Notes:

- (1) Each of the times and dates set out in the above timetable and mentioned in this document is subject to change by the Company, in which event details of the new times and dates will be notified by an announcement through a Regulatory Information Service (as defined in the AIM Rules).
- (2) References to times in this document are to London times unless otherwise stated.
- (3) The timetable above assumes that the Resolution in the Notice of General Meeting is duly passed.
- (4) The timetable assumes that there is no adjournment of the General Meeting. If there is an adjournment, all subsequent dates are likely to be later than those shown.
- (5) If you require assistance, please contact Share Registrars Limited on 0125 282 1390 if calling within the United Kingdom or +44 125 282 1390 if calling from outside the United Kingdom. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. The helpline is open between 9.00 a.m. — 5.00 p.m., Monday to Friday excluding public holidays in England and Wales. Please note that Share Registrars Limited cannot provide any financial, legal or tax advice and calls may be recorded and monitored for security and training purposes.

DIRECTORS AND ADVISERS

Directors	Andrew Grant Steve Middleton Paul Shackleton	<i>(Chairman and Chief Executive Officer)</i> <i>(Non-Executive Director)</i> <i>(Non-Executive Director)</i>
Company Secretary	MSP Corporate Services Limited	<i>(Company Secretary)</i>
Registered Office	78 Mount Ephraim Royal Tunbridge Wells Kent, TN4 8BS	
Nominated Adviser	Zeus Capital Limited 82 King Street Manchester M2 4WQ	
Solicitors to the Company	Squire Patton Boggs (UK) LLP 60 London Wall London EC2M 4UJ	
Registrars	Share Registrars Limited 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX	

DEFINITIONS

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

Act	the Companies Act 2006;
AIM	the AIM market operated by the London Stock Exchange;
AIM Rules	the rules of AIM as set out in the publication entitled 'AIM Rules for Companies' published by the London Stock Exchange from time to time;
Board or Directors	the board of directors of the Company;
Buyer	Sion Properties Limited (company number 06982700), a company controlled by Andrew Grant and the owner of the freehold interest in respect of the Property;
Circular or this document	this document dated 12 May 2026;
Company	Jarvis Securities plc, a company incorporated in England and Wales with registered number 03870190 and having its registered office at 78 Mount Ephraim, Royal Tunbridge Wells, Kent, TN4 8BS;
Completion	completion of the Proposed Disposal in accordance with the Sale Conditions;
CREST	the relevant system (as defined in the CREST Regulations) in respect of which Euroclear is the Operator (as defined in the CREST Regulations);
CREST Manual	the compendium of documents entitled "CREST Manual" issued by Euroclear from time to time and comprising the CREST Reference Manual, the CREST Central Counterparty Service Manual, the CREST International Manual, the CREST Rules (including CREST Rule 8), the CCSS Operations Manual and the CREST Glossary of Terms;
CREST member	a person who has been admitted by Euroclear as a system member (as defined in the CREST Regulations);
CREST participant	a person who is, in relation to CREST, a system participant (as defined in the CREST Regulations);
CREST Proxy Instruction	the appropriate CREST message made to appoint a proxy, properly authenticated in accordance with Euroclear's specifications;
CREST Regulations	the Uncertificated Securities Regulations 2001, as amended;
Euroclear	Euroclear UK & International Limited;

Form of Proxy	the form of proxy accompanying this document relating to the General Meeting;
General Meeting	the general meeting of the Company, notice of which is set out at the end of this document, and including any adjournment(s) thereof;
Group	the Company and its subsidiaries, from time to time;
Independent Directors	Steve Middleton and Paul Shackleton;
JIML	Jarvis Investment Management Limited, a wholly owned subsidiary of the Company;
Leasehold Interest	the remainder of the 999-year leasehold interest in respect of the Property granted pursuant to a lease between the Buyer (as landlord) and the Company (as tenant) dated 13 August 2016, with effect from 1 October 2005;
London Stock Exchange	London Stock Exchange plc;
Notice of General Meeting	the notice of the General Meeting of the Company, set out at the end of this document;
Ordinary Shares	ordinary shares of 0.25 pence each in the capital of the Company;
Property	the property known as Unit L, The Brewery, Bells Yew Green Road, Bells Yew Green, Tunbridge Wells TN3 9BD (title number ESX376687);
Proposed Disposal	the proposed sale of the Leasehold Interest by the Company to the Buyer pursuant to the Sale Conditions;
Resolution	the resolution to be proposed at the General Meeting, which is set out in full in the Notice of General Meeting;
Sale Conditions	the conditions of sale entered into on 7 May 2026, pursuant to an auction process concluded on 7 May 2026, by which the Company has agreed, on the terms and subject to the conditions of the Sale Conditions, to sell the Leasehold Interest to the Buyer;
Shareholders	holders of Ordinary Shares.

**LETTER FROM THE CHAIRMAN OF
JARVIS SECURITIES PLC**

(Incorporated and registered in England and Wales with registered number 05107012)

12 May 2026

To Shareholders,

**Proposed Disposal of Leasehold Interest
and
Notice of General Meeting**

1 Introduction

On 8 May 2026, the Company announced that it had entered into a conditional agreement to sell the Leasehold Interest to the Buyer in accordance with the terms of the Sale Conditions.

The Proposed Disposal is part of the ongoing disposal and wind down strategy of the Group, which was announced on 15 April 2025 and 7 July 2025 and accordingly, Rule 15 of the AIM Rules applies. The Proposed Disposal is therefore subject to the requisite Shareholder approval being given in a general meeting.

Further details of the Proposed Disposal are set out in paragraph 3 of this Circular.

A General Meeting has been convened for 9.00 a.m. on Friday 29 May 2026 at The Spa Hotel, Mount Ephraim, Tunbridge Wells, Kent TN4 8XJ in order to approve the Proposed Disposal. A notice convening the General Meeting, at which the Resolution will be proposed, is set out at the end of this document.

Accordingly, the purpose of this document is to explain the background to and reasons for the Proposed Disposal and to explain why the Directors consider such proposals to be in the best interests of the Company and Shareholders as a whole. It will also explain why the Independent Directors recommend that you vote in favour of the Resolution contained in the Notice of General Meeting set out at the end of this document.

2 Background to, and reasons for, the Proposed Disposal

As set out above, the Proposed Disposal is part of the ongoing disposal and wind down strategy of the Group, which was announced on 15 April 2025 and 7 July 2025. Pursuant to the AIM Rules, the Proposed Disposal is subject to Shareholder approval. If the Proposed Disposal completes, the net proceeds will be applied to the general cash resources of the Company.

As previously announced, following the sale of the Group's retail execution-only brokerage business, which completed on 7 July 2025, the Directors remain committed to completing an effective and efficient wind down of the Group over the coming months, including, where possible, securing the disposal of any residual assets left in the Group (see announcement dated 5 May 2026), although there can be no guarantee that this will occur.

In addition, as also previously announced, once all of the Group's Model B clearing and settlement service contracts are terminated and other operations are wound down, the Company will then no longer own, control, or conduct any trading business. Accordingly, pursuant to the AIM Rules, the Company would, at that time, become an "AIM Rule 15 Cash Shell" and would be required to make an acquisition or acquisitions that constitutes a reverse takeover under AIM Rule 14, within 6 months of such date. It is currently anticipated the Company will become an AIM Rule 15 Cash Shell on the date that all, or substantially all, of JIML's client agreements or assets are transferred to a third party.

At this time, the Directors do not intend to make any acquisitions. Whilst they continue to keep their strategic options for the remaining assets of the Group under review, the Directors currently intend to seek a cancellation of the Company's admission to trading on AIM pursuant to AIM Rule 41 (the "**Proposed Cancellation**") in due course, with the expectation that, following the lifting of the voluntary agreed restrictions agreed with the Financial Conduct Authority (see announcement dated 16 September 2022), any distributable reserves remaining in the Company at the time of the Proposed Cancellation would then be returned to shareholders. The Proposed Cancellation would be subject, inter alia, to shareholder approval.

3 The Proposed Disposal

The Property comprises a two-storey commercial building located on the Brewery Business Park in Bells Yew Green on the outskirts of Tunbridge Wells. The Property is owned by the Buyer and is the subject of a long-term 999 year lease to the Company, which has a residual term of approximately 978 years remaining. The book value for the Property recorded in the Group's audited accounts for the 18 month period ended 30 June 2025 was £196,626; no profits (or losses) are attributable to the Property.

The Property was sub-let by the Company to JIML and such sub-lease was surrendered in March 2026. As such, the Property is no longer occupied and is not required by the Group. Accordingly, the Leasehold Interest was offered for sale by a public auction conducted by Clive Emson, Land & Property Auctioneers to establish its market value. The Buyer was the highest bidder under the auction process and, on 7 May 2026, the Company and the Buyer entered into the Sale Conditions, pursuant to which the Company has conditionally agreed to sell the Leasehold Interest to the Buyer. The consideration payable by the Buyer for the Leasehold Interest is £100,000, payable in cash on Completion (less the amount of the deposit already paid).

The Proposed Disposal is conditional upon Resolution 1 being duly passed by a simple majority of Shareholders at the General Meeting. Subject to the Resolution being duly passed, Completion is expected to occur in early June 2026. Following Completion, the Company will announce via a Regulatory Information Service that the Proposed Disposal has taken effect.

4 Related Party Transaction

The Proposed Disposal constitutes a related party transaction for the purpose of the AIM Rules, as the Buyer (which is also the owner of the freehold interest in the Property) is a company connected to Andrew Grant, a director of the Company. The Independent Directors consider, having consulted with the Company's nominated adviser Zeus Capital Limited, that the terms of the Proposed Disposal are fair and reasonable insofar as Shareholders are concerned.

5 General Meeting

The General Meeting of the Company, notice of which is set out at the end of this document, is to be held at 9.00 a.m. on Friday 29 May 2026 at The Spa Hotel, Mount Ephraim, Tunbridge Wells, Kent TN4 8XJ. The General Meeting is being held for the purpose of considering and, if thought fit, passing the Resolution set out in full in the Notice of General Meeting. Resolution 1 is an ordinary resolution to seek Shareholder approval of the Proposed Disposal.

6 Action to be taken in relation to the General Meeting

Shareholders are strongly encouraged to ensure that their votes are counted at the General Meeting by appointing the Chairman of the General Meeting as their proxy.

You will find enclosed a Form of Proxy for use at the General Meeting. Whether or not you intend to be present at the General Meeting, you are requested to complete the Form of Proxy in accordance with the instructions printed on it and to return it as soon as possible and in any event so as to be

received by the Company's registrars, Share Registrars Limited at 3 Millennium Centre, Crosby Way Farnham Surrey GU9 7XX no later than 9.00 a.m. on 27 May 2026.

Alternatively, Shareholders may appoint a proxy electronically by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions. Shareholders can locate their user name and access code on the top of the Form of Proxy.

If you hold Ordinary Shares in CREST, you may appoint a proxy by completing and transmitting a CREST Proxy Instruction to the Registrars (Crest Participant ID: 7RA36) so that it is received by no later than 9.00 a.m. on 27 May 2026. The return of the Form of Proxy, electronic appointment of a proxy or transmission of a CREST Proxy Instruction, will not prevent you from attending the meeting and voting in person if you wish.

7 **Recommendation**

The Independent Directors consider the Resolution is in the best interests of the Company and its Shareholders as a whole and unanimously recommend that the Shareholders vote in favour of the Resolution.

Yours faithfully

Andrew Grant
Chairman and Chief Executive Officer
Jarvis Securities plc

NOTICE OF GENERAL MEETING

JARVIS SECURITIES PLC

(Incorporated and registered in England and Wales with registered number 05245689)

NOTICE IS HEREBY GIVEN that a General Meeting of Jarvis Securities plc (the "Company") will be held at The Spa Hotel, Mount Ephraim, Tunbridge Wells, Kent TN4 8XJ at 9.00 a.m. on Friday 29 May 2026 for the purpose of considering and, if thought fit, passing the following resolution, which is being proposed as an ordinary resolution.

In this Notice, defined terms shall have the same meaning as defined terms in the circular to the Company's shareholders dated 12 May 2026, of which this notice forms part, unless otherwise stated.

ORDINARY RESOLUTION

- 1 **THAT**, the Proposed Disposal on the terms and conditions of the Sale Conditions, be and are hereby approved and that the Directors of the Company (or any duly authorised committee thereof) be and are hereby authorised to make any such non-material amendments, variations, waivers or extensions to the terms of the Proposed Disposal or the Sale Conditions which they in their absolute discretion consider necessary, appropriate or desirable and to take all such steps and to do all such things which they consider necessary, appropriate or desirable to implement the Proposed Disposal.

Dated: 12 May 2026

By order of the Board

MSP Corporate Services Limited
Company Secretary

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to exercise all or any of the member's rights to attend, speak and vote at the meeting. A proxy need not be a member of the Company. If a member appoints more than one proxy in relation to the meeting, each proxy must be appointed to exercise the rights attached to a different share or shares held by that member.
2. To appoint as a proxy a person other than the Chairman of the meeting, a member must insert the proxy's full name in the box on the Form of Proxy. If a member signs and returns a Form of Proxy with no name inserted in the box, the Chairman of the meeting will be deemed to be the member's proxy. Where a member appoints as a proxy someone other than the Chairman, the member is responsible for ensuring that the proxy attends the meeting and is aware of the member's voting intentions. If a member wishes a proxy to make any comments on the member's behalf, the member will need to appoint someone other than the Chairman and give them the relevant instructions directly.
3. A member which is a corporation is entitled to appoint one or more corporate representatives to exercise the same powers on behalf of the corporation as the corporation could exercise if it were an individual member. If a member which is a corporation appoints more than one corporate representative in relation to the meeting, each representative must exercise the rights attached to a different share or shares held by that member. In the case of a member which is a corporation, the Form of Proxy must be executed under the corporation's common seal or signed on its behalf by a duly authorised officer of the corporation or an attorney for the corporation.
4. Shareholders can register their vote(s) for the General Meeting either:
 - by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions (you can locate your user name and access code on the top of the Form of Proxy);
 - by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX using the Form of Proxy accompanying this notice (see note 5);

- in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in notes 7 to 10 below.

In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by 9.00 a.m. on 27 May 2026.

5. A Form of Proxy is enclosed. To be valid, the Form of Proxy (and any power of attorney or other authority (if any) under which it is signed) must be duly completed and signed and deposited at the office of the Company's registrars, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX not less than 48 hours (excluding non-working days) before the time for holding the meeting (or any adjourned meeting). Completion and return of a Form of Proxy does not preclude a member from attending and voting in person at the meeting if they so wishes.
6. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members entered in the Company's register of members at 9.00 a.m. on 27 May 2026 shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. Changes in the Company's register of members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting. If the meeting is adjourned, only those members entered in the Company's register of members as at 9.00 a.m. on the day two days (excluding non-working days) before the date of the adjourned meeting shall be entitled to attend and vote at the adjourned meeting.
7. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the General Meeting and any adjournment(s) thereof 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 voting service provider should refer to their CREST sponsors 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 by means of CREST to be valid, the appropriate CREST Proxy Instruction must be properly authenticated in accordance with Euroclear UK & International Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the Company's registrars, Share Registrars Limited (CREST Participant ID: 7RA36), no later than 48 hours (excluding non-working days) before the time appointed for the meeting (or any adjourned meeting). 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 Company's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.
9. CREST members and, where applicable, their CREST sponsor or voting service provider should note that Euroclear UK & International Limited 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 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 sponsor or voting service provider 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. You may not use any electronic address (within the meaning of section 333(4) of the Companies Act 2006) provided in this notice or in any related documents to communicate with the Company for any purposes other than those expressly stated.
12. Your personal data includes all data provided by you, or on your behalf, which relates to you as a Shareholder, including your name and contact details, the votes you cast and your reference number (as attributed to you by the Company or its registrars). The Company determines the purposes for which, and the manner in which, your personal data is to be processed. The Company and any third party to which it discloses the data (including the Company's registrars) may process your personal data for the purposes of compiling and updating the Company's records, fulfilling its legal obligations and processing the Shareholder rights you exercise.
13. As at 11 May 2026 (being the last practicable date prior to the publication of this notice), the Company's issued share capital consisted of 44,731,000 ordinary shares of 0.25 pence each, carrying one vote per share, and there are no shares held by the Company in treasury. Therefore, the total voting rights in the Company as at 11 May 2026 were 44,731,000.