

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

If you are in any doubt as to the action you should take, you are recommended to seek your own financial advice from your stockbroker, bank manager, solicitor, accountant, or other independent adviser authorised under the Financial Services and Markets Act 2000 if you are resident in the UK or, if you reside elsewhere, another appropriately authorised financial adviser.

If you have recently sold or transferred all of your shares in Concurrent Technologies Plc, please send this notice and the accompanying documents as soon as possible to the purchaser or transferee or to the person who arranged the sale or transfer, so they can pass these documents to the person who now holds the shares.

---

# **CONCURRENT TECHNOLOGIES PLC**

Registered in England and Wales with Company Number 01919979

## **NOTICE OF ANNUAL GENERAL MEETING**

---

## LETTER FROM THE CHAIRMAN

Registered Office: 4 Gilberd Court  
Colchester  
CO4 9WN  
United Kingdom

13 May 2026

Dear Shareholder

### **Annual General Meeting 2026**

The Directors are pleased to confirm that the Annual General Meeting (**AGM**) of Concurrent Technologies Plc (**Company**) will take place at 2:00 p.m. on Wednesday 10 June 2026. The notice convening the AGM (**AGM Notice**) is set out at the end of this letter.

### *Arrangements*

The AGM will be held at the Company's offices at Building 1230, Arlington Business Park, Theale, Berkshire, RG7 4SA. There will be opportunities for shareholders to put their questions to the Directors.

### *Resolutions*

The resolutions to be put to shareholders at the AGM are set out in the AGM Notice which is included with this letter. An explanation of each of the resolutions is set out at the end of the document.

### *Voting*

Shareholders are encouraged to vote on the resolutions to be put to the AGM by proxy whether or not they intend to attend. Please also refer to the "Notes" section of the AGM Notice and the form of proxy for details on how to vote by proxy.

Voting at the AGM will be conducted on a poll in accordance with best practice.

### *Recommendation*

The Board of Concurrent Technologies Plc considers all of the proposed resolutions to be in the best interests of the Company and shareholders as a whole and, accordingly, recommends that shareholders vote in favour of all the resolutions proposed, as the Directors intend to do in respect of their own holdings.

We look forward to welcoming shareholders to the AGM.

Yours faithfully,

Mark Cubitt  
Chairman

# CONCURRENT TECHNOLOGIES PLC

## NOTICE OF ANNUAL GENERAL MEETING

### 2026

Notice is hereby given that the Annual General Meeting (**AGM**) of Concurrent Technologies Plc will be held at Building 1230, Arlington Business Park, Theale, Berkshire, RG7 4SA on 10 June 2026 at 2:00 p.m. to consider and, if thought fit, to pass the resolutions set out below. Resolutions 1 to 14 will be proposed as ordinary resolutions and resolutions 15 to 17 will be proposed as special resolutions.

#### Definitions

<b>CA 2006</b>	the Companies Act 2006
<b>Company</b>	Concurrent Technologies Plc
<b>Directors</b>	the board of directors of the Company (or a duly constituted committee thereof)
<b>Equity Securities</b>	shall have the meaning given in section 560 of CA 2006
<b>Ordinary Shares</b>	ordinary shares in the capital of the Company

#### ORDINARY RESOLUTIONS

##### Report and Accounts

1. To receive the Annual Report and Accounts of the Company for the financial year ended 31 December 2025 together with the Directors' reports and auditor's report on those accounts.

##### Remuneration Report

2. To accept the Directors' Remuneration Report for the financial year ended 31 December 2025 as set out on pages 31 to 34 of the Company's Annual Report and Accounts for the year ended 31 December 2025.

##### Directors

3. To re-appoint Mr. Mark Cubitt as a Director of the Company.
4. To re-appoint Mr. Brent Salgat as a Director of the Company.
5. To re-appoint Dr. Miles Adcock as a Director of the Company.
6. To re-appoint Mr. Nathaniel Edington as a Director of the Company.
7. To re-appoint Ms. Kim Garrod as a Director of the Company.
8. To re-appoint Ms. Isabel Urquhart as a Director of the Company.

##### Auditor

9. To re-appoint Haysmac LLP as auditor of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company.

10. To authorise the Directors to determine the fees payable to the auditor.

#### Share Schemes

11. That the amendments to the rules of the Concurrent Technologies Plc Enterprise Management Scheme (**EMI Scheme**), as described by the explanatory note to Resolution 11 be and are hereby approved and that the Directors be authorised to do all acts and things that they may, in their absolute discretion, consider necessary or expedient to carry the amendments into effect.
12. That the amendments to the rules of the Concurrent Technologies Plc Long Term Incentive Plan 2021 (**LTIP**), as described in the explanatory note to Resolution 12 be and are hereby approved and that the Directors be authorised to do all acts and things that they may, in their absolute discretion, consider necessary or expedient to carry the amendments into effect.

#### Dividend

13. To declare a final dividend of 1.155 pence per Ordinary Share for the financial year ended 31 December 2025 to be paid on 3 July 2026 to the ordinary shareholders on the Company's register of members at the close of business on 19 June 2026.

#### Share Authorities

14. THAT, in accordance with section 551 of CA 2006, the Directors be generally and unconditionally authorised to allot Equity Securities:
  - 14.1. up to an aggregate nominal amount of £579,926.99 (such amount to be reduced by the nominal amount of any Equity Securities allotted pursuant the authority in paragraph 14.2 below) in connection with a fully pre-emptive offer:
    - A. to holders of Ordinary Shares in proportion (as nearly as may be practicable) to their respective holdings; and
    - B. 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 other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and
  - 14.2. in any other case, up to an aggregate nominal amount of £289,963.49 (such amount to be reduced by the nominal amount of any Equity Securities allotted pursuant to the authority in paragraph 14.1 above in excess of £289,963.49),

provided that this authority shall, unless renewed, varied or revoked by the Company, expire at the conclusion of the next annual general meeting of the Company (or if earlier, the date which is 15 months from the date of the passing of the resolution) save that the Company may, before such expiry, make offers or agreements which would or might require Equity Securities to be allotted and the Directors may allot Equity Securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This resolution revokes and replaces all unexercised authorities previously granted to the Directors under section 551 of CA 2006, but without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made pursuant to such authorities.

### **SPECIAL RESOLUTIONS**

15. THAT, subject to the passing of resolution 14 the Directors be authorised to allot Equity Securities for cash under the authority conferred by that resolution and/or to sell Ordinary Shares held by the Company as treasury shares for cash as if section 561 of CA 2006 did not apply to any such allotment or sale, provided that such authority shall be limited to:

15.1. the allotment of Equity Securities in connection with an offer of Equity Securities (but, in the case of the authority granted under paragraph 14.1 above, by way of a fully pre-emptive offer only):

- A. to the holders of Ordinary Shares in proportion (as nearly as may be practicable) to their respective holdings; and
- B. 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 other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and

15.2. the allotment of Equity Securities or sale of treasury shares (otherwise than pursuant to paragraph 15.1 of this resolution) to any person up to an aggregate nominal amount of £86,989.05; and

15.3. the allotment of Equity Securities or sale of treasury shares (otherwise than under paragraph 15.1 or paragraph 15.2 above) up to a nominal amount equal to 20% of any allotment of Equity Securities or sale of treasury shares from time to time under paragraph 15.2 above, such authority to be used only for the purposes of making a follow-on offer which the Directors determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

such authority to expire at the conclusion of the Company's next annual general meeting after the passing of this resolution or, if earlier, at the close of business on the date which is 15 months from the date of passing the resolution, save that the Company may, before such expiry make offers or agreements which would or might require Equity Securities to be allotted (or treasury shares to be sold) after the authority expires and the Directors may allot Equity Securities (or sell treasury shares) in pursuance of any such offer or agreement as if the authority had not expired.

16. THAT, subject to the passing of resolution 14, the Directors be authorised in addition to any authority granted under resolution 15 to allot Equity Securities for cash under the authority conferred by resolution 14 and/or to sell Ordinary Shares held by the Company as treasury shares as if section 561 of CA 2006 did not apply to any such allotment or sale, provided that such authority shall be:

16.1. limited to the allotment of Equity Securities or sale of treasury shares up to an aggregate nominal amount of £86,989.05 such authority to be used only for the purpose of financing (or refinancing, if the authority is to be used within 12 months after the original transaction) a transaction which the Directors determine to be an acquisition or other capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice; and

16.2. limited to the allotment of Equity Securities or sale of treasury shares (otherwise than under paragraph 16.1 above) up to a nominal amount equal to 20% of any allotment of Equity Securities or sale of treasury shares from time to time under paragraph 16.1 above, such authority to be used only for the purposes of making a follow-on offer which the Directors determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

such authority to expire at the conclusion of the Company's next annual general meeting after the passing of this resolution or, if earlier, at the close of business on the date which is 15 months from the date of passing the resolution but, in each case, prior to its expiry the Company may make offers, and enter into agreements, which would, or might, require Equity Securities to be allotted (and treasury shares to be sold) after the authority expires and the Directors may allot Equity Securities (and sell treasury shares) under any such offer or agreement as if the authority had not expired.

### Share Buybacks

17. That the Company be and is generally and unconditionally authorised for the purposes of section 701(1) of the CA 2006 to make one or more market purchases (within the meaning of section 693(4) of CA 2006) on the London Stock Exchange of Ordinary Shares provided that:

17.1. the maximum aggregate number of Ordinary Shares authorised to be purchased is 8,698,904 (being approximately 10 per cent. of the Company's issued ordinary share capital);

17.2. the minimum price (excluding expenses) which may be paid for such Ordinary Shares is £0.01 per share;

17.3. the maximum price (excluding expenses) which may be paid for an Ordinary Share is the higher of:

- A. 5 per cent. above the average of the middle market quotations for an Ordinary Share as derived from the AIM Appendix to the London Stock Exchange Daily Official List for the five business days immediately preceding the date on which the Ordinary Share is purchased; and
- B. the higher of the price of the last independent trade of an Ordinary Share and the highest current independent bid for an Ordinary Share on the trading venue where the purchase is carried out;

17.4. unless previously renewed, varied or revoked, the authority conferred shall expire on the earlier of the date which is 15 months from the date of the resolution being passed and the conclusion of the Company's next annual general meeting save that the Company may before the expiry of the authority granted hereby, enter into a contract to purchase Ordinary Shares which may be executed wholly or partly after the expiry of such authority.

### BY ORDER OF THE BOARD

*One Advisory Limited*

One Advisory Limited  
Company Secretary

13 May 2026

201 Temple Chambers  
3-7 Temple Avenue  
London EC4Y 0DT  
United Kingdom

## NOTES TO THE NOTICE OF AGM

1. Shareholders will only be entitled to attend and vote at the Annual General Meeting if they are registered as the holders of Ordinary Shares at 2.00 p.m. on Monday 8 June 2026. If the Annual General Meeting is adjourned, the time by which a person must be entered on the register of members of the Company in order to have the right to vote at the adjourned meeting is 48 hours (ignoring any part of a day that is not a working day) prior to the date and time fixed for the adjourned meeting. Changes to entries on the register of members of the Company later than the time and date falling 48 hours (ignoring any part of a day that is not a working day) prior to the meeting (or any adjournment thereof) will be disregarded in determining the rights of any person to vote at the meeting.
2. A shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend, vote and speak at the meeting provided each proxy is appointed to exercise rights attached to different shares. A proxy need not be a shareholder of the Company.
3. You can register your vote(s) for the Annual General Meeting either:
  - by visiting [www.shareregistrars.uk.com](http://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;
  - in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in notes 6 - 9 below.

In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by 2.00 p.m. on Monday 8 June 2026.

4. Shareholders can:
  - appoint a proxy or proxies and give proxy instructions by voting online or returning the enclosed form of proxy by post (see note 5); or
  - if a CREST member, register their proxy appointment by utilising the CREST electronic proxy appointment service (see notes 6 - 9).
5. A form of proxy is enclosed for use by the shareholders of the Company. To be effective, it must be deposited with the Company's registrars, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX so as to be received no later than 48 hours (ignoring any part of a day that is not a working day) before the time appointed for holding the meeting. Completion of the proxy does not preclude a shareholder from subsequently attending and voting at the meeting if he or she so wishes. In the case of a shareholder which is a company, the form of proxy must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the form of proxy is signed (or a duly certified copy of such power or authority) must be included with the form of proxy.
6. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Annual General Meeting and any adjournment(s) of it by using the procedures described in the CREST Manual (available via [www.euroclear.com](http://www.euroclear.com)). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting 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.

7. For a proxy appointment or instructions made using the CREST service to be valid, the appropriate CREST message (a “CREST Proxy Instruction”) must be properly authenticated in accordance with Euroclear specifications and must contain the information required for such instructions, as described in the CREST Manual. 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:7RA36) no later than 2.00 p.m. on Monday 8 June 2026, or, in the event of an adjournment of the Annual General Meeting, 48 hours (ignoring any part of a day that is not a working day) before the adjourned meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications 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.
8. CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear 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(s), to procure that his/her 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 service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
9. 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.
10. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Annual General Meeting.
11. The notes to the form of proxy explain how to direct your proxy how to vote on each resolution or withhold their vote.
12. To change your proxy instructions, simply submit a new proxy appointment using one of the methods set out above. Note that the cut-off time for receipt of proxy appointments also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. If the Company receives more than one appointment of a proxy in respect of any one share, the appointment received last revokes each earlier appointment and the Company’s decision as to which appointment was received last is final.
13. In order to revoke a proxy appointment, you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice. The revocation notice must be received by Share Registrars Limited no later than 2.00 p.m. on Monday 8 June 2026, or 48 hours (ignoring any part of a day that is not a working day) before any adjourned meeting.
14. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in

which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

15. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.
16. Any person to whom this Notice of Meeting 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 Annual 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. The statement of the rights of shareholders in relation to the appointment of Proxies in paragraphs 2 and 3 above does not apply to Nominated Persons. The rights described in those paragraphs can only be exercised by shareholders of the Company.
17. Any shareholder attending a meeting of the Company 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 meeting, but no such answer need be given if:
  - a. to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information;
  - b. the answer has already been given on a website in the form of an answer to a question; or
  - c. it is undesirable in the interests of the Company or the good order of the meeting that the questions be answered
18. As at 13 May 2026, being the latest practicable date before publication of this notice, the Company had 86,989,048 Ordinary Shares in issue. Each Ordinary Share carries one vote and the Company holds nil Ordinary Shares in treasury. Therefore, the total number of voting rights in the Company is 86,989,048.

## EXPLANATORY NOTES

Resolutions 1 to 14 are ordinary resolutions and require a simple majority of votes cast to be in favour in order to be passed. Resolutions 15 to 17 are special resolutions and require at least 75% of votes cast to be in favour in order to be passed.

### **Resolution 1 – Report and Accounts (Ordinary Resolution)**

Section 437 of CA 2006 requires the Directors to lay copies of the Company’s annual report and accounts for the financial year ended 31 December 2025 before the Company in general meeting before the end of the period for filing them with Companies House. This resolution addresses that requirement.

### **Resolution 2 – Remuneration Report (Ordinary Resolution)**

Resolutions 2 requests that shareholders accept the Directors’ Remuneration Report, which sets out the directors’ remuneration in respect of the financial year ended 31 December 2025. Although this resolution is not binding, the Directors wish to give shareholders the opportunity to express their views in relation to directors’ remuneration in an appropriate manner. This resolution is intended to provide that opportunity.

### **Resolutions 3 to 8 – Directors (Ordinary Resolutions)**

In accordance with the Company’s Articles of Association certain Directors are required to retire at each Annual General Meeting and, if willing, put themselves forward for re-election by shareholders. In line with best practice, all the Directors are retiring and are seeking re-appointment at the meeting.

Biographical details of all the Directors can be found in the Annual Report and on the Company’s website at <https://concurrent.tech/investors/directors>.

### **Resolutions 9 and 10 – Auditor (Ordinary Resolutions)**

On the recommendation of the Audit & Risk Committee, the Directors propose as resolution 9 that Haysmac LLP be re-appointed as auditor of the Company. Resolution 10 proposes that the Directors be authorised to determine the level of the auditor’s remuneration.

### **Resolution 11 – EMI Scheme (Ordinary Resolution)**

The purpose of Resolution 11 is to approve the amendments to the rules of the EMI Scheme, which was adopted by the Directors of the Company in 2000. No options have been awarded under the EMI Scheme since 2021, as the Company’s growth meant it was no longer a qualifying company for EMI purposes. As a result of the changes to EMI limits announced in the UK Budget in November 2025, the Company has regained its qualifying status. The Directors believe it is essential that the Company’s share option arrangements continue to incentivise directors and staff to drive the Company’s future growth and share value, and that the rules of the EMI Scheme need to be updated to allow the EMI Scheme to be fully utilised. Accordingly, the Directors propose the following amendments to the rules of the EMI Scheme to address the limitations:

- Align the EMI Scheme with the LTIP, specifically in relation to overall limit of awards under all share schemes, performance conditions, malus and clawback as well as administrative provisions including data protection.
- Allow EMI options to be granted at a discount to market value.
- Amend the EMI scheme rules to reflect current EMI legislation and updated limits.

If Resolution 11 is approved, it is the intention to utilise the EMI Scheme for share option awards to Directors and employees up to the prescribed limits, before utilising alternative share option arrangements.

**Resolution 12 – LTIP Scheme (Ordinary Resolution)**

The purpose of Resolution 12 is to approve amendments to the rules of the LTIP, which was adopted by the Directors of the Company in 2021. The rules of the LTIP contain terms which limit the number of shares the Company may award under the Company's share schemes. The limits are that, subject to typical exclusions as set out in the rules of the LTIP, no awards under the Company's share schemes can be made if the number of ordinary shares allocated in the previous 10 calendar years under the LTIP and any other share option scheme would exceed 10% of the ordinary issued share capital of the Company immediately before the day of issue. The rules of the LTIP set out specific exemptions to this limit, and it is the view of the Directors that, in addition to these exemptions, any awards made under the LTIP or any of the Company's share option schemes as part of an acquisition by the Company, shall be excluded from the 10% limit.

Resolution 12 proposes the necessary amendments to bring this change into effect and works in conjunction with the amendments proposed to the EMI Scheme under Resolution 11.

**Resolution 13 – Dividend (Ordinary Resolution)**

The Directors have proposed a final dividend of 1.155 pence per Ordinary Share for the financial year ended 31 December 2025. If approved, the recommended final dividend will be paid on 3 July 2026 to all shareholders who are on the register of members on 19 June 2026.

**Resolution 14 – Authority to Allot (Ordinary Resolution)**

This resolution deals with the Directors' authority to allot securities in accordance with section 551 of the Companies Act 2006 and complies with the Investment Association Share Capital Management Guidelines issued in February 2023.

If passed, the resolution will authorise the Directors to allot:

- (i) Equity Securities up to a maximum nominal amount of £579,926.99 which represents approximately two-thirds of the Company's issued ordinary shares (excluding treasury shares) as at 13 May 2026 (being the latest practicable date prior to publication of this document) (**ISC**) in relation to a fully pre-emptive offer, with authority for the Directors to deal pragmatically with legal, regulatory and logistical issues (e.g. fractions of shares and overseas securities laws). This maximum is reduced by the nominal amount of any Equity Securities allotted under the authority set out in paragraph 14.2 of the resolution; and
- (ii) Equity Securities up to a maximum nominal amount of £289,963.49 otherwise which represents approximately one third of the Company's ISC. This amount will be reduced to the extent that Equity Securities allotted pursuant to paragraph 14.1 exceed £289,963.49 in nominal value.

The maximum nominal amount of securities which may be allotted under this resolution is therefore £579,926.99.

The authority granted by this resolution will expire on the earlier of the conclusion of next year's annual general meeting and the date which is 15 months after the resolution is passed.

**Resolutions 15 and 16 – Disapplication of Statutory Pre-emption Rights (Special Resolutions)**

Under CA 2006, the Directors require shareholder authority to issue Equity Securities for cash without first offering them to the whole shareholder base pro rata to their existing holdings in accordance with the statutory requirements of section 561 CA 2006. Resolutions 15 and 16 will, if passed, give the Directors this authority within the specified limitations. Resolution 15 provides a general authority and resolution 16 is in respect of allotments to finance acquisitions and capital investments.

These resolutions are in line with the Pre-emption Group's Statement of Principles 2022, the template resolutions published by the Pre-emption Group in 2022 and the Share Capital Management Guidelines

published by the Investment Association (as updated in February 2023) (**Investor Guidelines**). The Company notes the increase in the acceptable levels of authority set out in the Pre-Emption Group's Statement of Principles 2022 and the Directors consider it appropriate for the Company to seek those enhanced approvals to maximise its ability to act swiftly in the interests of shareholders should a need or opportunity arise.

Put simply, the Directors will, if the resolutions are passed, have authority to freely allot up to 10% of the ISC for cash, with additional allotments for cash permitted only for:

- offers which are essentially pre-emptive but enable the Directors to make pragmatic decisions to deal with logistical and regulatory issues in connection with the offer (up to two thirds ISC in total);
- financing specified investments and acquisitions in line with the Investor Guidelines (up to 10% ISC); and
- specified follow-on offers in line with the Investor Guidelines (up to 20% of the nominal value of shares allotted under the original offer process (maximum 2% of the ISC)).

The authorities set out in these resolutions will expire on the conclusion of next year's annual general meeting or, if earlier, on the date which is 15 months after the date the resolutions are passed.

#### **Resolution 17 – Share Buybacks (Special Resolution)**

This resolution seeks authority for the Company to make market purchases of its own ordinary shares as permitted by the CA 2006 and is proposed as a special resolution. If passed, the resolution gives authority for the Company to purchase up to 8,698,904 ordinary shares, representing 10% of the Company's issued ordinary share capital (excluding treasury shares) as at 13 May 2026. The authority specifies the minimum and maximum prices that may be paid for any ordinary shares and shall expire (unless previously renewed, varied or revoked by the Company in general meeting) at the conclusion of the Company's next annual general meeting or, if earlier, on the date which is 15 months after the resolution is passed.

Although the directors do not currently have any intention of exercising the authority granted by this resolution, this resolution provides the flexibility to allow them to do so in the future. In considering whether to use this authority, the directors will take into account market conditions, appropriate gearing levels, the Company's share price, other investment opportunities and the overall financial position of the Company. The directors will only exercise the authority to purchase ordinary shares where they consider that such purchases will be in the best interests of shareholders generally and will result in an increase in earnings per ordinary share.

Any shares purchased in the market under this authority may be either cancelled or held as treasury shares, which may then be cancelled, sold for cash or used to satisfy obligations under its employee share schemes. No dividends are paid on shares while they are in treasury and no voting rights attach to treasury shares.