

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the contents of this document and/or as to the action you should take, you should seek your own advice from a stockbroker, solicitor, accountant, or other professional 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 sold or otherwise transferred all of your ordinary shares ("**Ordinary Shares**") in the capital of Total Graphite plc (the "**Company**"), please forward this document together with the accompanying documents to the purchaser or transferee, or to the person who arranged the sale or transfer so they can forward these documents to the person who now owns the Ordinary Shares. If you have sold or transferred only part of your registered holding of Ordinary Shares, you should retain this document and the accompanying Form of Proxy and immediately consult with the stockbroker, bank or other agent through whom the sale or transfer was effected.

The distribution of this document in jurisdictions other than the United Kingdom may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This document does not constitute any offer to issue or sell or a solicitation of any offer to subscribe for or buy Ordinary Shares.

The Company and the Directors, whose names are set out on page 2, accept responsibility, both collectively and individually, for the information contained in this document. To the best of the knowledge and belief of 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.

Total Graphite plc
(Incorporated and registered in England and Wales with registered no. 10742540)

NOTICE OF GENERAL MEETING

Notice of the General Meeting of Total Graphite plc (the "**Company**") to be held at the offices of Gowling WLG, 4 More London Riverside, London SE1 2AU on 5 June 2026 at 11.00 a.m. is set out in pages 8 – 10 of this document.

A copy of this document is available on the website of the Company at <https://totalgraphite.com/investor-centre/presentations-and-documents/>. A form of proxy ("**Proxy Form**") for use at the General Meeting is enclosed and, to be valid, should be completed and returned in accordance with the instructions printed on the form so as to be received by the Company's Registrars, Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX. Alternatively, shareholders can register their vote(s) for the General Meeting by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the onscreen instructions (individual log-in details can be located on the top of the personalised proxy form). CREST members can vote by utilising the CREST electronic proxy appointment service with the procedures set out in notes to the Notice. The form of proxy must be received by Share Registrars Limited as soon as possible and in any event so as to arrive no later than 11.00 a.m. on 3 June 2026. Completion and return of a Proxy Form will not prevent members from attending and voting in person should they wish to do so.

DIRECTORS, SECRETARY AND ADVISERS

Directors	Mark Rollins (Non-Executive Chairman) James Nieuwenhuys (Non-Executive Director) Christian St. John Dennis (Non-Executive Director) Michael Lynch-Bell (Non-Executive Director)
Company Secretary	MSP Corporate Services Limited
Registered office	Eastcastle House 27/28 Eastcastle Street London W1W 8DH
English law legal advisers to the Company	Gowling WLG (UK) LLP 4 More London Riverside London SE1 2AU
Registrar	Share Registrars Limited 3 The Millennium Centre Crosby Way Farnham Surrey GU9 7XX

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Posting of this document and the Form of Proxy	13 May 2026
Latest time and date for receipt of completed Forms of Proxy and receipt of electronic proxy appointments via the CREST system	11 a.m. on 3 June 2026
General Meeting	11 a.m. on 5 June 2026
Announcement of result of General Meeting	5 June 2026

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 an announcement through a Regulatory Information Service.

The timetable assumes that there is no adjournment of the General Meeting. If there is an adjournment, all subsequent dates are likely to be later than those shown. All references to time and dates in this document are to times and dates in London.

LETTER FROM THE CHAIRMAN

TOTAL GRAPHITE PLC

(incorporated and registered in England and Wales with registered number 10742540)

Directors:

Mark Rollins (Non-Executive Chairman)
James Nieuwenhuys (Non-Executive Director)
Christian Dennis (Non-Executive Director)
Michael Lynch-Bell (Non-Executive Director)

Registered Office:

Eastcastle House
27/28 Eastcastle Street
London W1W 8DH
United Kingdom

13 May 2026

To all Shareholders and, for information purposes only, holders of share options, convertible loan noteholders, and warrants to subscribe for Ordinary Shares

Dear Shareholder,

Annual Report 2024/25 and Notice of General Meeting

I am pleased to enclose the Company's Annual Report and Financial Statements for the year ended 31 March 2025 ("**2025 Annual Report and Accounts**") and the formal notice ("**Notice**") of a General Meeting ("**GM**") of the Company. The GM will be held at 11.00 am on 5 June 2026 at the offices of Gowling WLG, 4 More London Riverside, London SE1 2AU.

The 2025 Annual Report and Accounts are being laid before shareholders at this GM following a prolonged period of governance and financial difficulties faced by the Company during the year to 31 March 2025. Challenges were faced to publishing these accounts during a restructuring period initiated in early 2025, commencing with significant management changes and followed by the new team's access being denied to historic accounts and a prolonged fundraising period, all as detailed in the Company's announcements and the recent prospectus.

The completion of fundraising as at the end of March 2026 has enabled the restart of operations at the Vatomina flake graphite project in Madagascar, and the continuation of the

significantly advanced turnaround process. Production ramp-up is underway from two pre-concentration units ("PCU") and commercial production from the project's full contingent of PCUs and the main processing plant is targeted from end of June 2026, subject to certain outstanding mining and processing bottlenecks being addressed.

The Company has also initiated updates to various feasibility studies previously completed for the world-class, large-scale, high-grade flake graphite projects in Mozambique, and for an Anode production facility in the United States. The planned updated studies are expected to:

- Revalidate project economics using current cost and pricing assumptions
- Assess a potentially lower capital intensity, phased development strategy
- Support engagement with potential offtake and strategic partners
- Enhance the basis for future project financing discussions
- Inform the longer-term ambition to develop a downstream processing capability.

As part of the workstream towards a future final investment decision for the construction-initiated and well advanced Montepuez flake graphite project, and the US Anode facility, the Company has approached various potential offtakers who had supply agreements in place prior to the Company's acquisition of these development projects in 2023. Discussions are ongoing for potential supply and offtake agreements with both historic and new prospective customers seeking large scale volumes of flake graphite and anode materials.

The purpose of the GM is to consider the resolutions to be proposed at the GM ("**Resolutions**"), in each case as set out in full in the Notice. I would encourage all shareholders to vote FOR the resolutions to enable the Company's continued progression of the various workstreams underway toward building a new vertically integrated graphite supply chain.

Enclosed with this Notice is a Form of Proxy for use by Shareholders. Information on the completion and return of Forms of Proxy are set out below and in the notes to the Notice.

Resolutions to be proposed

Resolution 1 – to receive and adopt the 2025 Annual Report and Accounts

The Companies Act 2006 ('**CA 2006**') requires the directors of a public company to lay its annual accounts and reports before the company in General Meeting. Resolution 1 will therefore be proposed at the GM, as an ordinary resolution, to receive and adopt the 2025 Annual Report and Accounts.

Resolutions 2 and 3 (Advisory Only) – approval of the Annual Remuneration Report and the Remuneration Policy as stated in the Directors' Remuneration Report set out on pages 47 to 53 of the 2025 Annual Report and Accounts

Resolutions 2 and 3 are being proposed as ordinary resolutions at the GM to approve, by way of an advisory vote, the Annual Remuneration Report (in the first part of the Directors' Remuneration Report) and the Remuneration Policy (in the second part of the Directors' Remuneration Report). An advisory vote on the Annual Remuneration Report means that it is not binding on the Company and the Directors' entitlement to remuneration is not conditional

on it. The approval of the Directors' Remuneration Policy is a resolution to be put to Shareholders every third year, and the vote on it is also advisory.

Resolutions 4 and 5 – to appoint Moore Kingston Smith LLP as auditor and authorise the Board to determine the auditor's remuneration

Resolutions 4 and 5 are being proposed, as separate ordinary resolutions, to obtain Shareholder approval for the appointment of Moore Kingston Smith LLP as the Company's auditor and to authorise the Directors to determine the auditor's remuneration.

Resolution 6 – Allotment of relevant securities

Resolution 6 is proposed as an ordinary resolution and deals with the Company's ongoing general authority to allot securities. Given the fundraisings the Company has carried out since the general authority taken at the Company's AGM in 2025, this Resolution will give the Directors additional authority to allot shares in the capital of the Company up until the next AGM, up to a maximum nominal amount of £5,083,000, representing approximately two thirds of the nominal value of the issued share capital of the Company of which at least £2,030,000, representing approximately 26.6% of the nominal value of the issued share capital of the Company, must be by way of rights issue.

Resolutions 7 and 8 – Disapplication of pre-emption rights

The Directors of the Company require authority from shareholders to allot equity securities or sell treasury shares for cash otherwise than to existing shareholders pro rata to their holdings. These resolutions are proposed as a special resolutions.

Resolution 7 deals with the authority required to allot up to 439,961,294 new Ordinary Shares on a non pre-emptive basis (the previous resolutions for items (i) and (ii) below not having been approved by shareholders at the Company's previous annual general meeting), being up to:

- (i) 103,567,961 new Ordinary Shares in relation to the convertible loan notes issued by the Company to certain investors under convertible loan note instruments dated 31 May 2019, 26 July 2022, and 1 August 2024, each as amended from time to time and 126,960,000 new Ordinary Shares in relation to the warrants granted to certain investors in connection with those CLNs ("**CLNs and associated warrants**");
- (ii) 128,950,000 new Ordinary Shares in relation to certain warrants granted to investors pursuant to convertible loan note instruments dated 10 December 2025 and the associated placing in the Company in January 2026, details of which were set out in the Company's circular of 11 December 2025 ("**Bridge Loan and Placing warrants**");
- (iii) 20,483,333 new Ordinary Shares in relation to warrants to subscribe for new Ordinary Shares granted to certain brokers of the Company in connection with the Company's recent fundraisings (being up to 40,000 warrants convertible at 3.75p until 10 August 2027, 6,576,000 warrants convertible at 1.5p until 12 May 2028, 12,534,000 warrants convertible at 1.5p until 27 March 2029 and 1,333,333 warrants convertible at 1.5p until 12 May 2028, vesting 50% if the share price trades on a 10-day volume weighted average price ("**VWAP**") at 3.0p, and 50% if it trades on the same terms at 4.5p ("**Broker Warrants**");
- (iv) 34,000,000 new Ordinary Shares in relation to warrants granted to certain

individuals who assisted the Company with its recent, restructuring, ongoing turnaround and refinancing, convertible at 1.5p until 23 April 2029 ("**Restructuring Warrants**"); and

- (v) 26,000,000 new Ordinary Shares in relation to non-tax advantaged share options granted to certain employees granted under the Company's share option plan, convertible at 1.5p, with half vesting if the Company's share price trades above 100% of exercise price on a 10-day VWAP basis, and half vesting if the share price trades above 200% of the exercise price on a 10-day VWAP basis, and lapsing five years after grant ("**Share Options**").

Resolution 8 deals with the Company's ongoing pre-emption disapplication authority. Given the fundraisings carried out by the Company since the pre-emption disapplication authority taken at the Company's AGM in 2025, this Resolution will give the Directors additional authority for the allotment of up to a maximum nominal amount of £3,050,000, representing approximately 40% of the nominal value of the issued share capital of the Company.

Requisite majorities for Resolutions to be passed

Each of Resolutions 1 to 6 (inclusive) is being proposed as an ordinary resolution and requires approval by a simple majority of those votes cast at the GM for those Resolutions to be passed. Each of Resolutions 7 and 8 is being proposed as a special resolution and requires approval by 75% of those votes cast at the GM for those Resolutions to be passed.

Action to be taken

A Form of Proxy is enclosed for use by Shareholders at the General Meeting. Shareholders are asked to complete, sign and return the Form of Proxy by post or by hand in accordance with the instructions printed therein so as to be received as soon as possible by the Company's registrars, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX. Alternatively, shareholders can register their vote(s) for the General Meeting by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the onscreen instructions (individual log-in details can be located on the top of the personalised proxy form). CREST members can vote by utilising the CREST electronic proxy appointment service with the procedures set out in notes to the Notice. The Proxy Form must be received by Share Registrars Limited, but in any event so as to arrive no later than 48 hours (excluding non-business days) before the GM.

Recommendation

The Board considers that each of the resolutions set out in the Notice are in the best interests of the Company and of its Shareholders as a whole and unanimously recommend Shareholders to vote in favour of them, as each of the Directors intends to do in respect of their own beneficial holdings (save in respect of those Resolutions in which they are interested).

Yours faithfully,

Mark Rollins

Non-Executive Chairman

NOTICE OF GENERAL MEETING

TOTAL GRAPHITE PLC

(incorporated and registered in England and Wales with registered number 10742540)

NOTICE IS HEREBY GIVEN that the General Meeting of Total Graphite plc (the "**Company**") will be held at the offices of Gowling WLG at 4 More London Riverside, London SE1 2AU at 11.00 a.m. on 5 June 2026 (the "**Meeting**") for the purposes of considering and, if thought fit, passing the following Resolutions of which Resolutions 1 to 6 will be proposed as ordinary resolutions and Resolutions 7 and 8 will be proposed as special resolutions, and in which capitalised terms shall have the meanings given in the circular to shareholders issued by the Company dated 13 May 2026 of which this Notice forms a part, save where otherwise specified:

ORDINARY RESOLUTIONS

1. THAT the Annual Report and Accounts of the Company for the year ended 31 March 2025 and the Reports of the Directors and Auditors thereon be and are hereby received.
2. THAT the Directors' Remuneration Report, as set out in the Annual Report and Accounts of the Company for the year ended 31 March 2025 (excluding the part summarising the Directors' Remuneration Policy) be approved.
3. THAT the Directors' Remuneration Policy, as set out in the Annual Report and Accounts of the Company for the year ended 31 March 2025 be approved.
4. THAT Moore Kingston Smith LLP be and are hereby appointed as auditors to the Company until the conclusion of the next Annual General Meeting.
5. To authorise the Directors to determine the auditors' remuneration.
6. THAT the Directors be generally and unconditionally authorised for the purposes of section 551 of CA 2006, to exercise all the powers of the Company to allot shares in the Company and grant rights to subscribe for, or convert any security into, shares in the Company up to an aggregate nominal amount of £5,083,000, comprising:
 - a. up to an aggregate nominal amount equal to £3,050,000; and

- b. equity securities (as defined in Section 560(1) of CA 2006) up to a further aggregate nominal amount equal to £2,033,000 in connection with or pursuant to an offer by way of a rights issue,

such authority to expire at the conclusion of the Company's annual general meeting to be held in 2026 or 6 months from the date of the passing of this Resolution, whichever is the later (save that the Company may before such expiry make any offer or agreement which would or might require shares in the Company to be allotted, or rights to subscribe for or to convert any securities into shares in the Company to be granted, after such expiry and the Directors may allot shares in the Company, or grant rights to subscribe for or to convert any security into shares in the Company, in pursuance of any such offer or agreement as if the authorisations conferred hereby had not expired). For the purposes of this Resolution 6 'rights issue' means an offer to: i. holders of Ordinary Shares in proportion (as nearly as may be practicable) to their existing holdings; and ii. holders of any other class of equity securities entitled to participate therein (or if the Directors consider it necessary, as permitted by the rights of those securities), to subscribe for further securities by means of the issue of a renounceable letter (or other negotiable document) which may be traded for a period before payment for the securities is due, including an offer to which the Directors may impose any limits or restrictions or make other arrangements as they may consider necessary or appropriate to deal with fractional entitlements, treasury shares, record dates or legal, regulatory or practical difficulties which may arise under the laws of, or the requirements of any regulatory body or stock exchange in any territory or any other matter whatsoever. This Resolution is in addition to any unexpired authorities previously granted.

SPECIAL RESOLUTIONS

7. THAT the Directors be generally empowered pursuant to section 570 of the 2006 Act, in addition to all existing authorities, to allot equity securities of the Company (as defined in section 560 of CA 2006) for cash as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power is limited to the allotment of equity securities up to an aggregate nominal amount of up to £4,399,612.94 in connection with the CLNs and associated warrants, Bridge Loan and Placing Warrants, Broker Warrants, Restructuring Warrants and Share Options. This authority is in addition to the authorities to be granted pursuant to Resolution 8 as set out in this Notice.
8. THAT, in substitution for all existing and previously unexercised authorities, and if Resolution 6 is passed, the Directors be authorised to allot equity securities (as defined in section 560(1) of CA 2006) of the Company for cash pursuant to the authorisation conferred by that Resolution

and/or to sell ordinary shares (as defined in sections 560(1) and 560(3) of the Act) held by the Company as treasury shares for cash as if section 561 of the Act did not apply to any such allotment or sale, such authority be limited to:

- a. the allotment of equity securities, and/or sale of treasury shares for cash in connection with or pursuant to an offer of or invitation to acquire equity securities in favour of holders of Ordinary Shares (but in the case of the authorisation granted under Resolution 6(b) by way of a rights issue only): i. to holders of Ordinary Shares in proportion (as nearly as may be practicable) to the respective number of Ordinary Shares held by them on the record date for such allotment or sale; and ii. to holders of any other class of equity securities entitled to participate therein or if the Directors consider it necessary, as permitted by the rights of those securities, and so that the Directors may impose any limits or restrictions or make other arrangements as they may consider necessary or appropriate to deal with fractional entitlements, treasury shares, record dates or legal, regulatory or practical difficulties which may arise under the laws of any territory or the requirements of any regulatory body or stock exchange in any territory or any other matter whatsoever; and
- b. to the allotment of equity securities or sale of treasury shares (otherwise than pursuant to paragraph a. of this Resolution), up to an aggregate nominal amount of £3,050,000;

such authority to expire upon the conclusion of the Company's annual general meeting to be held in 2026 or 6 months from the date of the passing of this Resolution, whichever is the later (save that the Company may before such expiry make any offer or agreement that would or might require equity securities to be allotted, or treasury shares to be sold, after such expiry and the Directors may allot equity securities, or sell treasury shares in pursuance of any such offer or agreement as if the power conferred hereby had not expired). For the purpose of this Resolution 8, 'rights issue' has the same meaning as in Resolution 6 above.

By order of the Board
Mark Rollins
Non-Executive Chairman

Registered Office:
Eastcastle House
27/28 Eastcastle Street
London W1W 8DH

13 May 2026

Notes to the Notice of General Meeting

1. Any member attending the General Meeting 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 General Meeting but no such answer need be given if (a) to do so would interfere unduly with the preparation for the General 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 General Meeting that the question be answered.
2. A member is entitled to attend, speak, and vote at the General Meeting and is entitled to appoint a proxy to vote on his/her behalf. A proxy need not be a member of the Company.
3. You can register your vote(s) for the General Meeting either:
 - a. by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions (you can locate your log-in details on the top of the proxy form);
 - b. by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX using the proxy form accompanying this notice; or
 - c. in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in notes 13-16 below.

In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by 11.00 a.m. on 3 June 2026.
4. Forms of Proxy, together with any power of attorney or other authority under which it is executed or a notarially certified copy thereof, must be completed and, to be valid, must reach the Company's Registrars at Share Registrars Limited, at 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX not less than 48 hours (excluding non-business days) before the time appointed for the holding of the General Meeting.
5. If the appointer is a corporation, the form of proxy must be under its common seal or under the hand of an officer or attorney duly authorised.
6. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by

proxy, will be accepted to the exclusion of the vote of the other registered holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.

7. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 (SI 2001/3755) Reg. 41(1) and (2) and paragraph 18 (c) The Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009, only those shareholders on the Register of Members at 48 hours (excluding non-business days) before the time appointed for the holding of the General Meeting shall be entitled to vote in respect of the number of shares registered in their names at that time.
8. If the General Meeting is adjourned by more than 48 hours, then to be so entitled, a shareholder must be entered on the Company's Register of Members at the time which is 48 hours (excluding non-business days) before the time appointed for holding the adjourned meeting or, if the Company gives notice of the adjourned meeting, at the time specified in that notice.
9. To appoint more than one proxy, you may photocopy the form of proxy. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which in aggregate shall not exceed the number of shares held by you).
10. Please also indicate if the proxy is part of a multiple set of instructions being given. All forms must be signed and should be returned together in the same envelope. A failure to specify the number of shares each proxy appointment relates to or specifying a number in excess of those held by you, may result in the appointment being invalid. If you do not have a proxy form and believe that you should have one, or if you require additional forms, please contact the Company's registrar.
11. To change your proxy instructions simply submit a new Form of Proxy using the method set out above. Note that the cut-off time for receipt of Forms of Proxy (see above) also applies in relation to amended instructions; any amended Form of Proxy received after the relevant cut-off time will be disregarded. If you submit more than one valid Form of Proxy, the appointment received last before the latest time for the receipt of proxies will take precedence.
12. In order to revoke a Form of Proxy 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 11.00 a.m. on 3 June 2026, or 48 hours (excluding non-business days) before any adjourned general meeting.

13. 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). 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.
14. 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, Share Registrars Limited (ID: 7RA36) no later than 11.00 a.m. on 3 June 2026, 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.
15. 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.

16. 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.

17. As at the close of business on 12 May 2026 the Company's issued share capital comprised 762,447,924 ordinary shares of £0.01 each. Each Ordinary Share carries the right to one vote at a general meeting of the Company, and therefore the total number of voting rights in the Company as at the time and date given above is 762,447,924.

