THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or about what action to take, you are recommended to seek your own independent professional advice immediately from your stockbroker, bank manager, solicitor, accountant or other appropriate independent financial adviser duly authorised under the Financial Services and Markets Act 2000 if you are resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser in the relevant jurisdiction.

If you have sold or otherwise transferred all of your Ordinary Shares, please send this document, together with the accompanying Form of Proxy, 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 purchaser or transferee. If you have sold or otherwise transferred only part of your holding of Ordinary Shares, please immediately contact the stockbroker, bank or other agent through whom the sale or transfer was effected.

The whole of this document should be read and, in particular, your attention is drawn to the letter from the Chairman of the Company which contains the unanimous recommendation of the Directors that you vote in favour of the Resolution to be proposed at the General Meeting.

#### **MYHEALTHCHECKED PLC**

(Incorporated in the England and Wales with registered number 06573154)

# DISPOSAL OF CONCEPTA DIAGNOSTICS LIMITED AND NOTICE OF GENERAL MEETING

A General Meeting will be held in the The Castle Room at The Maltings, East Tyndall Street, Cardiff, CF24 5EA on 4 November 2025 at 1:00 p.m. The notice convening the General Meeting is set out at the end of this document and a Form of Proxy for use at the General Meeting accompanies this document. The action to be taken in respect of the General Meeting is set out in the letter from the Chairman of the Company contained in this document.

Shareholders are asked to complete the Form of Proxy in accordance with the instructions printed on it. To be valid, the Form of Proxy and the power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority must be lodged at the offices of the Company's registrars, Neville Registrars at Neville House, Steelpark Road, Halesowen B62 8HD by hand or by post, so as to be received by no later than 1:00 p.m. on 31 October 2025.

Shareholders who hold their Ordinary Shares in uncertificated form in CREST may use the CREST Proxy Voting Service in accordance with the procedures set out in the CREST Manual as explained in the notes to the Notice of General Meeting at the end of this document. Proxies submitted via CREST must be received by the Company's agent, Neville Registrars (CREST Participant ID 7RA11), by no later than 1:00 p.m. on 31 October 2025 (or if the General Meeting is adjourned, 48 hours (excluding any part of a day that is not a Business Day) before the time and date fixed for the adjourned meeting).

In accordance with the AIM Rules, this document will be made available on the Company's website: https://investors.myhealthchecked.com/investors/

This document is dated 14 October 2025.

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#### **EXPECTED TIMETABLE OF PRINCIPAL EVENTS**

Date of publication of this document 14 October 2025

Last date and time for receipt of Forms of Proxy 1:00 p.m. on 31 October 2025

General Meeting 1:00 p.m. on 4 November 2025

Announcement of Result of Meeting 4 November 2025

Completion of the Disposal On or before 11 November 2025

If any of the details contained in the timetable above should change, the revised times and dates will be notified to Shareholders by means of a Regulatory Information Service announcement. All events listed in the above timetable following the General Meeting are conditional on the passing of the resolutions at the General Meeting.

References to time in this document and the Notice of General Meeting are to London times, unless otherwise stated.

## **DEFINITIONS**

The following words and expressions shall have the following meanings in this document unless the context otherwise requires:

"AIM"	the AIM market operated by the London Stock Exchange
"AIM Rules"	the rules for AIM companies as published by the London Stock Exchange from time to time
"Board" or "Directors"	the directors of the Company at the date of this document
"Buyer"	Boots UK Limited, a company registered in England and Wales with registered number 00928555
"Business Day"	a day other than a Saturday, Sunday or public holiday in England when banks in London are open for business.
"certificated" or "in certificated form"	a share or other security which is not in uncertificated form (that is, not in CREST)
"Circular"	this circular to shareholders dated 14 October 2025
"Company" or "MyHealthChecked"	MyHealthChecked PLC, a company registered in England and Wales with registered number 06573154
"Concepta" or "CDL"	Concepta Diagnostics Limited a company registered in England and Wales with registered number 16585826
"CREST"	the computerised settlement system to facilitate transfer of title to or interests in securities in uncertificated form operated by Euroclear UK & International Limited
"Disposal"	the proposed disposal of Concepta to the Buyer
"Disposal Agreement"	the conditional share and purchase agreement dated 13 October 2025 between the Company, the Seller and the Buyer in relation to Concepta
"Form of Proxy"	the form of proxy for use at the General Meeting which accompanies this document
"Fortis" or "Seller"	Fortis Cardiff Limited, a company registered in England and Wales with registered number 08361104
"General Meeting" or "GM"	the general meeting of the Company, notice of which is set out at the end of this document, and any adjournment thereof
"Group"	the Company and its subsidiary undertakings
"London Stock Exchange"	London Stock Exchange plc
"Neville Registrars"	Neville Registrars Limited, the Company's registrars
"Notice of General Meeting"	the notice of the General Meeting, which is set out at the end of this document
"Ordinary Shares"	ordinary share of 1.5 pence each in the capital of the Company

"Regulatory Information Service"	a service approved by the FCA for the distribution to the public of regulatory announcements and included within the list maintained on the FCA's website
"Resolution"	the resolution to be proposed at the General Meeting, as set out in the Notice of General Meeting
"Scheme Rules"	the Concepta PLC 2016 EMI Share Option Scheme
"Shareholder"	holder of Ordinary Shares
"UK" or "United Kingdom"	the United Kingdom of Great Britain and Northern Ireland

## **DIRECTORS, SECRETARY AND ADVISERS**

Directors Adam Reynolds (Chairman)

Penelope McCormick (Chief Executive)

Lesley Innes Neil Mesher Lyn Rees Amber Vodegel

Company Secretary Lesley Innes

Registered Office The Maltings

East Tyndall Street

Cardiff Wales CF24 5EA

Nominated Adviser SPARK Advisory Partners Limited

5 Saint John's Lane

London EC1M 4BH

Broker Dowgate Capital Limited

15 Fetter Lane London EC4A 1BW

Legal Adviser BPE Solicitors LLP

St James House St James Square Cheltenham GL50 3PR

Registrar Neville Registrars Limited

Neville House Steelpark Road Halesowen B62 8HD

Website <a href="https://www.myhealthcheckedplc.com">https://www.myhealthcheckedplc.com</a>

## LETTER FROM THE CHAIRMAN MYHEALTHCHECKEDPLC

(Incorporated in the England and Wales with registered number 06573154)

Directors: Registered Office:

Adam Reynolds\* (Chairman)
Penelope McCormick (Chief Executive)
Lesley Innes
Neil Mesher\*
Lyn Rees\*
Amber Vodegel\*

The Maltings East Tyndall Street Cardiff Wales CF24 5EA

\*non-executive

14 October 2025

Dear Shareholder,

# DISPOSAL OF CONCEPTA DIAGNOSTICS LIMITED AND NOTICE OF GENERAL MEETING

#### Introduction

This Circular sets out details of the proposed disposal by the Company's wholly-owned subsidiary company, Fortis Cardiff Limited, of its wholly-owned subsidiary, Concepta Diagnostics Limited (the "Disposal"), following completion of which, the Company will become an AIM Rule 15 cash shell.

The purpose of this Circular is to provide you with the background to the Disposal, and to explain why the Directors consider the Disposal to be in the best interests of the Company and its Shareholders as a whole and why they recommend that Shareholders should vote in favour of the Resolution to be proposed at the General Meeting.

Shareholders are strongly recommended to read this Circular.

A notice convening a General Meeting to be held in the Castle Room at The Maltings, East Tyndall Street, Cardiff, CF24 5EA, at 1.00 p.m. on 4 November 2025 is set out at pages 13 to 15 of this Document.

#### Background to and reasons for the Disposal

The principal activity of Concepta, is the distribution and commercialisation of a range of athome healthcare and wellness tests, and the development of an accompanying proprietary digital platform. The business was previously carried out by Concepta's parent company, Fortis, but was acquired by Concepta when the relevant trade and assets of Fortis were transferred to it under a hive-down arrangement, in exchange for the issue of shares, in August 2025. The hive-down took place to facilitate the sale of the business by creating a new, 'clean' separate legal entity (Concepta) containing only the business and assets of Fortis that the Buyer wished to acquire.

Following the commercialisation of an initial range of COVID testing services, post-pandemic a range of at-home wellness tests were launched to retail by the Group in May 2023. Although the Board believes that there is positive long-term growth potential for this product range, the category is still in its infancy and awareness amongst potential end-users is limited. As an organisation with deep retail product knowledge, the Board identified from the onset that a partnership with a trusted established retail organisation, with digital reach and a bricks and mortar footprint would be the key to unlocking revenue potential in the UK market. It was also clear that the key to long term profitable growth was in the end-to-end customer journey, which firmly placed testing as part of a wider service and product offering and built upon a longer-term relationship with the end customer, enabling them to be informed and guided on the question of 'what next?' for the healthcare journey.

As previously reported, we have worked closely with the Buyer to develop the wellness portfolio and digital offering since its launch in May 2023, and have developed the platform to meet their requirements since the relationship began in May 2021. Our digital platform is able to integrate a wide portfolio of products and is a critical enabler in the delivery of higher margin services in the rest of the consumer wellness value chain. However, whilst testing plays a critical role in unlocking value, it has become clear that testing margins alone are insufficient to fund the investment required to generate sustainable and profitable growth in this category within a reasonable timescale. As a standalone business, in its current form, the Company is likely to be loss-making for the foreseeable future and therefore the Board has concluded that the disposal of Concepta for cash is in the best interests of Shareholders and the Company as a whole.

#### **Details of the Disposal**

The Company and the Seller have entered into a conditional agreement with the Buyer (the "Disposal Agreement") pursuant to which the Seller has agreed to dispose of Concepta for a consideration of £2.375 million to be satisfied in cash.

The Disposal Agreement contains certain customary warranties (including tax warranties) in favour of the Buyer, and the Seller has also agreed to indemnify the Buyer in respect of certain liabilities. The Company has agreed to guarantee the Seller's liabilities under the Disposal Agreement subject to the same limitations of liability applicable to the Seller. The maximum liability of the Seller for all warranty claims under the Disposal Agreement (other than claims for certain fundamental warranties) shall not exceed the consideration payable to it under the Disposal Agreement. The Buyer has obtained a buy-side warranty and indemnity insurance policy which, subject to certain exceptions and restrictions, provides cover for warranty and indemnity claims up to an aggregate value of £2.375 million, which would otherwise be brought against the Company.

The Disposal Agreement is conditional upon, amongst things, the Resolution being passed at the General Meeting and there being no fact, matter, event or circumstance, condition or change arising, occurring or being discovered which amounts to a material adverse change or has a material adverse effect. If the conditions are not satisfied, the Disposal Agreement will terminate. The Company and the Seller are also subject to certain restrictive covenants which, for a period of three years from completion of the Disposal, prevent either of them from, amongst other things, competing with the business of Concepta, soliciting or having business dealings with certain clients or customers of Concepta, and soliciting key employees of Concepta.

The Disposal will represent a fundamental change of business for the Company. This is because, should the Disposal proceed, the Company will become an AIM Rule 15 cash shell.

#### **Change of Name**

A term of the Disposal Agreement is that the Company must change its name as soon as reasonably practicable, and in any event within 2 Business Days of completion of the Disposal, to a name that does not use the words "myhealthchecked", as the associated intellectual property rights belong to Concepta.

At a meeting of the Board, and in accordance with the powers granted to the Board pursuant to article 4 of the Company's articles of association, the Directors resolved to change the name of the Company subject to and with effect from completion of the Disposal. A further announcement will be made in due course informing Shareholders of the new name and the effective date of the change.

#### **Financial Information on Concepta Diagnostics Limited**

As Concepta only acquired the trade and assets being disposed of from its parent company, Fortis, on 20 August 2025 it does not have a trading history. However, for the year ended 31 December 2024, Fortis posted an operating loss of £1.69 million (2023: an adjusted operating loss of £0.89 million after the release of an exceptional credit from prior years of £1.17 million) on turnover of £3.6 million (2023: £10.98 million). The unaudited management accounts of the Group for the eight months ended 31 August 2025 show an operating loss attributable to Concepta's business of approximately £1.5 million on turnover of £0.7 million.

As at 31 August 2025 Concepta had a net asset value (unaudited) of approximately £1.4 million.

#### **Board Changes**

If the Resolution proposed at the General Meeting is passed by Shareholders, and the Disposal completes, Penelope McCormick will leave the Board to join the Buyer. At that point Adam Reynolds will become Executive Chairman of the Company.

#### **Employee Options and Settlement Terms**

The Company has agreed with Penelope McCormick that, as part of her agreed exit upon completion of the Disposal, she will receive payment in lieu of notice in accordance with the terms of her contract of employment with the Company.

In addition, contingent on the disposal of Concepta, the Company intends to pay an exit bonus to Penelope McCormick and also accelerate the vesting of certain existing share options and extend the exercise date of those options. Details are as follows:

- a) **Exit bonus**: An exit bonus of £176,600, conditional upon completion of the Disposal. The value of the exit bonus is equivalent to approximately one month of Concepta's trading losses and is being paid in recognition of Penelope McCormick's significant contribution towards the profitable disposal of a loss-making business.
- b) **Share Options**: On 25 September 2023 Penelope McCormick was granted unapproved options over 600,000 Ordinary Shares at an exercise price of 9.5 pence each, to vest equally over a three-year period from the date of grant; 400,000 of these options will have vested at Completion and it is proposed that the remaining 200,000 options should also vest on the date of completion of the Disposal ("Accelerated Options"). In return Penelope McCormick will surrender fully vested EMI and unapproved options over 666,666 Ordinary Shares with an exercise price of 52.5 pence each for nil consideration. As at close of business on 13 October 2025, the "in the money" value of the Accelerated Options amounted to approximately £1,000.

As a "Good Leaver" any unexercised unapproved options would normally lapse six months after Penelope McCormick's employment terminates. It is also therefore proposed that the exercise period, for all of the unapproved options over 1,266,667 Ordinary Shares held by Penelope McCormick, be extended to 12 months from her employment termination date (which will be the date of completion of the Disposal).

In accordance with the terms of the Scheme Rules, five other employees of Concepta will also be determined to hold "Good Leaver" status and as such will be entitled to exercise their options over, in aggregate, 99,999 Ordinary Shares, during an exercise period of 180 days commencing on the date of completion of the Disposal, at an exercise price of 9.5 pence per Ordinary Share.

#### AIM Rule 13 and Related Party Transaction

As Penelope McCormick is a director of the Company, she is deemed to be a related party and therefore the related party disclosure requirements under AIM Rule 13 apply.

The Independent Directors of the Company (for these purposes being all of the directors other than Penelope McCormick), having consulted with the Company's Nominated Adviser, SPARK Advisory Partners Limited, consider the terms of the Exit Bonus and changes to the terms of the Share Options to be fair and reasonable insofar as the Company's shareholders are concerned.

#### **Use of Proceeds**

On completion of the Disposal the Company is expected to have (unaudited) cash balances of approximately £5.7 million after deducting all expenses of the transaction, including the costs associated with Penelope McCormick's departure.

If the Company becomes an AIM Rule 15 cash shell the Board will carefully consider the strategic options available to it in order to maximise Shareholder value. As the Chairman has experience in utilising cash shells to acquire growing businesses, with a demonstrable record of increasing shareholder value, this will include reviewing acquisition opportunities in a variety of sectors as well as considering a return of cash to Shareholders.

#### AIM Rule 15

In accordance with AIM Rule 15, the Disposal will constitute a fundamental change of business of the Company. On completion of the Disposal of Concepta, the Company will cease to own or control any of its existing activities or assets.

The Company will therefore become an AIM Rule 15 cash shell and, as such, will be required to make an acquisition or acquisitions which constitutes a reverse takeover under AIM Rule 14 (including seeking re-admission as an investing company (as defined under the AIM Rules) on or before the date falling six months from completion of the Disposal or be re-admitted to trading on AIM as an investing company under the AIM Rules (which requires the raising of at least £6 million in cash), failing which the Ordinary Shares would then be suspended from trading on AIM pursuant to AIM Rule 40. Admission to trading on AIM would be cancelled six months from the date of suspension should the reason for the suspension not be rectified during that period.

#### AIM Rule Deadlines – Reverse Takeover

Any failure in completing an acquisition or acquisitions which constitute(s) a reverse takeover under AIM Rule 14 (including seeking re-admission as an investing company (as defined under the AIM Rules)) will result in the cancellation of the Company's Ordinary Shares from trading on AIM.

Following the completion of the Disposal, the Company will be dependent upon the ability of the Board to identify suitable acquisition targets. As at the date hereof, the Directors have not identified any opportunities which they have resolved to pursue. There is therefore no guarantee that the Company will be able to acquire an identified opportunity at an appropriate price, or at all, as a consequence of which cash resources and management time might be expended on investigative work and due diligence.

Market conditions may also have a negative impact on the Company's ability to make an acquisition, or acquisitions, which constitute a reverse takeover under AIM Rule 14. There is therefore no guarantee that the Company will be successful in meeting the AIM Rule 15 deadline as described above.

The Company expects to incur certain third-party costs associated with the sourcing of suitable acquisition or acquisitions. The Company can give no assurance as to the level of such costs, and given that there can be no guarantee that negotiations to acquire any given target business will be successful, the greater the number of deals that do not reach completion, the greater the likely impact of such costs on the Company's performance, financial condition and business prospects.

#### Shareholders' Approval

Set out at the end of this Document is a notice convening the General Meeting to be held on 4 November 2025 at 1.00 p.m. in the Castle Room at The Maltings, East Tyndall Street, Cardiff, CF24 5EA at which the following Ordinary Resolution will be proposed:

1. That the Disposal be approved for the purposes of Rule 15 of the AIM Rules.

If the Resolution is not passed, the Disposal will not proceed.

#### Action to be taken by Shareholders

You will find enclosed with this Document a Form of Proxy for use at the General Meeting. You are requested to complete and return the Form of Proxy to the Registrar, in accordance with the instructions printed thereon as soon as possible but, in any event, to be received no later than 1.00 p.m. on 31 October 2025 (being 48 hours before the time of the General Meeting (excluding non-working days).

#### Recommendation

The Directors, believe the Disposal is in the best interests of Shareholders and the Company as a whole and accordingly recommend that the Shareholders vote in favour of the Resolution.

Accordingly, the Directors unanimously recommend that you vote in favour of the Resolution to be proposed at the General Meeting as they intend to do in respect of their own beneficial holdings currently amounting to 1.91% per cent. of the issued share capital of the Company.

The Directors have considered the alternatives to the Disposal and have concluded that proceeding with the Disposal and becoming an AIM Rule 15 cash shell is most likely to represent the best value to the Shareholders in the long term.

Yours faithfully,

Adam Reynolds

Chairman MyHealthChecked PLC

## NOTICE OF GENERAL MEETING MYHEALTHCHECKED PLC

(Incorporated in the England and Wales with registered number 06573154)

**NOTICE IS HEREBY GIVEN** that a general meeting of the Company will be held at 1.00 p.m. on 4 November 2025 in the Castle Room at The Maltings, East Tyndall Street, Cardiff, CF24 5EA for the purposes of considering and, if thought fit, passing the following resolution (the "**Resolution**") which will be proposed as an ordinary resolution.

#### Ordinary Resolution - Disposal of Concepta Diagnostics Limited

1. THAT the sale by the Company's wholly-owned subsidiary, Fortis Cardiff Limited, of its wholly-owned subsidiary, Concepta Diagnostics Limited, as outlined in the Circular to Shareholders dated 14 October 2025 (the "Disposal") be approved for the purposes of Rule 15 of the AIM Rules with such revisions and amendments (including as to price) of a non-material nature as may be approved by the directors of the Company or any duly authorised committee thereof, and that all acts, agreements, arrangements and indemnities which the Directors or any such committee consider necessary or desirable for the purpose of or in connection with the Disposal be and are hereby approved.

Dated 14 October 2025

By order of the Board

Lesley Innes Company Secretary Registered office: The Maltings East Tyndall Street Cardiff Wales CF24 5EA

#### **EXPLANATORY NOTES**

- 1. As a member of the Company, you are entitled to appoint one or more proxies to exercise all or any of your rights to attend, speak and vote at the General Meeting and you should have received a Form of Proxy with this Notice of General Meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the Form of Proxy. Appointment of a proxy does not preclude you from attending the General Meeting and voting in person. If you have appointed a proxy and attend the General Meeting in person, your proxy appointment will automatically be terminated.
- 2. A proxy does not need to be a member of the Company but must attend the General Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your proxy using the Form of Proxy are set out in the notes to the Form of Proxy. If you wish your proxy to speak on your behalf at the General Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them. We encourage Shareholders to appoint the Chairman of the Meeting as proxy. This will ensure that your vote will be counted even if you are unable to attend.
- 3. You may appoint more than one proxy provided each proxy is appointed to exercise the rights attached to a different share or shares held by that member. To appoint more than one proxy, you may photocopy the Form of Proxy or request additional copies of the Form of Proxy from Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD, tel: +44 121 585 1131. You will need to state clearly on each Form of Proxy the number of shares in relation to which the proxy is appointed (which, in aggregate, should not exceed the number of shares held by you).
- 4. To appoint a proxy using the Form of Proxy, the form must be: (i) completed and signed; (ii) sent or delivered to the Company's Registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD; and (iii) received by the Company's Registrars by no later than 1.00 p.m. on 31 October 2025.
- 5. In the case of a member 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 using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual (available via <a href="www.euroclear.com">www.euroclear.com</a>). 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.

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 UK & International Limited's ("EUI") specifications and must contain the information required for such instructions, as described in the CREST Manual. To be valid, the appropriate CREST message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instructions given to a previously appointed proxy, must be transmitted so as to be received by our agent, Neville Registrars Limited (CREST Participant ID 7RA11), by no later than 1.00 p.m. on 31 October 2025, or, in the event of an adjournment of the meeting, 48 hours (excluding any part of a day that is not a Business 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.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI 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.

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, 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).
- 8. 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.
- 9. 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 meeting.
- 10. To change your proxy instructions, simply submit a new proxy appointment using the methods set out above. Note that the cutoff time for receipt of proxy appointments (see above) also applies in relation to amended instructions; any amended proxy appointment received after the relevant cutoff time will be disregarded.
- 11. In order to revoke a proxy instruction, you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Neville Registrars Limited at Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD, to be received by the Company's Registrars no later than 1.00 p.m. on 31 October 2025. 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 of authority) must be included with the revocation notice.
- 12. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
- 13. Pursuant to regulation 41(1) of the Uncertificated Securities Regulations 2001 (2001 No. 3755), the Company has specified that only those members registered on the Register of Members of the Company at 6.00 p.m. on 31 October 2025 (or, if the General Meeting is adjourned, at 6.00 p.m. on the day two working days prior to the adjourned meeting) shall be entitled to attend and vote at the General Meeting in respect of the number of ordinary shares registered in their name at that time. Changes to the Register of Members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the General Meeting.
- 14. You may not use any electronic address provided in either (a) this Notice of General Meeting or (b) any related documents (including the Form of Proxy) to communicate with the Company for any purposes other than those expressly stated.