THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this Document and/or the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000 if you are in the United Kingdom or, if not, another appropriately authorised independent financial adviser.

If you have sold or otherwise transferred all of your Ordinary Shares, please immediately send this Document together with the accompanying Form of Proxy at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for onward transmission to the person who now holds the shares. If you have sold only part of your holding of Ordinary Shares you should retain these documents.

LIFT GLOBAL VENTURES PLC

(incorporated in England and Wales under the Companies Act 2006 with registered number 05075088)

NOTICE OF RECONVENED ADJOURNED ANNUAL GENERAL MEETING

WITHDRAWAL OF RESOLUTIONS 7 AND 9 AT THE RECONVENED ANNUAL GENERAL MEETING

AND

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of the members of Lift Global Ventures Plc (the "**Company**") that was adjourned on 12 December 2025 ("**Original AGM**") will be reconvened for 11.30 am on 10 February 2025 at the offices of Hill Dickinson LLP, The Broadgate Tower, 20 Primrose Street, London, EC2A 2EW ("**Reconvened AGM**"), to transact the business set out in the original Notice of Annual General Meeting dated 18 November 2025 ("**Notice of Original AGM**"), save that Ordinary Resolution 7 and Special Resolution 9 are both withdrawn and will not be tabled at the Reconvened AGM. The formal notice of the Reconvened AGM is set out at Appendix I of this Document.

The Notice of Original AGM may be accessed at 272471B-Lift-Global-Ventures-Notice-of-AGM.pdf.

IN ADDITION, NOTICE IS HEREBY GIVEN that a general meeting of the members of the Company is to be held at 11.45 am (or immediately after the Reconvened AGM) on 10 February 2025 at the offices of Hill Dickinson LLP, The Broadgate Tower, 20 Primrose Street, London, EC2A 2EW ("**Second General Meeting**"). The formal notice of the Second General Meeting is set out at Appendix III of this Document ("**Notice of Second General Meeting**").

Voting on Reconvened AGM Resolutions

If you have already appointed a proxy for the Reconvened AGM before it was adjourned, you only need to complete a form of proxy again if you intend to change your vote or proxy for the resolutions, excluding Ordinary Resolution 7 and Special Resolution 9, which are both withdrawn and will not be tabled at the Reconvened AGM. Proxy forms submitted, and votes cast in relation to Ordinary Resolution 7 and Special Resolution 9 will be disregarded.

The withdrawal of Ordinary Resolution 7 and Special Resolution 9 shall not affect the proxy forms already submitted in respect of other resolutions to be presented at the Reconvened AGM. If your proxy appointment and vote is otherwise to remain the same for the Reconvened AGM, your original completed form of proxy remains valid, and no further action is required from you.

You can register your vote(s) for the Reconvened AGM either:

- by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions; or
- by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX using the relevant proxy form accompanying this Document; or
- in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in note 6 of the notes to the Notice for the Reconvened AGM.

In order for a proxy appointment to be valid for the Reconvened AGM the proxy must be received by Share Registrars Limited by 11.30 am on 6 February 2026

A form of proxy in respect of the Reconvened AGM is attached to this Document.

Voting on Second General Meeting Resolutions

You can register your vote(s) for the Second General Meeting either:

- by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions; or
- by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX using the relevant proxy form accompanying this Document; or
- in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in note 4 of the notes to the Notice of Second General Meeting.

In order for a proxy appointment to be valid for the Second General Meeting the proxy must be received by Share Registrars Limited by 11.45 am on 6 February 2026. Your attention is drawn to the letter from the Executive Chairman of the Company which is set out on page 5 of this Document and recommends that you vote in favour of the resolutions to be proposed at the Second General Meeting.

A form of proxy in respect of the Second General Meeting is attached to this Document.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Date of publication of this Document	16 January 2026
Latest time and date for receipt of Form of Proxy for Reconvened AGM	11.30 am on 6 February 2026
Latest time and date for receipt of Form of Proxy for Second General Meeting	11.45 am on 6 February 2026
Time and date of Reconvened AGM	11.30 am on 10 February 2026
Time and date of Second General Meeting (or immediately after the Reconvened AGM)	11.45 am on 10 February 2026

DEFINITIONS

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

"Articles"	the Company's articles of association;
"Board" or "Directors"	the directors of the Company, namely, David Richards MBE, Mark Horrocks, Saqib Mir, and Alexander ("**Sandy**") Barblett;
"Business Day"	any day other than a Saturday, Sunday or public holiday in England;
"Company"	Lift Global Ventures Plc;
"CREST"	the UK-based system for the paperless settlement of trades in listed securities, of which Euroclear UK & Ireland Limited is the operator;
"Document"	this document;
"Form of Proxy"	the form of proxy for use by Shareholders;
"Notice of Reconvened AGM"	the formal notice of the Reconvened AGM, set out at Appendix of this Document;
"Notice of Original AGM"	the formal notice of the Original AGM dated 18 November 2025, accessible via 272471B-Lift-Global-Ventures-Notice-of-AGM.pdf;
"Notice of Second General Meeting"	the formal notice of the Second General Meeting, set out at Appendix III of this Document;
"Ordinary Shares"	the ordinary shares of £0.01 each in the capital of the Company; and
"Original AGM"	the annual general meeting of the Company originally convened for 11:30 am on 12 December 2025, which was subsequently adjourned on 12 December 2025;
"Reconvened AGM"	the reconvening of the adjourned AGM scheduled for 11.30 am on 10 February 2026, or any further adjournment of that meeting, to approve the AGM Resolutions;
"Reconvened AGM Resolutions"	Ordinary Resolutions 1 to 6 and Special Resolution 8, as detailed at Appendix I of this Document to be tabled at the Reconvened AGM;
"Second General Meeting"	means the general meeting of the Company scheduled for 11:45 am on 10 February 2026, or any adjournment of that meeting, to approve the Second GM Resolutions;
"Second GM Resolutions"	Ordinary Resolution 1 and Special Resolution 2, as detailed at Appendix III of this Document to be tabled at the Second General Meeting;
"Shareholders"	the holders of Ordinary Shares; and
"Withdrawn Resolutions"	Ordinary Resolution 7 and Special Resolution 9 as set out in the Notice of Original AGM, both of which shall not be tabled at the Reconvened AGM.

Registered Office
6 Heddon Street
London
W1B 4BT

16 January 2026

To the Shareholders and, for information only, to the Option Holders and Warrant Holders

Notice of Reconvened AGM and Withdrawal of Resolutions 7 and 9

Dear Shareholder,

You will be aware that the Original AGM was adjourned on 12 December 2025. The decision to adjourn the Original AGM was made in order to provide the Company with additional time to continue constructive discussions with Shareholders regarding the resolutions relating to the proposed disapplication of pre-emption rights.

Such consultation has completed, and I am therefore writing to you with details of the Company's Reconvened AGM, which will be held at 11.30 a.m. on 10 February 2026 at the offices of Hill Dickinson LLP, The Broadgate Tower, 20 Primrose Street, London, EC2A 2EW, to transact the business set out in the Notice of Original AGM, save that Ordinary Resolution 7 and Special Resolution 9 are both withdrawn and will not be tabled at the Reconvened AGM.

The Notice of Original AGM may be accessed at 272471B-Lift-Global-Ventures-Notice-of-AGM.pdf.

All proxy forms submitted, and votes cast in relation to Ordinary Resolution 7 and Special Resolution 9 will therefore be disregarded.

All other agenda items set out in the Notice of Original AGM will be tabled at the Reconvened AGM. The withdrawal of Ordinary Resolution 7 and Special Resolution 9 shall not affect the proxy forms already submitted in respect of other Resolutions to be presented at the Reconvened AGM.

Notice of Second General Meeting

Enclosed with this Document is the Notice of Second General Meeting which contains the Second GM Resolutions, to be put to Shareholders at a general meeting to be held straight after the Reconvened AGM.

The Articles prohibit new business being tabled at an adjourned annual general meeting when it is reconvened. Therefore, a second general meeting must be held. The Second GM Resolutions effectively replace the Withdrawn Resolutions (Resolutions 7 and 9) that are no longer being proposed at the Reconvened AGM. In particular, following consultation with Shareholders, the Board has determined that the level of authority it is seeking from Shareholders to issue new shares, and the right of the Company to issue Ordinary Shares free from pre-emption, should be reduced (compared with the original proposal in the Notice of Original AGM).

ACTION TO BE TAKEN

Voting on the Reconvened AGM Resolutions

In respect of the Reconvened AGM Resolutions, if you have already appointed a proxy for the Reconvened AGM before it was adjourned, you only need to complete a Form of Proxy again if you intend to change your vote or proxy for any of the Resolutions, excluding Ordinary Resolution 7 and Special Resolution 9, which are both withdrawn and will not be tabled at the Reconvened AGM.

Proxy forms submitted, and votes cast in relation to Ordinary Resolution 7 and Special Resolution 9 will be disregarded. The withdrawal of Ordinary Resolution 7 and Special Resolution 9 shall not affect the proxy forms already submitted in respect of other resolutions to be presented at the Reconvened AGM. If your proxy appointment and vote is otherwise to remain the same for the Reconvened AGM, your original completed Form of Proxy remains valid, and no further action is required from you.

You can register your vote(s) for the Reconvened AGM either:

- by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions; or
- by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX using the relevant proxy form accompanying this Document; or
- in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in note 6 of the notes to the Notice for the Reconvened AGM.

In order for a proxy appointment to be valid for the Reconvened AGM the proxy must be received by Share Registrars Limited by 11.30 am on 6 February 2026

The Form of Proxy for use by Shareholders for the Reconvened AGM is enclosed with this Document.

Voting on the Second GM Resolutions

You can register your vote(s) for the Second General Meeting either:

- by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions; or
- by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX using the relevant proxy form accompanying this Document; or
- in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in note 4 of the notes to the Notice of Second General Meeting.

In order for a proxy appointment to be valid for the Second General Meeting the proxy must be received by Share Registrars Limited by 11.45 am on 6 February 2026. Your attention is drawn to the letter from the Executive Chairman of the Company which is set out on page 5 of this Document and recommends that you vote in favour of the resolutions to be proposed at the Second General Meeting.

A form of proxy in respect of the Second General Meeting is attached to this Document.

OVERSEAS SHAREHOLDERS

It is the responsibility of any person receiving a copy of this Document outside of the United Kingdom to satisfy himself/herself as to the full observance of the laws and regulatory requirements of the relevant territory in connection therewith, including obtaining any governmental or other consents which may be required or observing any other formalities required to be observed in such territory and paying any other issue, transfer or other taxes due in such territory. Persons (including, without limitation, nominees and trustees) receiving this Document should not send it into any jurisdiction when to do so would, or might, contravene local securities laws or regulations.

RECOMMENDATION

The directors consider that the Reconvened AGM Resolutions and the Second GM Resolutions are in the best interests of the Company and its Shareholders and as such recommends that Shareholders vote for all of the Reconvened AGM Resolutions and the Second GM Resolutions to be proposed at both meetings.

NOTIFICATION OF INTERESTS

The Board wishes to remind Shareholders of their obligations to notify the Company of changes to their shareholdings in accordance with the Disclosure Guidance and Transparency Rules ("**DTRs**"). Persons who are not exempt of notification requirements must notify the issuer of their direct or indirect holdings of voting rights which they hold as a Shareholder or are deemed to hold through their direct or indirect holding of financial instruments falling within DTR 5.3.1R(1), if the percentage of the person's voting rights reaches, exceeds or breaches a notifiable threshold.

Yours faithfully,

David Richards MBE

Chairman

APPENDIX I

LIFT GLOBAL VENTURES PLC

(incorporated in England and Wales under the Companies Act 2006 with registered number 05075088)

NOTICE OF RECONVENING OF ANNUAL GENERAL MEETING

NOTICE OF WITHDRAWAL OF ORDINARY RESOLUTION 7 AND SPECIAL RESOLUTION 9

NOTICE IS HEREBY GIVEN that the annual general meeting of the members of Lift Global Ventures Plc (the "**Company**") adjourned on 12 December 2025 will be reconvened at 11.30 am on 10 February 2026 at the offices of Hill Dickinson LLP, The Broadgate Tower, 20 Primrose Street, London, EC2A 2EW ("**Reconvened AGM**") to transact the business set out in the Notice of Annual General Meeting dated 18 November 2021 (the "**Notice of Original AGM**"), save that Ordinary Resolution 7 and Special Resolution 9 are both withdrawn and will not be tabled at the Reconvened AGM. Accordingly, Resolutions 1 to 6 will be proposed as Ordinary Resolutions and Resolution 8 will be proposed as a Special Resolution:

ORDINARY BUSINESS

Resolution 1: To receive and consider the Annual Report and Accounts for the period ended 30 June 2025 together with the Directors' Report and Auditors' Report thereon.

Resolution 2: To grant the Directors the authority to re-appoint Edwards Veeder LLP as auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next general meeting at which accounts are laid before the Company and to authorise the Directors to fix the remuneration of the auditors of the Company.

Resolution 3: To re-elect David Richard MBE as a director of the Company in accordance with article 29.1 of the Company's Articles of Association.

Resolution 4: To re-elect Mark Horrocks as a director of the Company in accordance with article 29.1 of the Company's Articles of Association.

Resolution 5: To adopt the proposed changes to the Company's investment policy set out at Appendix I of this Notice.

Resolution 6: To approve the grant of share options over (in aggregate) up to 15% of issued shares from time-to-time (on a fully diluted basis) whether granted (i) prior to the date of the Meeting, (ii) pursuant to any option scheme or long-term incentive plan of the Company adopted from time-to-time, or (iii) as an individual option award pursuant to a personalised deed of grant, such authority to be valid unless and until revoked by shareholders.

~~Resolution 7:~~ *WITHDRAWN*

SPECIAL BUSINESS

Resolution 8: To approve the change of name of the Company to Yorkshire AI Plc.

~~Resolution 9:~~ *WITHDRAWN*

Order of the Board

Dated: 16 January 2026
Registered office:
6 Heddon Street London
England
W1B 4BT

Sohail Bhatti
Company Secretary

NOTES FOR THE RECONVENED AGM

1. If you have already appointed a proxy for the Reconvened AGM before it was adjourned, you only need to complete a form of proxy again **if you intend to change your vote or proxy for the Reconvened AGM Resolutions**, excluding Ordinary Resolution 7 and Special Resolution 9, which are both withdrawn and will not be tabled at the Reconvened AGM. Proxy forms submitted, and votes cast in relation to Ordinary Resolution 7 and Special Resolution 9 will be disregarded.

2. The withdrawal of Ordinary Resolution 7 and Special Resolution 9 shall not affect the proxy forms already submitted in respect of other resolutions to be presented at the Reconvened AGM. If your proxy appointment and vote is otherwise to remain the same for the Reconvened AGM, your original completed form of proxy remains valid, and no further action is required from you.

3. A form of proxy in respect of the Reconvened AGM is attached to this Document. To be valid, Forms of Proxy for the Reconvened AGM and any power of attorney or other authority under which it is signed must be lodged with Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX, no later than 11.30 am on 6 February 2026.

4. A member of the Company entitled to attend and vote at the Reconvened AGM 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 member may vote by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions.

5. 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.

6. 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 & International 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, Share Registrars Limited (ID: 7RA36) by 11.30 am on 6 February 2026**.** 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.

7. CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear UK & International 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.

8. 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.

9. In the case of joint holders of Ordinary Shares, the signature of only one of the joint holders 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.

10. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, to be entitled to vote at the Annual General Meeting (and for the purpose of the determination by the Company of the votes they may cast), a member of the Company must be entered in the register of members of the Company 48 hours (excluding non-business days) before the date of the meeting.

11. As at the close of business on 15 January 2026, the Company's issued share capital comprised 106,710,000 ordinary shares of £0.01 each. Each Ordinary Share carries the right to one vote at a general meeting of the Company, and therefore the total number of voting rights in the Company as at the time and date given above is 106,710,000.

APPENDIX II

PROPOSED NEW INVESTMENT POLICY

Strategic Focus and Rationale

Lift invests in and acquires opportunities in (a) artificial intelligence, (b) financial media and related technologies, and (c) energy.

These sectors sit at the intersection of data, digitisation, and decarbonisation. Our strategy targets compounding cash flows and scalable technology, where Lift can drive operational uplift and long-term shareholder value.

Within the AI Sector:

- Back early-stage AI founders - Back pre-seed and seed-stage AI startups with strong technical founding teams and scalable product visions.
- Target high-impact verticals - Invest across high-impact verticals such as healthcare, financial services, manufacturing, and creative industries where AI adoption is accelerating.
- Prioritise applied AI with clear use cases - Prioritise companies applying AI to solve specific industry problems, rather than general-purpose infrastructure players.
- Insist on responsible, compliant AI - Favour businesses committed to transparency, bias mitigation, and regulatory compliance in AI development and deployment.
- Leverage Yorkshire AI Labs access; scale globally - Leverage the working relationship and access to Yorkshire AI Lab's growing tech ecosystem while supporting portfolio companies to expand into national and international markets.

Our working relationship with Yorkshire AI Labs expands early access to founders and deal flow from a growing UK regional ecosystem.

Within the Media Sector, Lift will focus on the following areas for opportunities:

- We aim to modernise financial media through data, automation, and AI-enabled production.
- Financial news websites and other forms of "digital financial media platforms".
- Investment research providers.
- Financial PR, IR, design and marketing agencies.
- Production studios and visual content providers.
- Technology platforms which facilitate capital raising and/or lending.

Within the Energy Sector, Lift will focus on the following areas for opportunities:

1. Energy infrastructure projects, particularly in developing jurisdictions
2. Brownfield energy projects
3. Renewable energy projects either as stand-alone or as a synergistic, piggy-back to infrastructure projects
4. Gas to power projects, including the concomitant midstream and downstream infrastructure

Investment Committee

The Board has established an Investment Committee (the "**Committee**").

The Committee's primary purpose is to assist the Board in fulfilling its responsibilities with respect to:

- Reviewing, evaluating, and approving proposed investments, divestments, and related financial commitments.
- Ensuring that investment decisions align with Lift's strategic objectives, risk appetite, and long term shareholder value.
- Monitoring the performance of the investment portfolio and ensuring adequate oversight of investment risk and returns.

The Committee operates under delegated authority from the Board but remains accountable to the Board for its activities and decisions. The Committee ensures each decision aligns with Lift's strategy, risk appetite, and long-term value creation goals.

Criteria for Investment and Acquisition Opportunities

All investment and acquisition opportunities will also be assessed for suitability against qualities

such as:

1. Conformance with the sector requirements above;
2. A strong management team with a proven track record;
3. Investment-ready without material re-structuring;
4. Positive cash flow or clear medium-term line of sight;
5. A value proposition that can deliver significant shareholder returns through capital injection, operational improvement, or strategic transformation.

Investment and Acquisition Process

The Board leads sourcing and evaluation, engaging in-country experts where relevant. Lift commissions appropriate legal, financial, and operational due diligence and manages qualified advisers to assess each opportunity.

As part of the analysis of prospective investment and acquisition opportunities, appropriate legal and financial due diligence shall be commissioned and managed, where applicable, by the Board. It will be the responsibility of the Board to instruct and manage appropriately qualified advisers so as to ascertain the legal and financial position of any opportunities.

- Any investment or acquisition undertaken must first be approved by the Board. Any comments made by Lift's AQSE Corporate Adviser, who shall review the potential investment or acquisition solely in light of any AQSE Rules implications, must also be addressed.
- All transactions are subject to Board approval and disciplined capital allocation, with clear post-investment value plans.

APPENDIX III

LIFT GLOBAL VENTURES PLC

(incorporated in England and Wales under the Companies Act 2006 with registered number 05075088)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a general meeting of the members of Lift Global Ventures Plc (the "**Company**") will be held at 11:45 am (or immediately after the Reconvened AGM) on 10 February 2026 at the offices of Hill Dickinson LLP, The Broadgate Tower, 20 Primrose Street, London, EC2A 2EW ("**Second General Meeting**"), for the purpose of considering and, if thought fit, passing the following resolutions of which Resolution 1 will be proposed as an Ordinary Resolution and Resolution 2 will be proposed as a Special Resolution.

ORDINARY RESOLUTION

Resolution 1: **THAT**, in accordance with section 551 of the Companies Act 2006 ("**CA 2006**"), the Directors be generally and unconditionally authorised to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company (the "**Rights**") up to an aggregate nominal amount of £1,000,000, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the commencement of the next Annual General Meeting of the Company or 31 March 2027, whichever is earlier to occur, save that the Company may, before such expiry, make offer(s) or enter agreement(s) which would or might require shares to be allotted or Rights to be granted after such expiry and the Directors may allot shares or grant Rights in pursuance of such offers or agreements notwithstanding that the authority conferred by this resolution has expired; and all unexercised authorities previously granted to the Directors to allot shares and grant Rights be and are hereby revoked.

SPECIAL RESOLUTION

Resolution 2: **THAT**, conditional on the passing of Resolution 1 above, and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) for cash pursuant to the authority conferred by Resolution 1 or by way of a sale of treasury shares, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall be limited to:

(a) the allotment of equity securities in connection with an offer of equity securities to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings; and to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary, but subject to such exclusions or arrangements as the Directors may deem necessary or expedient in relation to the treasury shares, fractional entitlements, record dates, arising out of any legal or practical problems under the laws of any overseas territory or the requirements of any regulatory body or stock exchange; and

(b) the allotment of equity securities (otherwise than pursuant to sub paragraph (a) above) up to an aggregate nominal amount of £500,000,

and provided that this power shall expire on the commencement of the next Annual General Meeting of the Company or 31 March 2027 whichever is earlier to occur (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry, make offer(s) or agreement(s) which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offers or agreements notwithstanding that the power conferred by this resolution has expired.

NOTES FOR THE SECOND GENERAL MEETING

1. A member of the Company entitled to attend and vote at the Second General 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 member may vote by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions.
2. A Form of Proxy in respect of the Second General Meeting is enclosed with this Document for use in connection with this business set out above. To be valid, Forms of Proxy in respect of the Second General Meeting and any power of attorney or other authority under which it is signed must be lodged with Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX, no later than 11.45 am on 6 February 2026.
3. 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.
4. 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 & International 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, Share Registrars Limited (ID: 7RA36) by 11.45 am on 6 February 2026. 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.
5. CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear UK & International 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.
6. 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.
7. In the case of joint holders of Ordinary Shares, the signature of only one of the joint holders 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.
8. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, to be entitled to vote at the General Meeting (and for the purpose of the determination by the Company of the votes they may cast), a member of the Company must be entered in the register of members of the Company 48 hours (excluding non-business days) before the date of the meeting.
9. As at the close of business on 15 February 2026, the Company's issued share capital comprised 106,710,000 ordinary shares of £0.01 each. Each Ordinary Share carries the right to one vote at a general meeting of the Company, and therefore the total number of voting rights in the Company as at the time and date given above is 106,710,000.