

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.** If you are in any doubt as to what action you should take, you are recommended to seek your own personal financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser who, if you are taking advice in the United Kingdom, is duly authorised under the Financial Services and Markets Act 2000, or an appropriately authorised independent financial adviser if you are in a territory outside the United Kingdom.

If you have sold or transferred all of your ordinary shares in KEFI Gold and Copper plc, please send this document and any other documents that accompany it as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. If you have sold or otherwise transferred only part of your holding, you should retain this document and its enclosures.

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# **KEFI GOLD AND COPPER PLC**

(incorporated and registered in England and Wales with number 05976748)

## **NOTICE OF THE 2025 ANNUAL GENERAL MEETING**

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Notice of the 2025 Annual General Meeting of KEFI Gold and Copper plc, to be held at 10:00 am on 17 July 2025 at Hilton London Angel Islington, 53 Upper Street, London N1 0UY, United Kingdom is set out on pages 4 to 8 of this document.

Your attention is drawn to the letter from the Executive Chairman on page 2 of this document which sets out the arrangements in place for the meeting.

# KEFI GOLD AND COPPER PLC

(incorporated and registered in England and Wales with number 05976748)

## Directors:

Harry Anagnostaras-Adams (Executive Chairman)  
John Leach (Finance Director)  
Addis Alemayehou (Non-Executive Director)  
Alistair Clark (Non-Executive Director)  
Richard Robinson (Non-Executive Director)

## Registered Office:

27-28 Eastcastle Street,  
London, W1W 8DH, United  
Kingdom

9 June 2025

*To the holders of ordinary shares in the capital of KEFI Gold and Copper plc (the “Company”)*

Dear Shareholder

## 2024 Annual Report and 2025 Annual General Meeting

I am pleased to inform you that the Company's 2024 Annual Report and Accounts and the notice of the Company's 2025 Annual General Meeting (“AGM”) have now been published. As this is being held as a physical meeting, members will not be able to participate virtually, however shareholders will be able to attend an online webinar at 4pm on 20 June 2025. Details of the procedure for submitting questions to the webinar will be provided in a separate announcement along with venue details for anyone who wishes to attend in person.

The 2025 AGM will be held on 17 July 2025 at 10:00 am with shareholders invited to attend in person at Hilton London Angel Islington, 53 Upper Street, London N1 0UY, United Kingdom.

Shareholders appointing a proxy to vote on their behalf are recommended to appoint the Chairman of the AGM as their proxy. The Chairman will vote all proxy votes at the meeting in accordance with shareholder instructions which will have been provided beforehand.

Shareholders can appoint a proxy by following the Notes to the Notice of AGM set out on page 6. To be valid, your proxy appointment must be received at the address for delivery specified in the Notes by no later than 10:00 am on 15 July 2025.

All proposed resolutions will be put to a vote on a poll. This will result in a more accurate reflection of the views of shareholders by ensuring that every vote is recognised. On a poll, each shareholder has one vote for every share held. If you have any questions on the business of the meeting, you can send them in advance of the AGM to [info@kefi-goldandcopper.com](mailto:info@kefi-goldandcopper.com) and we shall respond directly.

The formal notice of the AGM is set out on pages 4 to 8 of this document and contains the proposed resolutions for your consideration. Explanatory notes to those resolutions are set out at the Appendix to this document on pages 9 to 11.

While the board of directors (“Board”) does not anticipate altering the arrangements put in place for the AGM, they recommend that you check the Company's website (<https://www.kefi-goldandcopper.com/>) and monitor the Company's announcements through a regulatory news service for any updates.

**Recommendation**

The Board considers that each of the resolutions set out in the Notice of AGM are in the best interests of the Company and its shareholders as a whole and unanimously recommends shareholders to vote in favour of them as the directors intend to do in respect of their own beneficial shareholdings (save in respect of those resolutions in which they are interested).

Yours faithfully

Harry Anagnostaras-Adams  
**Chairman**

## KEFI GOLD AND COPPER PLC

### NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 2025 Annual General Meeting of the Company will be held at 10:00 am (London time) on 17 July 2025 at Hilton London Angel Islington, 53 Upper Street, London N1 0UY, United Kingdom to consider and, if thought appropriate, pass the following resolutions of which Resolutions 1 to 7 will be proposed as ordinary resolutions and Resolution 8 will be proposed as a special resolution.

#### ORDINARY BUSINESS

- 1 To receive and adopt the audited accounts for the year ended 31 December 2024, together with the Strategic Report, the directors' report and auditors' report on those accounts.
- 2 To re-appoint John Leach as a director.
- 3 To re-appoint Richard Robinson as a director.
- 4 To re-appoint Addis Alemayehou as a director.
- 5 To re-appoint BDO LLP as auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at which accounts are laid before the Company.
- 6 To authorise the directors to determine the auditors' remuneration.
- 7 That, in substitution for any existing authority, the directors are generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (**2006 Act**) to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into such shares (**Allotment Rights**), but so that:
  - (a) the maximum amount of shares that may be allotted or made the subject of Allotment Rights under this authority are shares with an aggregate nominal value of £2,800,771.00 of which:
    - (i) up to a maximum nominal value of £1,872,514.00 may be allotted or made the subject of Allotment Rights in any circumstances;
    - (ii) up to an aggregate nominal amount of £928,257.00, being approximately 10% of the aggregate nominal amount of the Company's issued share capital, in connection with the allotment of equity securities pursuant to the Company's employee share option plan; and this authority shall expire on the conclusion of the Company's annual general meeting to be held in 2026.

The Company may make any offer or agreement before such expiry which would or might require shares to be allotted or Allotment Rights to be granted after such expiry and the directors may allot shares or grant Allotment Rights under any such offer or agreement as if the authority had not expired. All authorities vested in the directors on the date of the notice of this meeting to allot shares or to grant Allotment Rights that remain unexercised at the commencement of this meeting are revoked.

## SPECIAL BUSINESS

8 That, subject to the passing of resolution 7 above, the directors are generally and unconditionally authorised for the purposes of section 551 of the 2006 Act to exercise all 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 (**Rights**) up to an aggregate nominal amount of £2,800,771.00 comprising:

- (a) £928,257.00 being approximately 10% of the aggregate nominal amount of the Company's issued share capital as at 9 June 2025 (being the latest practicable date prior to publication of this notice of Annual General Meeting), in connection with the allotment of equity securities pursuant to the Company's employee share option plan; and
- (b) £1,872,514.00 being approximately 20% of the aggregate nominal amount of the Company's issued share capital as at 9 June 2025 (being the latest practicable date prior to publication of this notice of Annual General Meeting),

provided that this authorisation shall, unless previously revoked by resolution of the Company, expire at the conclusion of the annual general meeting of the Company to be held in 2026. The Company may, at any time before such expiry, make offers or enter into agreements which would or might require ordinary shares to be allotted or Rights to be granted after such expiry and the directors may allot ordinary shares or grant Rights in pursuance of any such offer or agreement as if this authorisation had not expired.

Registered office:

27-28 Eastcastle Street  
London  
W1W 8DH  
United Kingdom

By order of the Board

Harry Anagnostaras-Adams  
Executive Chairman  
9 June 2025

## NOTES:

### ***Entitlement to attend and vote***

- 1 Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 (as amended), the Company specifies that only shareholders entered on the register of members of the Company at 10:00 a.m. (BST) on 15 July 2025 (or in the event that this meeting is adjourned, on the register of members at the time and date that is 48 hours prior to the adjourned meeting) shall be entitled to vote at the meeting in respect of the number of Ordinary Shares of the Company registered in their name at that time. Changes to the register after the relevant time shall be disregarded in determining the rights of any person to vote at the meeting.
- 2 You can register your vote(s) for the AGM either:
  - (a) by logging on to [www.shareregistrars.uk.com](http://www.shareregistrars.uk.com), clicking on the "Proxy Vote" button and then following the on-screen instructions;
  - (b) by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX;
  - (c) in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in note 7 below.
  - (d) in order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by 10:00 am on 15 July 2025.

### ***Appointment of proxies***

- 3 A shareholder is entitled to appoint one or more proxies to exercise all or any of his or her rights in relation to the meeting. A proxy need not be a shareholder of the Company. A shareholder may appoint more than one proxy in relation to the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder.
- 4 The appointment of a proxy will not preclude a shareholder from attending in person at the meeting and voting if he or she wishes to do so.

### ***Appointment of proxy using the accompanying proxy form***

- 5 A proxy form is enclosed. To appoint more than one proxy, please photocopy the form. Please state each proxy's name and the number of shares in relation to which each proxy is appointed (which, in aggregate, should not exceed the number of shares held by you) in the boxes indicated on the form. Please also indicate if the proxy form is one of multiple forms being returned. All proxy forms must be signed and should be returned together in the same envelope. In the case of joint Shareholders, the signature of any one of them will suffice, but the names of all joint holders should be stated.
- 6 To be valid, a duly completed proxy form and the power of attorney or other authority (if any) under which it is signed, or a notarised copy of such power or authority, must be delivered by hand or sent by post to the offices of the Company's registrars, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX, so as to be received not less than 48 hours before the time fixed for the holding of the meeting or any adjournment of the meeting (as the case may be) (time and date falling 48 hours prior to the date of the Annual General Meeting).

### ***Appointment of proxy through CREST***

- 7 CREST members who wish to appoint a proxy or proxies for the meeting, including any adjournments of the meeting, through the CREST electronic proxy appointment service may do so 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.
- 8 In order for a proxy appointment 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 ("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 Share Registrars Limited (ID 7 RA36) no later than 48 hours before the time fixed for the holding of the meeting or any adjournment of the meeting (as the case may be). 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 Share Registrars Limited 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.

- 9 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.
- 10 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 their 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.
- 11 The Company may treat a CREST Proxy Instruction as invalid in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

#### ***Changing proxy instructions***

- 12 To change your proxy instructions, simply submit a new proxy appointment using one of the methods set out above. Note that the cut-off time for receipt of proxy appointments also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. If the Company receives more than one appointment of a proxy in respect of any one share, the appointment received last revokes each earlier appointment and the Company's decision as to which appointment was received last is final.

#### ***Termination of proxy appointments***

- 13 In order to revoke a proxy appointment, you must notify the Company of the termination at least three hours before the commencement of the Annual General Meeting.

#### ***Joint shareholders***

- 14 In the case of joint shareholders, the vote of the senior who tenders a vote, whether in person (including by corporate representative) or by proxy, shall be accepted to the exclusion of the votes of the other joint shareholders. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members, the first-named being the most senior.

#### ***Corporate representatives***

- 15 A corporation which is a Shareholder may, by resolution of its directors or other governing body, authorise one or more persons to act as its representative at the meeting. Corporate representatives should submit to the Company's registrar: (i) an original or certified copy of the resolution authorising them; or (ii) an original letter on the Shareholder's letterhead, signed by an authorised signatory, confirming that they are so authorised.

#### ***Issued shares and total voting rights***

- 16 As at 9 June 2025 (being the latest practicable date prior to publication of this notice of Annual General Meeting), the Company's issued share capital comprised 9,362,572,962 Ordinary Shares of £0.001 each, fully paid. The Company does not hold any shares in treasury. Each Ordinary Share carries the right to one vote at an Annual General Meeting of the Company and, therefore, the total number of voting rights in the Company as at the date of this notice of Annual General Meeting 9,362,572,962.

#### ***Communication***

- 17 Shareholders who have general queries about the meeting should use the following means of communication (no other methods of communication will be accepted):
  - (a) calling Share Registrars Limited's shareholder helpline on 01252 821390. Lines are open from 9 a.m. to 5.00 p.m. (UK Time) on business days (i.e. Monday to Friday but excluding public holidays in England and Wales); or

(b) in writing to the Company by email to: [info@kefi-goldandcopper.com](mailto:info@kefi-goldandcopper.com).

- 18 You may not use any electronic address provided in this notice of Annual General Meeting or in any related documents (including the accompanying proxy form) to communicate with the Company for any purposes other than those expressly stated.



## **APPENDIX**

### **Explanatory notes to the business of the AGM**

#### **Resolution 1 – Receipt of the audited accounts and reports**

The Companies Act 2006 requires the directors of a public company to lay before the company in general meeting copies of the directors' reports, the independent auditors' report, strategic report, and the audited financial statements of the company in respect of each financial year. In accordance with best practice, the Company proposes an ordinary resolution to adopt its audited accounts and reports for the financial year ended 31 December 2024.

#### **Resolutions 2 to 4 – Retirement and re-appointment of directors**

The Company's Articles of Association require all directors to retire from office at their first annual general meeting, and the one-third of the directors to retire by rotation shall be those who have been longest in office since their last appointment or re-appointment. Accordingly, John Leach and Richard Robinson are retiring from office and are submitting themselves for re-appointment by the shareholders. Addis Alemayehou retires from office and stands for re-election because he was appointed after the close of the last Annual General Meeting. Resolutions 2 to 4 therefore relate to the retirement and re-appointment of each of the Company's directors.

Biographical details of the directors seeking re-election are set out below. The Board believes that each director brings considerable and wide-ranging skills and experience to the Board as a whole and continues to make an effective and valuable contribution to the deliberations of the Board. Each director has continued to perform effectively and demonstrate commitment to their role.

The Board carries out a review of the independence of its directors on an annual basis. In considering the independence of the independent non-executive directors proposed for re-appointment, the Board has taken into consideration the guidance provided by the UK Corporate Governance Code.

#### **John Leach, Finance Director** (appointed on 24 October 2006)

John Leach has over 30 years' experience in senior executive positions in the mining industry internationally. He holds a Bachelor of Arts (Economics) degree and a Master of Business Administration. Mr Leach qualified as a Chartered Accountant in both Australia and Canada and is a Fellow of the Australian Institute of Directors.

#### **Richard Robinson, Non-Executive Director** (appointed on 22 August 2019)

Richard Robinson has been involved for over 40 years in the international gold, platinum, base metal and coal industries. He spent over 20 years at Gold Fields of South Africa Ltd where he had executive responsibility for gold operations, gold exploration, international operations, the base metals and coal operations, and all the group commercial activities. His experience also includes being Managing Director of Normandy LaSource SAS, Non-Executive Chairman of the private Swiss multinational Metalor Technologies International SA and Non-Executive Director of Recylex SA.

#### **Addis Alemayehou, Non-Executive Director** (appointed on 22 July 2024)

Mr Addis Alemayehou serves as the Chairman of Kazana Group, a diversified investment firm dedicated to early-stage, high-impact, tech-driven, and climate-smart initiatives, aiming to generate

mass employment in Africa. Renowned for launching transformative ventures in Ethiopia, Mr Alemayehou established Kana TV, the country's first dubbed television station; Afro FM, Ethiopia's inaugural English-language radio station; and 251 Communications, a leading communications company. He also provides advisory services to global institutions on investment opportunities in East Africa. Currently, Mr Alemayehou is a Board Member of Dangote Industries Ethiopia.

#### **Resolutions 5 and 6 – Re-appointment and remuneration of the auditors**

The Company is required to appoint or re-appoint auditors at each annual general meeting at which its audited accounts and reports are presented to shareholders.

The Company's audit committee has recommended to the Board that BDO LLP be re-appointed as the Company's auditors for the financial year ending 31 December 2025, and BDO LLP has expressed its willingness to continue in office.

Accordingly, the Board proposes the re-appointment of BDO LLP as the Company's auditors at Resolution 5. Resolution 6 authorises the Board to determine the auditors' remuneration.

#### **Resolution 7 - Authority to allot shares**

The directors currently have a general authority to allot new shares in the capital of the Company and to grant rights to subscribe for, or convert any securities into, shares. This authority is, however, due to expire at the AGM and the Board would like to renew it to provide the directors with flexibility to allot new shares and grant rights.

Accordingly, if passed, this resolution will authorise the directors to allot (or grant rights over) new shares in the capital of the Company up to a total aggregate nominal amount of £2,800,771.00, representing one third of that authorisation would preserve the annually reviewed authority of the Board to issue incentive options pursuant to the Company's employee share option plan such that the options on issue never exceed 10% of the Company's shares on issue at the close of the AGM. The balance, which represents up to 20% of the Company's issued ordinary share capital at the close of the AGM provides the Board flexibility to allot new shares and grant rights.

The directors do not have any present intention to exercise this authority, however the Board considers it prudent to maintain the flexibility it provides to enable the directors to respond to any appropriate needs and opportunities that may arise. If passed, this authority will expire on the conclusion of the Company's annual general meeting to be held in 2026.

#### **Resolution 8 – Disapplication of pre-emption rights**

If passed by shareholders, Resolution 8 will enable the Board to allot ordinary shares, or to sell any shares out of treasury, for cash, without first offering those shares to existing shareholders in proportion to their existing holdings.

The proposed resolution essentially replicate the powers which were granted at the general meeting held in January 2025 (and which will expire at the AGM).

Resolution 8 is proposed as a special resolution. If this resolution is passed, it will permit the Board to allot ordinary shares on a non-pre-emptive basis up to a maximum nominal amount of £2,800,771.00. This amount represents approximately thirty per cent. of the Company's issued ordinary share capital (excluding treasury shares) as at 9 June 2025 (being the latest practicable date prior to publication of this document). This resolution will permit the Board to allot ordinary shares on a non-pre-emptive basis, up to the specified level as to a maximum of ten (10) per cent of the Company's issued ordinary

share capital in respect of the longstanding and annually refreshed Incentive Options Scheme and, as regards any other circumstances up to a maximum of 20% of the Company's issued ordinary share capital.

# KEFI GOLD AND COPPER PLC

Incorporated and registered in England and Wales with Registered No. 05976748

You can register your vote(s) online for the AGM at [www.shareregistrars.uk.com](http://www.shareregistrars.uk.com) Click on the "Proxy Vote" button and then follow the on-screen instructions

Please note that you must submit your vote by 10:00 a.m. (BST) on 15 July 2025

User Name	Access Code

Shareholder Name [A/C Designation]

AddressLine1

AddressLine2

AddressLine3

AddressLine4

AddressLine5

Post Code

## FORM OF PROXY

For use at the Annual General Meeting to be held at Hilton London Angel Islington, 53 Upper Street, London N1 0UY, United Kingdom at 10:00 a.m. (BST) on 17 July 2025.

I/We being a member of Kefi Gold and Copper Plc (the 'Company') and entitled to vote at the Annual General Meeting hereby appoint the Chairman of the meeting or

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as my/our proxy to vote for me/us and on my/our behalf in the manner indicated below at the Annual General Meeting of the Company to be held at Hilton London Angel Islington, 53 Upper Street, London N1 0UY, United Kingdom, 10:00 a.m. (BST) on 17 July 2025 and at any adjournment thereof.

Please indicate with an X in the appropriate space opposite each resolution how you wish your vote to be cast.

ORDINARY RESOLUTIONS	For	Against	Vote Withheld
1. To receive and adopt the audited financial statements of the Company, the Strategic Report, the Directors' Report and the Auditor's Report for the financial year ended 31 December 2024.			
2. To reappoint John Leach as a director of the Company.			
3. To reappoint Richard Robinson as a director of the Company.			
4. To reappoint Addis Alemayehou as a director of the Company.			
5. To re-appoint BDO LLP as auditors of the Company.			
6. To authorise the Directors to determine the remuneration of the Company's auditors.			
7. To authorise the Directors pursuant to Section 551 of the Companies Act 2006 (the "Act") to allot shares and grant rights to subscribe for shares.			
SPECIAL RESOLUTION			
8. To authorise the Directors under Section 570 of the Act to allot equity securities (within the meaning of Section 560 of the Act) as if Section 561 of the Act did not apply to such allotment up to an aggregate nominal amount equal to £2,800,771.			

Enter number of shares in relation to which your proxy is authorised to vote or leave it blank to authorise your proxy to act in relation to your entire holding

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Please also tick this box if you are appointing more than one proxy

--

Signature(s)

--

Date

--

Please return this form to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX to arrive no later than 10:00 a.m. (BST) on 15 July 2025.

There is no need to return this form if you have voted online.

## Notes

1. If you wish to vote at the Annual General Meeting but are unable to attend in person, you may appoint a proxy to exercise all or any of your rights to attend, speak and vote on your behalf by completing the form of proxy. A proxy need not be a member of the Company. If you wish to appoint a proxy other than the Chairman, you should delete the words 'the Chairman of the meeting or' and enter the name of the proxy where indicated on the form of proxy. Your changes should be initialled. If you sign and return the form of proxy with no name of your proxy inserted where indicated, the Chairman of the meeting will be deemed to be your proxy.
2. You may appoint more than one proxy provided that each proxy is appointed in respect of the rights attached to a different share or shares held by you. You may not appoint more than one proxy to exercise rights attached to the same share(s). To appoint more than one proxy you may photocopy this form of proxy. Please mark the box on the form of proxy above with an "X" to indicate that the proxy appointment is one of multiple instructions being given and insert in the box where indicated the number of shares in relation to which they are entitled to act as your proxy (which, in aggregate, should not exceed the total number of shares held by you). All Forms of Proxy must be signed.
3. Appointment of a proxy (or submission of a CREST Proxy Instruction, as described in the notice of the Annual General Meeting) does not preclude a member from attending the meeting and voting in person.
4. Any alteration to this Form of Proxy must be initialled.
5. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, those shareholders registered in the Register of Members of the Company at 10:00 a.m. (BST) on 15 July 2025 or, in the event that the meeting is adjourned, in the Register of Members 48 hours (ignoring any part of a day that is not a working day) before the start of any adjourned meeting, shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their name at the relevant time. Changes to entries on the Register of Members after such time(s) and date(s) (as applicable) shall be disregarded in determining the rights of any person to attend and vote at the meeting.
6. To be effective, this form of proxy, duly completed, must be lodged with Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX not less than 48 hours (ignoring any part of a day that is not a working day) before the time appointed for the meeting being 10:00 a.m. (BST) on 15 July 2025 or any adjournment thereof together with, if appropriate, the power of attorney or other authority (if any) under which it is signed or a certified copy of such power of attorney.
7. If you want your proxy to vote in a certain way on the resolutions specified, please place a mark ("X") in the "For", "Against" or "Withheld" box for the relevant resolution. The "Withheld" option is provided to enable you to instruct your proxy to abstain on any particular resolution. However, it should be noted that a vote withheld in this way is not a vote in law and will not be counted in the calculation of the proportion of votes "For" and "Against" any particular resolution. In the absence of instructions, the person(s) you have appointed as your proxy(ies) may vote as they choose or may decide not to vote at all and, unless otherwise instructed, may also vote or abstain from voting on any other matter (including amendments to resolutions) which may properly come before the Annual General Meeting.
8. In the case of a corporation, this form must be executed under its common seal or under the hand of an officer or agent who is duly authorised in writing to sign on behalf of the Corporation. In the case of an individual, this form must be signed by the individual or by an attorney duly authorised to sign on his/her behalf. In the case of joint shareholders, the signature of the senior shareholder (seniority to be determined by the order in which the names stand in the register of members) shall be accepted to the exclusion of all other joint holders. The names of all joint shareholders should be stated at the top of the form.
9. CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service should refer to the notes to the notice of the Annual General Meeting.