Registered in England and Wales
Company Number: 11257655

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

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

RENALYTIX PLC

Registered in England and Wales with Company Number 11257655

NOTICE OF ANNUAL GENERAL MEETING

Registered in England and Wales
Company Number: 11257655

LETTER FROM THE CHAIRMAN

Registered Office:
2 Leman Street,
London,
United Kingdom,
E1W 9US

18 November 2026

Dear Shareholder

Annual General Meeting 2026

The Board is pleased to confirm that the Annual General Meeting (**AGM**) of Renalytix PLC (**Company**) will take place at 10:30 a.m. (GMT) on Friday, 11 December 2026. The notice convening the AGM (**AGM Notice**) is set out at the end of this letter.

The AGM will be held at 16 Columbus Walk, Brigantine Place, Cardiff, CF10 4BY.

If you have a question you would like to put to the Directors, you can do so by emailing in advance at renx-gm-queries@oneadvisory.london. Please title your email "RENX – AGM Shareholder Questions" and include your full name in your email. Questions must be received by no later than 6.00 p.m. (GMT) on Wednesday 9 December 2026 to be considered.

Resolutions

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

As previously announced, the Company has changed its accounting reference date to 31 December. Accordingly, the Company's annual report and accounts will not be put to the shareholders at this Annual General Meeting. The Company will hold an Annual General Meeting in June 2027, at which accounts for the 18-month period ending 31 December 2026 will be put to the shareholders for approval.

Voting – Holders of Ordinary Shares

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

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

Voting - Holders of American Depositary Shares

In order to exercise your vote as a holder of an interest in the capital of the Company represented by ADSs, you or your bank, broker or nominee must be registered as a holder of ADSs in the ADS register by 6:00 p.m. Eastern Time on 16 November 2026 (the record date for ADS holders).

If you hold ADSs through a bank, broker or nominee on 16 November 2026, the AGM docu mentation, including the ADS proxy card, will be sent to your broker who should forward the materials to you. Please reach out to your broker to provide your voting instructions.

Please note that ADS proxy cards submitted by ADS holders must be received by Citibank, N.A. no later than 10:00 a.m. Eastern Time on 4 December 2026.

If you have queries about how you can deliver voting instructions, please contact Citibank, N.A. — ADR Shareholder Services at tel: +1-877-248-4237 (toll free within the United States) or +1-781-575-4555 (for international callers) or by email: citibank@shareholders-online.com or at Citibank Shareholder Services, P.O. Box 43077, Providence, RI 02940-3077.

Recommendation

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

We look forward to welcoming shareholders to the AGM.

Yours faithfully

Julian Baines
Chair

Registered in England and Wales
Company Number: 11257655

RENALYTIX PLC
NOTICE OF ANNUAL GENERAL MEETING
2026

Notice is hereby given that the Annual General Meeting (**AGM**) of Renalytix PLC will be held at 16 Columbus Walk, Brigantine Place, Cardiff, CF10 4BY on Friday 11 December 2026 at 10:30 a.m. (GMT) to consider and, if thought fit, to pass the resolutions set out below. Resolutions 1 to 8 will be proposed as ordinary resolutions and resolutions 9 and 10 will be proposed as special resolutions.

Definitions

CA 2006	the Companies Act 2006
Company	Renalytix PLC
Directors	the board of directors of the Company (or a duly constituted committee thereof)
Equity Securities	shall have the meaning given in section 560 of CA 2006
Ordinary Shares	ordinary shares in the capital of the Company

ORDINARY RESOLUTIONS

Directors

1. To re-elect Catherine Coste as Director of the Company
2. To re-elect Fergus Fleming as Director of the Company
3. To re-elect Erik Lium as Director of the Company
4. To re-elect James McCullough as Director of the Company
5. To re-elect Christopher Mills as Director of the Company
6. To re-elect Robert Naylor as Director of the Company
7. THAT, the Renalytix Plc 2020 Equity Incentive Plan with Non-Employee Sub-Plan (the **Plan**), adopted by the Directors on 22 June 2020, as approved by the Company at a general meeting held on 13 July 2020, and as amended by a shareholder resolution at a general meeting on 19 December 2024 be and is hereby amended so that the maximum number of Incentive Options (as defined under the Plan) that may be granted thereunder (currently capped at 100,000,000) shall automatically increase on 1 January of each year, commencing on 1 January 2027, by a number equal to 4% of the total number of ordinary shares in issue in the Company at the close of business on 31 December of the immediately preceding calendar year, with the amount of each increase rounded down to the nearest whole number.

Share Authorities

8. THAT, in accordance with section 551 of CA 2006, the Directors be generally and unconditionally authorised to allot Equity Securities:

8.1. up to an aggregate nominal amount of £1,117,432.22 (such amount to be reduced by the nominal amount of any Equity Securities allotted pursuant to the authority in paragraph 8.3 below) in connection with a fully pre-emptive offer:

A. to holders of Ordinary Shares in proportion (as nearly as may be practicable) to their respective holdings; and

B. to holders of other Equity Securities as required by the rights of those securities or as the Directors otherwise consider necessary,

but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange;

8.2. up to an aggregate nominal amount of £317,045.93 from 1 January 2027 in pursuance of the exercise, vesting or settlement of the Equity Securities granted or awarded under the Plan and the Non-Employee Sub-Plan by the Company, including to holders of such Equity Securities who participate under the Plan and are not employees of the Company, but for no other purpose; and

8.3. in any other case, up to an aggregate nominal amount of £558,716.11 (such amount to be reduced by the nominal amount of any Equity Securities allotted pursuant to the authority in paragraph 8.1 above in excess of £558,716.11),

provided that this authority shall, unless renewed, varied or revoked by the Company, expire at the conclusion of the next annual general meeting of the Company (or 31 December 2027) save that the Company may, before such expiry, make offers or agreements which would or might require Equity Securities to be allotted and the Directors may allot Equity Securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

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

SPECIAL RESOLUTIONS

9. THAT, subject to and conditional upon the passing of Resolution 8, the Directors be given power in accordance with sections 570 and 573 of CA 2006 to allot equity securities (as defined in section 560 of CA 2006 for cash pursuant to the authority conferred by Resolution 8 and/or sell treasury shares as if section 561(1) of CA 2006 did not apply to any such allotment or sale provided that this power shall be limited to:

i) the allotment of Equity Securities in connection with an offer or issue of equity securities to or in favour of (a) holders of ordinary shares in proportion (as nearly as may be practicable) to their existing holdings and (b) holders of other equity securities if this is required by the rights of those securities or, if the Directors consider it necessary, as permitted by the rights of those securities, and so that the Directors may make such exclusions or other arrangements as they consider expedient or necessary in relation to fractional entitlements, record dates, shares represented by depositary receipts, the use of more than one currency for making payments in respect of such offer, treasury shares, legal or practical problems under the laws in any territory or the requirements of any relevant regulatory body or stock exchange or any other matter;

ii) the allotment of Equity Securities for cash pursuant to the authority granted under paragraph 8.3 of Resolution 8 (otherwise than under paragraph i) of this Resolution 9) up to a maximum aggregate

nominal amount of £558,716.11, which represents approximately one third of the Company's issued share capital; and

iii) the allotment of Equity Securities for cash pursuant to the authority granted under paragraph 8.2 of Resolution 8 (otherwise than under paragraph i) of this Resolution 9) up to a maximum aggregate nominal amount of £317,045.93 from 1 January 2027, solely for Equity Securities granted pursuant to the terms of the Plan and the Non-Employee Sub-Plan.

The power conferred by this resolution shall expire (unless previously revoked or varied by the Company in general meeting) at the conclusion of the next annual general meeting of the Company or the close of business on December 31, 2027, whichever is earlier, save that the Company may before such expiry, revocation or variation make an offer or agreement which would or might require equity securities to be allotted or treasury shares to be sold after such expiry, revocation or variation and the Directors may allot equity securities and sell treasury shares pursuant to such offer or agreement as if the power hereby conferred had not expired or been revoked or varied. This power is in substitution for any and all powers previously conferred on the Directors under Section 570 of CA 2006, but without prejudice to any allotment of equity securities made or agreed to be made pursuant to such powers.

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

    10.1. the maximum aggregate number of Ordinary Shares authorised to be purchased is 67,045,933 (being approximately 10 per cent. of the Company's issued ordinary share capital);

    10.2. the minimum price (excluding expenses) which may be paid for such Ordinary Shares is £0.0025 per share;

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

        A. 5 per cent. above the average of the middle market quotations for an Ordinary Share as derived from the AIM Appendix to The London Stock Exchange Daily Official List for the five business days immediately preceding the date on which the Ordinary Share is purchased; and

        B. the higher of the price of the last independent trade of an Ordinary Share and the highest current independent bid for an Ordinary Share on the trading venue where the purchase is carried out,

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

BY ORDER OF THE BOARD

One Advisory Limited

One Advisory Limited
Company Secretary

2 Leman Street,
London,
United Kingdom,
E1W 9US

18 November 2026

NOTES TO THE NOTICE OF AGM

Entitlement to Attend and Vote at the AGM

1. The Company specifies that only those members registered on the Company's register of members at 6:00 p.m. (GMT) on 9 December 2026 or, if the meeting is adjourned, at 6:00 p.m. (GMT) on the day two business days prior to the adjourned meeting shall be entitled to attend and vote at the meeting.

2. Voting at the AGM will be conducted by way of a poll rather than on a show of hands. The Board believes a poll is more representative of shareholders' voting intentions because shareholders' votes are counted according to the number of shares held and all votes tendered are taken into account.

3. The total of the votes cast by shareholders for or against or withheld on each resolution will be announced via a Regulatory Information Service and published on the Company's investor website, investors.renalytix.com/news-releases, after the AGM.

Proxy Voting – General

4. If you are a shareholder of the Company at the time set out in Note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the meeting. You can only appoint a proxy using the procedures set out in these notes. You can appoint the Chair of the meeting as your proxy or another person of your choice. Your proxy does not need to be a member of the Company but must attend the meeting to represent you.

5. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share.

6. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

7. Appointment of a proxy does not preclude you from attending the general meeting and voting in person. If you do vote in person at the meeting, that vote will override any votes previously submitted in respect of those shares.

8. Unless otherwise indicated on the Form of Proxy, CREST, Proxymity or any other electronic voting instruction, the proxy will vote as they think fit or, at their discretion, withhold from voting. 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 a resolution.

Proxy Voting – Procedures

9. To be valid proxy votes must be received by 10:30 a.m. (GMT) on 9 December 2026, or if the meeting is adjourned, 48 hours (excluding any part of a day that is not a working day) before the adjourned meeting (**Proxy Vote Closing Time**).

10. You will not receive a hard copy proxy form with this document. Instead, Shareholders can vote electronically via the Investor Centre, a free app for smartphone and tablet provided by MUFG Corporate Markets (the Company's Registrar). It allows you to securely manage and monitor your shareholdings in real time, take part in online voting, keep your details up to date, access a range of information including payment history and much more. The app is available to download on both the Apple App Store and Google Play, or by scanning the relevant QR code below. Alternatively, you may access the Investor Centre via a web browser at: https://uk.investorcentre.mpms.mufg.com/.





11. If you prefer a hard copy proxy form, you may request this directly from the Company's Registrar, MUFG Corporate Markets, at shareholderenquiries@cm.mpms.mufg.com or on 0371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 - 17:30 (GMT), Monday to Friday excluding public holidays in England and Wales.

12. To be valid any proxy form or other instrument appointing a proxy must be received:

    - electronically via https://uk.investorcentre.mpms.mufg.com/ or via the Investor Centre app; and no later than the Proxy Vote Closing Time;
    - in the case of shareholders holding their shares through CREST, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in paragraphs 15 to 18 below; and no later than the Proxy Vote Closing Time;
    - in the case of shareholders who have requested a hard copy proxy form, by post or by hand to MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL; and no later than the Proxy Vote Closing Time. The hard copy proxy forms must be completed in accordance with the instructions printed on them and returned to the Registrar together with any necessary authority documentation; or
    - if you are an institutional investor, electronically via the Proxymity platform where available; and no later than the Proxy Vote Closing Time. See note 19 below for more information.

13. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

14. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

15. CREST members may vote by utilising the CREST electronic proxy appointment service in accordance with the procedures set out below.

16. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the meeting (and any adjournment of the meeting) by using the procedures described in the CREST Manual (available from www.euroclear.com). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a 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.

17. In order for a proxy appointment or instruction made by means of CREST to be valid, the appropriate CREST message (a 'CREST Proxy Instruction') must be properly authenticated in accordance with Euroclear UK & International Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuer's agent (ID RA10) by the Proxy Vote Closing Time. For this purpose, the time of receipt will be taken to mean the time (as determined by the timestamp applied to the message by the CREST application 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.

18. CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & International Limited 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 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 system 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.

19. Proxymity voting - if you are an institutional investor you may be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to www.proxymity.io. Your proxy must be lodged by the Proxy Vote Closing Time in order to be considered valid. Before you can appoint a proxy via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them and they will govern the electronic appointment of your proxy. An electronic proxy appointment via the Proxymity platform may be revoked completely by sending an authenticated message via the platform instructing the removal of your proxy vote.

Proxy Voting – Changes and Revocations

20. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the Proxy Vote Closing Time also applies in relation to amended instructions; any amended proxy appointment received after the Proxy Vote Closing Time will be disregarded. Where you have appointed a proxy using the hard copy proxy form and would like to change the instructions using another hard copy proxy form, please contact MUFG Corporate Markets via the methods set out in Note 11 above. 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.

21. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to MUFG Corporate Markets, at PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL. The revocation notice must be received by MUFG Corporate Markets no later than 48 hours before the meeting.

22. 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 MUFG Corporate Markets no later than the Proxy Vote Closing Time. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to Note 7 above, your proxy appointment will remain valid.

Corporate Representatives

23. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises power over the same share.

24. Corporate representatives must produce a signed corporate representative letter from the shareholder in suitable form at the AGM together with photographic identification to verify they are the representative referred to in the letter.

Share Capital

25. As at the close of business on the day immediately before the date of this notice of general meeting, the Company's issued share capital comprised 670,459,333 Ordinary Shares of nominal value 0.25 pence each. No shares are held in treasury. 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 close of business, on the day immediately before the date of this notice of general meeting are 670,459,333.

Personal Data

26. Your personal data includes all data provided by you, or on your behalf, which relates to you as a shareholder, including your name and contact details, the votes you cast and your Shareholder Reference Number (attributed to you by the Company). The Company determines the purposes for which and the manner in which your personal data is to be processed. The Company and any third party to which it discloses the data (including the Company's Registrar) may process your personal data for the purposes of compiling and updating the Company's records, fulfilling its legal obligations and processing the shareholder rights you exercise. A copy of the Company's privacy policy can be found online at https://renalytix.com/privacy-notice/.

EXPLANATORY NOTES

Resolutions 1 to 8 are ordinary resolutions and require a simple majority of votes cast to be in favour in order to be passed. Resolutions 9 and 10 are special resolutions and require at least 75% of votes cast to be in favour in order to be passed.

Resolutions 1 to 6 – Directors (Ordinary Resolutions)
In accordance with best practice, all the Directors are retiring at the AGM and, being willing, put themselves forward for re-election by shareholders, with the exception of Julian Baines who has announced his intention to resign from the Board from 31 December 2026.

Biographical details of all directors can be found on the Company's website at https://renalytix.com/leadership/.

Resolution 7 – proposed amendment to the Renalytix Plc 2020 Equity Incentive Plan with Non-Employee Sub-Plan (the 2020 EIP) (Ordinary Resolution)
Resolution 7 changes only the separate cap on Incentive Options (as defined under the Plan) under the **Plan**. It does not increase the number of Ordinary Shares available for awards under the Plan (the **Share Reserve**) or change how the Share Reserve is calculated.

At the AGM on 19 December 2024, shareholders approved a Share Reserve of 50,000,000 Ordinary Shares, together with a mechanism for annual increases from 1 January 2026. That mechanism will continue to operate on the terms already approved by shareholders, whether or not Resolution 7 is passed.

For options to qualify as incentive stock options for US federal tax purposes, the Plan must specify the maximum aggregate number of Ordinary Shares that may be issued on exercise of Incentive Options. The cap is currently 100,000,000 Ordinary Shares. If Resolution 7 is passed, the cap will increase on 1 January of each year, starting on 1 January 2027, by a number equal to 4% of the Ordinary Shares in issue at the close of business on the preceding 31 December, rounded down to the nearest whole share, consistent with the annual increase in the Share Reserve previously approved. Any grant of Incentive Options (as defined under the Plan) will still be subject to the number of Ordinary Shares available in the Share Reserve.

If passed, this resolution will grant authority for a maximum nominal amount of £317,045.93 from 1 January 2027.

Resolution 8 – Authority to Allot (Ordinary Resolution)
This resolution deals with the Directors' authority to allot securities in accordance with section 551 of the Companies Act 2006 and complies with the Investment Association Share Capital Management Guidelines issued in February 2023.

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

(i) Equity Securities up to a maximum nominal amount of £1,117,432.22 which represents approximately two thirds of the Company's issued Ordinary Shares (excluding treasury shares) as at 17 November 2026 (being the latest practicable date prior to publication of this document) (**ISC**) in relation to a fully pre-emptive offer, with authority for the Directors to deal pragmatically with legal, regulatory and logistical issues (e.g. fractions of shares and overseas securities laws). This maximum is reduced by the nominal amount of any Equity Securities allotted under the authority set out in paragraph 8.3 of the resolution;

(ii) Equity securities up to a maximum nominal amount of £317,045.93 from 1 January 2027 in relation to the exercise, vesting of settlement of Equity Securities granted or awarded under the Plan, including the Non-Employee Sub-Plan. This authority cannot be used for any other purpose.

(iii) Equity Securities up to a maximum nominal amount of £558,716.11 otherwise which represents approximately one third of the Company's ISC. This amount will be reduced to the extent that Equity Securities allotted pursuant to paragraph 8.1 exceed £558,716.11 in nominal value.

The maximum nominal amount of securities which may be allotted under this resolution is therefore £1,117,432.22, plus the maximum nominal amount of £317,045.93 from 1 January 2027 which can only be used in relation to the Plan, including the Non-Employee Sub-Plan.

The authority granted by this resolution will expire on the earlier of the conclusion of next year's annual general meeting or 31 December 2027.

The Directors have no present intention to exercise the authority conferred by this resolution.

Resolution 9 – Disapplication of Statutory Pre-Emption Rights (Special Resolution)

Under CA 2006, the Directors require shareholder authority to issue Equity Securities for cash without first offering them to the whole shareholder base pro rata to their existing holdings in accordance with the statutory requirements of section 561 CA 2006. Resolution 9 will, if passed, give the Directors this authority within the specified limitations.

Put simply, the Directors will, if the resolution is passed, have authority to:

- allot Equity Securities in connection with offers which are essentially pre-emptive, while enabling the Directors to make decisions to deal with legal, regulatory and logistical issues in connection with such offers;
- otherwise allot Equity Securities for cash, or sell treasury shares for cash, without first offering them to existing shareholders, up to an aggregate nominal amount of £558,716.11, representing approximately one third of the Company's issued share capital; and
- allot shares for cash to satisfy awards made under the Plan and its Non-Employee Sub-Plan, without first offering those shares to existing shareholders, up to an aggregate nominal value of £317,045.93 from 1 January 2027 and cannot be used for any other purpose.

The authority granted by this resolution is conditional on the passing of Resolution 8, which provides the Directors with the underlying authority to allot shares.

The Directors have no present intention to exercise the authority conferred by this resolution.

The authority granted by this resolution will expire on the earlier of the conclusion of next year's annual general meeting or 31 December 2027, unless previously revoked or varied by the Company at a general meeting.

Resolution 10 – Share Buybacks (Special Resolution)

This resolution seeks authority for the Company to make market purchases of its own Ordinary Shares as permitted by CA 2006 and is proposed as a special resolution. If passed, the resolution gives authority for the Company to purchase up to 67,045,933 Ordinary Shares, representing approximately 10% of the Company's issued ordinary share capital (excluding treasury shares) as at 17 November 2026. The authority specifies the minimum and maximum prices per share that may be paid and shall expire (unless previously renewed, varied or revoked by the Company in general meeting) at the conclusion of the Company's next annual general meeting or, if earlier, on the date which is 15 months after the resolution is passed. The directors intend to seek renewal of the authority at each annual general meeting of the Company.

Although the directors do not currently have any intention of exercising the authority granted by this resolution, this resolution provides the flexibility to allow them to do so in the future. In considering whether to use this authority, the directors will take into account market conditions, appropriate gearing levels, the

Company's share price, other investment opportunities and the overall financial position of the Company. The Directors will only exercise the authority where they consider that such purchases will be in the best interests of shareholders generally and will result in an increase in earnings per Ordinary Share.

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