

**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 or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) who specialises in advising in connection with shares and other securities if you are in the United Kingdom or, if you are resident outside the United Kingdom, from another appropriately qualified independent financial adviser.**

If you have recently sold or transferred all of your shares in MyHealthChecked PLC, please forward this document, together with the accompanying form of proxy, as soon as possible either 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. If you have sold or transferred only part of your holding of shares in MyHealthChecked PLC, please contact the stockbroker, bank or other agent who arranged the sale or transfer as soon as possible.

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**MyHealthChecked PLC**

*(Incorporated in England and Wales under the Companies Act 1985 with registered number 06573154)*

**Proposed Capital Reduction  
and  
Notice of General Meeting**

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The Directors accept responsibility for the information contained in this document. To the best of the knowledge and belief of all the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

A notice of a General Meeting of the Company to be held at 11.00 a.m. on 6 December 2022, is set out at the end of this document.

Please complete, sign and return the form of proxy, in accordance with the instructions printed thereon so as to arrive as soon as possible and, in any event, in order to be valid, so as to be received by Neville Registrars Limited no later than 11.00 a.m. on 2 December 2022, or, in the event of an adjournment of the meeting, 48 hours before the adjourned meeting (excluding non-working days). The completion and return of a form of proxy will not preclude a Shareholder from attending and voting in person at the General Meeting should they wish to do.

If you hold your shares in uncertificated form in CREST you may appoint a proxy or proxies by utilising the CREST electronic proxy appointment service in accordance with the procedures described in the CREST Manual as set out in the Notice of General Meeting at the end of this document. Proxies submitted via CREST must be received by Neville Registrars Limited (ID 7RA11) no later than 11.00 a.m. on 2 December 2022. The appointment of a proxy using the CREST electronic proxy appointment service will not preclude a Shareholder from attending and voting in person at the General Meeting should they wish to do so.

Copies of this document will be available on the website of the Company at <http://www.MyHealthCheckedplc.com/>

## EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Posting of the Circular and the form of proxy	18 November 2022
Latest time and date for receipt of forms of proxy for the General Meeting	11.00 a.m. on 2 December 2022
General Meeting	11.00 a.m. on 6 December 2022
Announcement of the result of the General Meeting	6 December 2022
Expected date for the Court Hearing to confirm the Capital Reduction	on or around 17 January 2023
Expected Effective Date of the Capital Reduction	on or around 18 January 2023

### Notes:

- 1 References to times in this document are to London time unless otherwise stated.
- 2 If any of the above times or dates should change, the revised times and/or dates will be notified to Shareholders by an announcement on an RNS (and posted on the Company's website).
- 3 All events in the above timetable following the General Meeting are conditional upon approval by the Shareholders of the Resolutions.

## DEFINITIONS

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

<b>“Act”</b>	Companies Act 2006
<b>“AIM”</b>	the market of that name operated by London Stock Exchange plc
<b>“AIM Rules”</b>	the AIM Rules for Companies whose securities are traded on AIM, as published by the London Stock Exchange from time to time
<b>“Articles”</b>	the Company’s articles of association
<b>“Board” or “Directors”</b>	the directors of the Company at the date of this Document, whose names are set out on page 5 of this Document
<b>“Capital Redemption Reserve”</b>	the capital redemption reserve of the Company
<b>“Capital Reduction”</b>	the proposed reduction of the share capital of the Company under section 641 of the Act, involving the cancellation of all the Deferred Shares, the Share Premium Account and the Capital Redemption Reserve
<b>“Circular” or “Document”</b>	this document dated 18 November 2022
<b>“Company”</b>	MyHealthChecked PLC, a company registered in England and Wales with registered number 06573154
<b>“Court Hearing”</b>	the hearing by the High Court of the claim form to confirm the Capital Reduction under section 648 of the Act;
<b>“Court Order”</b>	the order of the High Court confirming the Capital Reduction;
<b>“Deferred Shares”</b>	the 264,946,675 deferred shares of 2.4p each in the capital of the Company
<b>“Effective Date”</b>	expected to be on or around 18 January 2023
<b>“form of proxy”</b>	the form of proxy accompanying this Document (or otherwise available) for use at the General Meeting
<b>“General Meeting” or “GM”</b>	the General Meeting of Shareholders to be held at 11.00 a.m. on 6 December 2022 and any adjournment thereof, to consider and, if thought fit, pass the Resolutions, notice of which is set out at the end of this document
<b>“High Court”</b>	the High Court of Justice in England and Wales
<b>“London Stock Exchange”</b>	London Stock Exchange plc
<b>“Ordinary Shares”</b>	the 780,088,967 ordinary shares of 0.1p each in the capital of the Company in issue at the date of this document, which are admitted to trading on AIM

<b>"Proposals"</b>	the proposals set out in this Document which Shareholders are being asked to consider and, if thought fit, approve, comprising (i) the Capital Reduction, (ii) the alteration of the Articles and (iii) the authorisation of the Company to acquire its own shares
<b>"Registrar of Companies"</b>	the Registrar of Companies in England and Wales, within the meaning of the Act;
<b>"Resolutions"</b>	the resolutions set out in the notice of General Meeting
<b>"Shareholders"</b>	holders of Ordinary Shares in the Company from time to time
<b>"Share Premium Account"</b>	the share premium account of the Company
<b>"Sterling" or "£"</b>	the lawful currency of the UK
<b>"UK" or "United Kingdom"</b>	the United Kingdom of Great Britain and Northern Ireland

## **MyHealthChecked PLC**

(Incorporated in England and Wales under the Companies Act 1985 with registered number 06573154)

Registered Office: The Maltings, East Tyndall Street, Cardiff, Wales, CF24 5EA

### **Directors:**

Adam Reynolds\* (Chairman)

Penelope McCormick (Chief Executive Officer)

Nicholas Edwards (Chief Financial Officer)

Lesley Innes\*

Neil Mesher\*

Lyn Rees\*

\*non executive

### **To Shareholders**

18 November 2022

Dear Shareholder,

## **Proposed Capital Reduction Notice of General Meeting**

### **1. Introduction**

I am writing to you to set out the details of your Board's proposal to effect a reduction of the share capital of the Company, involving the cancellation of all the Deferred Shares, the Share Premium Account and the Capital Redemption Reserve. The purpose of the Capital Reduction is to create distributable reserves. In addition, the Board proposes to seek authority from Shareholders for the Company to make market purchases of its own Ordinary Shares when it is appropriate to do so.

The purpose of this document is to provide you with details of the Proposals and the Resolutions to be proposed to Shareholders at the forthcoming General Meeting. The formal Notice of General Meeting is set out at the end of this document and a form of proxy is also enclosed for you to complete, sign and return.

### **2. Background to and reasons for the Proposals and the General Meeting**

#### *Capital Reduction*

As at 31 December 2021, the Company had retained losses of £16,080,004 and continues to have a negative distributable reserves position meaning that it is unable to declare dividends or make distributions to Shareholders or buy back its Ordinary Shares.

The Company has 264,946,675 deferred shares of 2.4p each in issue which arose on a previous share capital reorganisation. Although the aggregate nominal value of the Deferred Shares is £6,358,720.20, they do not have any tangible value and the Company proposes to cancel all the Deferred Shares. This share capital account constitutes a non-distributable reserve for the purposes

of the Act. The Company is therefore seeking the approval of Shareholders to cancel all the Deferred Shares.

The Company has built up a substantial Share Premium Account through the issue of shares for cash at values in excess of the nominal value of those shares. As at the date of this document, the balance standing to the credit of the Share Premium Account is £16,887,577.76. The Share Premium Account constitutes a non-distributable reserve for the purposes of the Act.

In addition, the Company has built up a Capital Redemption Reserve through the redemption of an earlier series of deferred shares. As at the date of this document, the balance standing to the credit of the Capital Redemption Reserve is £1,814,673.69. The Capital Redemption Reserve constitutes a non-distributable reserve for the purposes of the Act.

The Company is therefore seeking the approval of Shareholders to cancel the Share Premium Account and Capital Redemption Reserve which, subject to the confirmation of the High Court, and together with the cancellation of the Deferred Shares, will enable the Company to eliminate the retained losses and create distributable reserves equal to the balance.

The distributable reserves will be available for the Directors to use for the purposes of paying dividends, should circumstances in the future make it desirable to do so.

Further details of the Capital Reduction are set out in paragraphs 3, 4 and 5 below.

#### *Buy-back Authority*

The Company holds surplus cash resources which are not required in the normal day-to-day management of its business so the Directors intend to use the authority granted by Resolution 3 to make market purchases of Ordinary Shares when it is appropriate to do so.

If passed, Resolution 3 will give authority for the Company to purchase up to 78 million of its Ordinary Shares, representing approximately 10 per cent. of the issued share capital of the Company. Resolution 3 specifies the minimum and maximum prices which may be paid for any Ordinary Shares purchased under the authority. The authority will expire on the earlier of the date falling 15 months from the date of the passing of Resolution 3 and the conclusion of the Company's next annual general meeting.

The Company may either cancel any Ordinary Shares it purchases under the authority granted by Resolution 3 or transfer them into treasury (and subsequently sell or transfer them out of treasury or cancel them). The Directors currently intend to cancel all shares purchased under the authority granted by Resolution 3.

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.

### **3. Capital Reduction – Deferred Shares, Share Premium Account and Capital Redemption Reserve**

The aggregate nominal value of any shares forms part of the capital of any company. Share premium is treated as part of the capital of a company and arises on the issue by a company of shares at a premium to their nominal value. The premium element is credited to the share premium account. Likewise, on a redemption or buy back of shares by a company an amount equal to the nominal value of the redeemed or bought back shares is credited to the capital redemption reserve.

The share capital account, the share premium account and the capital redemption reserve are non-distributable capital reserves and a company's ability to use any amount credited to those reserves is limited by the Act. However, with the approval of its shareholders by way of a special resolution and subsequent confirmation by the High Court, a company may reduce or cancel its shares, its share premium account and its capital redemption reserve and in certain circumstances either return all or part of the sum arising to shareholders as a return of capital, or credit some or all of such sum arising to its profit and loss account.

To the extent that the release of such a sum from the cancellation of shares, a share premium account and/or a capital redemption reserve creates or increases a credit on the profit and loss account, that sum represents a company's distributable reserves.

As mentioned above, the cancellation of the Deferred Shares, the Share Premium Account and the Capital Redemption Reserve will eliminate the Company's retained losses and create distributable reserves equal to the balance.

### **4. Capital Reduction – Procedure**

In order to effect the Capital Reduction, the Company firstly requires the authority of its Shareholders by the passing of Resolution 1 at the General Meeting to approve the cancellation of the Deferred Shares, the Share Premium Account and the Capital Redemption Reserve.

Secondly, the Capital Reduction must be confirmed by the High Court, to which the Company will make an application if Resolution 1 is passed. The Court Hearing to confirm the Capital Reduction is expected to be held on or around 17 January 2023. Shareholders will have the right to attend the Court Hearing in person or through counsel or other suitably qualified persons to support or oppose the sanction of the Capital Reduction.

The Capital Reduction will then take effect when the Court Order confirming it, and a statement of capital approved by the High Court, have been delivered to and registered by the Registrar of Companies. The Effective Date of the Capital Reduction is currently expected to be on or around 18 January 2023. That date is likely to be within a few working days after the Court Hearing, which is currently expected to be on or around 17 January 2023.

In order to approve the Capital Reduction, the High Court will need to be satisfied that the interests of the Company's creditors will not be prejudiced by the Capital Reduction. There is a possibility that the Company may be required to give undertakings or other forms of creditor protection for the benefit of the Company's creditors at the date on which the Capital Reduction becomes effective. These may include seeking the consent of the creditors to the cancellation of the Deferred Shares, the Share Premium Account and the Capital Redemption Reserve or the provision by the Company to the High Court of an undertaking to deposit a sum of money into a blocked account created for the purposes of discharging creditors of the Company.

The Board reserves the right (where necessary by application to the High Court) to abandon, discontinue or adjourn any application to the High Court for confirmation of the Capital Reduction, and hence the Capital Reduction itself, if the Board believes that the terms required to obtain confirmation are unsatisfactory to the Company or if as the result of any material unforeseen event the Board considers that to continue with the Capital Reduction is inappropriate or inadvisable.

## **5. Effect of the Capital Reduction**

If approved by Shareholders and confirmed by the High Court, the Capital Reduction will result in the creation of distributable reserves which will allow the Company to make market purchases of Ordinary Shares and to pay dividends in due course, should it be appropriate or desirable to do so. The Capital Reduction will not affect the number of Ordinary Shares in issue, the nominal value per Ordinary Share or the voting or dividend rights of any Shareholder.

## **6. General Meeting**

Set out at the end of this document is a notice convening the General Meeting to be held on 6 December 2022 at 11.00 a.m. in the Malt Room at The Maltings, East Tyndall Street, Cardiff, CF24 5EA, at which the Resolutions will be proposed for the purposes of approving the Proposals.

## **7. Resolutions**

A summary and brief explanation of the resolutions to be proposed at the General Meeting is set out below. Please note that this is not the full text of the Resolutions and you should read this section in conjunction with the Resolutions contained in the Notice at the end of this document. The following resolutions will be proposed at the General Meeting:-

**Resolution 1**, which will be proposed as a special resolution, is to cancel the Deferred Shares, and the total amount standing to the credit of the Share Premium Account and Capital Redemption Reserve, being £25,060,971.65 in aggregate as at the date of this document.

**Resolution 2**, which will be proposed as a special resolution, will alter the Articles to remove any reference to the Deferred Shares and their associated rights.

**Resolution 3**, which will also be proposed as a special resolution, seeks authority for the Company to make market purchases of its own Ordinary Shares.

As special resolutions, each Resolution requires votes in favour representing 75 per cent. or more of the votes cast (in person or by proxy) at the General Meeting in order to be passed.

## **8. Action to be taken by Shareholders**

A form of proxy for use at the General Meeting is enclosed. Whether or not you intend to be present at the General Meeting, you are requested to complete, sign and return the form of proxy in accordance with the instructions thereon to the Company's Registrars at Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD, so as to arrive no later than 11.00 a.m. on 2 December 2022. The return of the form of proxy will not prevent you from attending the General Meeting and voting in person should you wish to do so.

If you hold your shares in uncertificated form in CREST you may appoint a proxy or proxies by utilising the CREST electronic proxy appointment service in accordance with the procedures described in the CREST Manual as set out in the Notice of General Meeting at the end of this document. Proxies submitted via CREST must be received by Neville Registrars Limited (ID 7RA11) no later than 11.00 a.m. on 2 December 2022. The appointment of a proxy using the CREST electronic proxy appointment service will not preclude a Shareholder from attending and voting in person at the General Meeting should they wish to do so.

## **9. Board Recommendations**

**The Directors consider that all the proposals to be considered at the General Meeting are in the best interests of the Company and its shareholders as a whole and are most likely to promote the success of the Company. Accordingly, the Directors unanimously recommend that you vote in favour of the Resolutions to be proposed at the General Meeting as they intend to do in respect of their own beneficial holdings currently amounting to 1.88 per cent. of the issued share capital of the Company.**

Yours sincerely

Adam Reynolds  
Chairman

## NOTICE OF GENERAL MEETING

### MyHealthChecked PLC

*Incorporated in England and Wales under the Companies Act 1985 with registered number 06573154*

Notice is hereby given that a general meeting of MyHealthChecked PLC will be held on 6 December 2022 at 11.00 a.m. in the Malt Room at The Maltings, East Tyndall Street, Cardiff, CF24 5EA to consider and, if thought fit, pass the resolutions below. Words and expressions used or defined in the circular to Shareholders of even date herewith and of which this notice forms part shall have the same meaning in this notice.

#### SPECIAL RESOLUTIONS

- 1) **THAT** the capital of the Company be reduced by:-
  - (a) cancelling and extinguishing all the Deferred Shares;
  - (b) cancelling the total amount standing to the credit of the Share Premium Account; and
  - (c) cancelling the total amount standing to the credit of the Capital Redemption Reserve.
  
- 2) **THAT**, subject to the confirmation of the Capital Reduction by the Court and the passing of Resolution 1, the Articles be altered by:
  - (a) deleting the reference to “Deferred Shares” in the Contents page and replacing it with “[Clause left blank]”;
  - (b) in Article 2.1 deleting the whole of the definition of “Deferred Shares”;
  - (c) deleting the whole of Article 6 and replacing it with “6. [Clause left blank]”;
  - (d) at the end of Article 8.1 deleting the words “save that the rights attached to the Deferred Shares may be varied with the sanction of a special resolution by the holders of the Ordinary Shares”; and
  - (e) in each of lines 3 and 4 of Article 10.1, deleting the words “(apart from Deferred Shares)”.
  
- 3) **THAT** the Company be and is hereby generally and unconditionally authorised for the purposes of Section 701 of the Act to make one or more market purchases (within the meaning of Section 693(4) of the Act) on the London Stock Exchange of Ordinary Shares PROVIDED THAT:
  - (a) the maximum aggregate number of shares hereby authorised to be purchased is 78 million Ordinary Shares (representing approximately 10% of the Company’s issued share capital as at 17 November 2022, the latest practicable date prior to publication of this notice),
  - (b) the minimum price which may be paid for each Ordinary Share is the nominal value per share (being 0.1 pence per share)

- (c) the maximum price (exclusive of expenses) which may be paid for an Ordinary share shall not be more than 105% of the average closing middle market quotation for an Ordinary Share as derived from the AIM appendix to the Stock Exchange Daily Official List for the five business days immediately preceding the date on which the Ordinary Share is purchased;
- (d) unless previously renewed, varied or revoked, the authority hereby conferred shall expire on the earlier of the date falling 15 months from the date of the passing of this Resolution 3 and the conclusion of the Company's next Annual General Meeting; and
- (e) the Company may make a contract or contracts to purchase Ordinary Shares under the authority hereby conferred prior to the expiry of such authority, which will or may be executed wholly or partly after the expiry of such authority, and may make a purchase of Ordinary Shares in pursuance of any such contract or contracts.

By order of the Board

Lesley Innes  
Company Secretary

18 November 2022

Registered office:

The Maltings, East Tyndall Street,  
Cardiff, Wales, CF24 5EA

**Notes:**

- 1) Only those shareholders registered in the Company's register of members at:

- 6.00 p.m. on 2 December 2022; or,
- if the General Meeting is adjourned, at 6.00 p.m. on the day two days prior to the adjourned meeting,

shall be entitled to attend, speak and vote at the General Meeting. 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.

- 2) If you are a shareholder who is entitled to attend and vote at the General Meeting, 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. A proxy does not need to be a shareholder of the Company but must attend the General Meeting to represent you. You can only appoint a proxy using the procedures set out in these notes and the notes to the form of proxy.
- 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 shareholder. 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: 0121 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. 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.
- 4) Shareholders can:
- Appoint a proxy or proxies and give proxy instructions by returning the enclosed form of proxy by post (see note 6).
  - If a CREST member, register their proxy appointment by utilising the CREST electronic proxy appointment service (see note 7).
- 5) 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 General Meeting.
- 6) The notes to the form of proxy explain how to direct your proxy how to vote on each resolution or withhold their vote. To appoint a proxy using the form of proxy, the form must be:
- completed and signed;
  - sent or delivered to Neville Registrars Limited at Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD; and
  - received by Neville Registrars Limited no later than 11.00 a.m. on 2 December 2022.

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.

If you have not received a form of proxy and believe that you should have one, or if you require additional forms of proxy, please contact Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD, tel: 0121 585 1131.

- 7) CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the 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.

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. 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 Neville Registrars Limited (ID 7RA11) no later than 11.00 a.m. on 2 December 2022, or, in the event of an adjournment of the General Meeting, 48 hours (excluding non-business days) 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.

- 8) In the case of joint holders, where more than one of the joint holders completes a proxy appointment, 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).
- 9) Shareholders may change proxy instructions by submitting a new proxy appointment using 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.

Where you have appointed a proxy using the hard-copy form of proxy and would like to change the instructions using another hard-copy form of proxy, please contact Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD, tel: 0121 585 1131.

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.

- 10) A shareholder may change a proxy instruction but to do so you will need to inform the Company in writing by sending a signed hard-copy notice clearly stating your intention to revoke your proxy appointment to Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD. In the case of a shareholder 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 Neville Registrars Limited no later than 11.00 a.m. on 2 December 2022.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified, your original proxy appointment will remain valid unless you attend the General Meeting and vote in person.

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.

- 11) A corporation which is a shareholder can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a shareholder provided that no more than one corporate representative exercises powers over the same share.
- 12) You may not use any electronic address provided either:
  - in this Notice of General Meeting; or
  - any related documents (including the chairman's letter and form of proxy),

to communicate with the Company for any purposes other than those expressly stated.