

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to what action you should take, you should seek your own advice from a stockbroker, bank manager, solicitor, accountant, or other professional adviser duly authorised under the Financial Services and Markets Act 2000.

If you have sold or otherwise transferred all of your shares in Volex plc (the '**Company**'), please pass this document together with any accompanying documents to the purchaser or transferee, or to the person who arranged the sale or transfer so they can pass these documents to the purchaser or transferee who now holds the shares.

VOLEX PLC

(Registered in England and Wales with no. 00158956)

NOTICE OF ANNUAL GENERAL MEETING 2024

Notice of the Annual General Meeting of the Company to be held at the offices of GTK (UK) Ltd., Unit C2 Antura, Bond Close, Basingstoke, Hampshire, RG24 8PZ at 2.00 p.m. on Thursday 1 August 2024 (the '**Annual General Meeting**' or '**AGM**') is set out on pages 3 to 4 of this document.

The results of the AGM will be announced as soon as practicable following the AGM and will appear on the Company's website www.volex.com.

All times shown in this document are UK times unless otherwise indicated.

AGM arrangements

Shareholders will be able to watch and listen to the AGM online via a live webcast, using the Investor Meet Company platform. Questions can be submitted (in writing) via the Q&A function on Investor Meet Company during the AGM and will, where relevant to the business of the AGM, be answered during the webcast. Questions may also be asked in advance of the proxy deadline, as further detailed below.

Please note that shareholders joining the live webcast will not be able to vote on the day and must register their vote in advance, which they should do by using their ability to vote by proxy as outlined below. To attend the webcast, shareholders should register at <https://www.investormeetcompany.com/volex-plc/register-investor>.

Shareholders are encouraged to ensure they make their views known on the proposed resolutions by using their ability to vote by proxy. Shareholders can appoint a proxy by using one of the methods set out in the notes to the notice of AGM on pages 7 to 8 of this document.

As we appreciate some shareholders may prefer not to attend, or may be unable to attend, in person, shareholders are also encouraged to submit any questions they may have for the board of directors of the Company (the **Board**) in advance, by sending them by post to the Company's registered office (marked for the attention of the Company Secretary) or by email to the following email address (AGM@volex.com), in each case so they are received by 2.00 p.m. on 30 July 2024. The Board will attempt to reply to any emails or written correspondence received as soon as reasonably practicable. Replies will either be made by return email or published on the investor relations section of our website <https://www.volex.com/investor-relations/>, as deemed appropriate by the Board. Questions may also be submitted on the webcast, as detailed above.

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 104th Annual General Meeting of Volex plc (the '**Company**') will be held at the offices of GTK (UK) Ltd., Unit C2 Antura, Bond Close, Basingstoke, Hampshire, RG24 8PZ, on 1 August 2024 at 2.00 p.m. to transact the following business:

Ordinary Resolutions

1. That the audited accounts of the Company for the financial year ended 31 March 2024 be received, together with the Directors' Report and Auditors' Report.
2. That the Remuneration Committee Report, which is set out in the Annual Report and Accounts of the Company for the year ended 31 March 2024, is approved.
3. That, on the recommendation of the Board of Directors, a dividend of 2.8 pence per ordinary share be declared as a final dividend in respect of the financial year ended 31 March 2024.
4. That John Wilson be elected as a Director of the Company.
5. That Jon Boaden be re-elected as a Director of the Company.
6. That Amelia Murillo be re-elected as a Director of the Company.
7. That Sir Peter Westmacott be re-elected as a Director of the Company.
8. That PricewaterhouseCoopers LLP be re-appointed as auditors of the Company to hold office until the conclusion of the next general meeting of the Company at which the accounts are laid before the Company.
9. That the Directors of the Company be authorised to determine the auditors' remuneration.
10. To generally and unconditionally authorise the Directors, pursuant to section 551 of the Companies Act 2006 (the '**2006 Act**'), to allot shares in the Company and to grant rights to subscribe for or convert any security into shares in the Company:
 - (a) up to an aggregate nominal amount of £15,134,794; and
 - (b) comprising equity securities (within the meaning of section 560 of the 2006 Act) up to an aggregate nominal amount of £15,134,794 in connection with a fully pre-emptive offer in favour of the holders of equity securities and any other persons entitled to participate in such issue where the equity securities respectively attributable to the interests of such holders and persons are proportionate (as nearly as may be practicable) to the respective number of equity securities held by them, subject only to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with treasury shares, fractional entitlements, record dates, or legal or practical problems under the laws of, or the requirements of, any regulatory body or any stock exchange in any territory or otherwise,

such authorities to expire on the conclusion of the Annual General Meeting of the Company to be held in 2025 or at 6.00 p.m. on 1 November 2025, whichever is earlier, but so that the Company may before such expiry make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or convert securities into shares to be granted after such expiry, and the Directors may allot shares or grant rights to subscribe for or convert securities into shares in pursuance of such offer or agreement as if the power conferred by this resolution had not expired.

Special Resolutions

11. That, subject to the passing of Resolution 10, the Directors be authorised to allot equity securities (as defined in section 560(1) of the Companies Act 2006 (the '**2006 Act**')) for cash under the authority given by Resolution 10 and/or sell ordinary shares held by the Company as treasury shares for cash as if section 561 of the 2006 Act did not apply to any such allotment or sale, provided that such power be limited to:
 - (a) the allotment of equity securities or sale of treasury shares in connection with an offer of, or invitation to apply for, equity securities (but in the case of the authority granted under paragraph (b) of Resolution 10 above, by way of a fully pre-emptive offer only) to:
 - (i) ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
 - (ii) holders of other equity securities as required by the rights of those securities or, subject to such rights as the Directors otherwise consider necessary,and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter;
- (b) the allotment of equity securities or sale of treasury shares (otherwise than pursuant to paragraph (a) above) up to an aggregate nominal amount of £4,540,438; and

- (c) the allotment of equity securities or sale of treasury shares (otherwise than under paragraph (a) or (b) above) up to a nominal amount equal to 20 per cent. of any allotment of equity securities or sale of treasury shares from time to time under paragraph (b) above, such authority to be used only for the purposes of making a follow-on offer which the Directors determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

such authorities to expire at the conclusion of the Annual General Meeting of the Company to be held in 2025 or at 6.00 p.m. on 1 November 2025, whichever is sooner (unless previously renewed, varied or revoked by the Company at a general meeting). The Company may before these authorities expire, make an offer or enter into an agreement which would or might require equity securities to be allotted (and treasury shares to be sold) after such expiry and the Directors may allot equity securities (and sell treasury shares) in pursuance of that offer or agreement as if the power conferred by this resolution had not expired.

12. That, subject to the passing of Resolution 10, the Directors be authorised in addition to any authority granted under Resolution 11, to allot equity securities (as defined in section 560(1) of the Companies Act 2006 (the '**2006 Act**')) for cash under the authority given by Resolution 10 and/or to sell ordinary shares held by the Company as treasury shares for cash as if section 561 of the 2006 Act did not apply to any such allotment or sale, provided that such power be:

- (a) limited to the allotment of equity securities or sale of treasury shares up to a nominal amount of £4,540,438, used only for the purposes of financing (or refinancing, if the authority is to be used within 12 months after the original transaction) a transaction which the Directors determine to be an acquisition or other capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice, and
- (b) limited to the allotment of equity securities or sale of treasury shares (otherwise than under paragraph (a) above) up to a nominal amount equal to 20 per cent. of any allotment of equity securities or sale of treasury shares from time to time under paragraph (a) above, such authority to be used only for the purposes of making a follow-on offer which the Directors determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

such authority to expire at the conclusion of the Annual General Meeting of the Company to be held in 2025 or at 6.00 p.m. on 1 November 2025, whichever is sooner (unless previously renewed, varied or revoked by the Company at a general meeting). The Company may before this authority expires, make an offer or enter into an agreement which would or might require equity securities to be allotted (and treasury shares to be sold) after such expiry and the Directors may allot equity securities (and sell treasury shares) in pursuance of that offer or agreement as if the power conferred by this resolution had not expired.

13. To generally and unconditionally authorise the Company, pursuant to section 701 of the Companies Act 2006 (the '**2006 Act**'), to make market purchases (as defined in section 693 of the 2006 Act) of up to 18,161,753 ordinary shares of 25p each in the capital of the Company ('**Ordinary Shares**') on such terms and in such manner as the Directors of the Company may from time to time determine, provided that:

- (a) the amount paid for each Ordinary Share (exclusive of expenses) shall be not more than the higher of (i) 105 per cent. of 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 day on which the purchase is made, or (ii) 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, or less than 25p per Ordinary Share, being the nominal amount thereof; and
- (b) the authority herein contained shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2025 or at 6.00 p.m. on 1 November 2025, whichever is sooner, provided that the Company may, before such expiry, make a contract to purchase its own Ordinary Shares which would or might be executed wholly or partly after such expiry, and the Company may make a purchase of its own Ordinary Shares in pursuance of such contract as if the authority hereby conferred had not expired.

By order of the Board

Christian Bedford

Group General Counsel & Company Secretary

3 July 2024

Volex plc

Registered in England and Wales No. 00158956

Registered office:

Unit C1 Antura

Bond Close

Basingstoke

Hampshire

RG24 8PZ

United Kingdom

Explanatory Notes to the Resolutions

Resolution 1 – Annual Reports and Accounts

Shareholders will be asked to receive the Accounts for the year ended 31 March 2024 together with the Reports of the Directors and the Auditors included with them.

Resolution 2 – Remuneration Committee Report

Resolution 2 is to approve the Remuneration Committee Report which is set out on pages 105 to 120 of the Annual Report and Accounts 2024.

Resolution 3 – Dividend

Resolution 3 is to approve the payment of a final dividend of 2.8 pence per ordinary share, as recommended by the Board of Directors.

Shareholders may elect to receive the final dividend as shares in the Company, in lieu of cash, under the Volex plc Scrip Dividend Scheme. The reference price for the Scrip Dividend will be announced on 1 August 2024. Shareholders who wish to elect to receive the final dividend in shares must (i) complete a Scrip Dividend Mandate Form (available on the Company's website) and return it to Link Group, (ii) make a Scrip election online via www.signalshares.com, or (iii) submit a Dividend Election Input Message in CREST, in each case by no later than 5.00 p.m. on 8 August 2024. Those shareholders who have opted into a permanent scrip election by completing (and not cancelling) a Scrip Dividend Mandate Form either in hard copy or via www.signalshares.com do not need to complete a new mandate form for the final dividend. However, shareholders holding their shares in CREST need to make an election for each dividend and would need to submit a Dividend Election Input Message in respect of the final dividend. A copy of the terms and conditions for the Volex plc Scrip Dividend Scheme are available on the Company's website <https://www.volex.com/wp-content/uploads/2022/07/Volex-Plc-Scrip-Dividend-Scheme-Terms-Conditions-Final.pdf>.

Resolutions 4 to 7 – Director Election and Re-election

Resolution 4 seeks the election of John Wilson and resolutions 5 to 7 seek the re-election of Jon Boaden, Amelia Murillo and Sir Peter Westmacott as Directors of the Company. John Wilson was appointed to the Board with effect from 19 October 2023 and, in accordance with the Articles of Association of the Company, new Directors appointed to the Board should be subject to election by shareholders at the first Annual General Meeting following their appointment. As this is the third Annual General Meeting since Jon Boaden, Amelia Murillo and Sir Peter Westmacott were elected by shareholders, in accordance with the Articles of Association of the Company, they will each retire at the Annual General Meeting and seek re election. Biographical details of each of the Directors are set out on pages 84 and 85 of the Annual Report and Accounts 2024 and biographies of each of the Directors offering themselves for election or re-election are also set out below:

John Wilson

Non-Executive Director

John Wilson was appointed as a Non-Executive Director on 19 October 2023.

John is a globally experienced Boardroom Director, with a strong background in the technology, components and connectivity solutions sectors. He is currently CEO of Bulgin Limited, a global leading manufacturer of sealed connectors and components, and was formerly Senior Independent Director, Chair of the Audit Committee and Chair of the Remuneration Committee of Checkit plc (previously Elektron Technology plc). He is also Independent Non-Executive Chairman of Insig AI. John has a degree in Engineering from the University of Durham.

Key areas of expertise:

Commercial strategic planning and execution, mergers and acquisitions, fast track new product development.

Jon Boaden

Chief Financial Officer

Jon Boaden joined Volex in 2019 as Deputy Chief Financial Officer. In November 2020, Jon was promoted to the role of Chief Financial Officer and was also appointed to the Board of Directors.

Jon's early career saw him hold a variety of positions within Cable and Wireless and also Vodafone. Prior to joining Volex, Jon held the roles of Group Financial Controller and Interim Chief Financial Officer for Williams Racing.

Jon has a degree in Politics from Manchester University and qualified as a Chartered Accountant with Ernst & Young in 2004.

Key areas of expertise:

Finance transformation, acquisitions and integration, raising finance, managerial finance experience with leading technology-focused organisations, strategy.

Amelia Murillo

Non-Executive Director

Amelia Murillo was appointed as a Non-Executive Director on 26 January 2021.

Amelia holds a BSc in Accounting from the University of Southern California and an Executive MBA from the University of California in Los Angeles. Amelia is a Certified Public Accountant and has over 20 years' practical experience in finance, administration and management consulting. Amelia took early retirement from her position as Vice President of Finance and CFO at Carlisle Fluid Technologies, following a successful business exit and transition project.

Key areas of expertise:

Managerial finance and HR experience within the interconnect industry.

Sir Peter Westmacott
Senior Non-Executive Director

Sir Peter Westmacott was appointed as a Non-Executive Director on 12 November 2020.

Peter retired from the Foreign and Commonwealth Office in 2016. Over a 43-year diplomatic career Peter held a number of high profile positions including being the British Ambassador to Turkey, France and the USA. On retiring from diplomatic service Peter has taken on a number of roles, including as an independent Non-Executive Director at We.Soda Ltd, Ciner Glass and Glasswall Holdings. He was an independent non-executive at EY from 2017-22 and Chair of Tikehau Capital UK from 2022-24. He is a Distinguished Ambassadorial Fellow at the Atlantic Council and a Senior Advisor to Chatham House.

Peter has a master's degree in European History and French from New College, Oxford where he is an Honorary Fellow.

Key areas of expertise:

Extensive diplomatic experience in countries and regions of strategic relevance.

Resolutions 8 and 9 – Reappointment and remuneration of auditors

The Company is required to appoint auditors at each Annual General Meeting at which its accounts are presented to hold office until the next Annual General Meeting. Resolution 8 proposes that PricewaterhouseCoopers LLP be reappointed as auditors for the current financial year and Resolution 9 proposes that the Directors of the Company be authorised to determine their remuneration.

Resolution 10 – Authority to allot shares or grant subscription or conversion rights

Resolution 10 is a standard resolution that follows the latest guidance issued by the Investment Association. Paragraph (a) of Resolution 10 asks shareholders to grant the Directors authority under the Companies Act 2006 (the '**2006 Act**') to allot shares or grant such subscription or conversion rights up to a maximum aggregate nominal amount of £15,134,794, which represents approximately one-third of the issued ordinary share capital of the Company as at 1 July 2024.

Paragraph (b) of Resolution 10 proposes that a further authority be conferred on the Directors to allot shares or grant subscription or conversion rights in connection with a fully pre-emptive offer up to a maximum aggregate nominal amount of £15,134,794. Combined, these amounts represent approximately two-thirds of the issued ordinary share capital of the Company as at 1 July 2024.

The authorities sought under paragraphs (a) and (b) of this resolution will expire at the earlier of the conclusion of the Annual General Meeting of the Company in 2025 or at 6.00 p.m. on 1 November 2025 and will only be used if and to the extent that the Directors are satisfied at the time that to do so would be in the best interests of the Company. In the event that the allotment authority under paragraph (b) of Resolution 10 is exercised, the Directors intend to follow best practice as regards its use, including in respect of the requirement for Directors to subsequently stand for re-election.

Resolutions 11 and 12 – Disapplication of pre-emption rights

If the Directors wish to allot any equity securities for cash, the 2006 Act requires that they are first offered to existing shareholders in proportion to their current holdings. The passing of Resolutions 11 and 12 would allow the Directors to allot shares for cash, or sell any shares which the Company may hold in treasury following a purchase of its own shares for cash, without first offering the shares to existing shareholders. These special resolutions are in a standard form and in compliance with the Statement of Principles on the disapplication of pre-emption rights published by the Pre-Emption Group (the '**Statement of Principles**'). As at 1 July 2024, the Company did not hold any treasury shares.

The authority under Resolution 11 would be limited to:

- (a) allotments or sales in connection with pre-emptive offers and offers to holders of other equity securities if required by the rights of those shares or as the Board considers necessary;
- (b) allotments or sales (otherwise than pursuant to (a) above) up to an aggregate nominal amount of £4,540,438, which represents approximately 10 per cent. of the Company's issued ordinary share capital as at 1 July 2024 (being the latest practicable date prior to the publication of this Notice); and
- (c) allotments or sales (otherwise than under paragraphs (a) and (b) above) up to an aggregate nominal amount of £908,087, which represents approximately 2 per cent. of the Company's issued ordinary share capital as at 1 July 2024 (being the latest practicable date prior to the publication of this Notice) to be used only for the purposes of making a follow-on offer to retail investors or existing investors not allocated shares in the offer.

The authority under Resolution 12 would give the Directors authority to (i) allot a further 10 per cent. of the issued ordinary share capital of the Company as at 1 July 2024 in connection with an acquisition or specified capital investment, as contemplated by the Statement of Principles; and (ii) allot or sell shares (otherwise than under paragraph (i)) up to an aggregate nominal amount of £908,087, which represents approximately 2 per cent. of the Company's issued ordinary share capital as at 1 July 2024 (being the latest practicable date prior to the publication of this Notice) to be used only for the purposes of making a follow-on offer to retail investors or existing investors not allocated shares in the offer. The Directors confirm that, in considering the exercise of the authority under Resolutions 11 and 12, they intend to follow the shareholder protections set out in Part 2B of the Pre-emption Group's Statement of Principles to the extent reasonably practicable. However, the Directors have no present intention to exercise the authorities sought under Resolutions 11 and 12.

These authorities will expire at the earlier of the conclusion of the Annual General Meeting of the Company in 2025 or at 6.00 p.m. on 1 November 2025.

Resolution 13 – Authority to purchase own shares

This resolution will allow for the renewal of the Company's authority to make market purchases of its own ordinary shares, up to a maximum of 18,161,753 ordinary shares, which is approximately 10 per cent. of the current issued ordinary share capital of the Company as at 1 July 2024. This authority will expire at the conclusion of the next Annual General Meeting of the Company in 2025 or at 6.00 p.m. on 1 November 2025, whichever is earlier. The amount paid for each ordinary share (exclusive of expenses) shall not be greater than or less than the levels stipulated in the resolution. The Directors have no present intention of exercising this authority, and it will only be exercised if the Directors consider that there is likely to be a beneficial impact on earnings per ordinary share and that it is in the best interests of the Company at the time. Any shares the Company buys back under this authority may either be cancelled or held in treasury.

Recommendations

The Board of Directors of the Company considers the resolutions set out in the Notice of the Annual General Meeting on pages 3 to 4 of this document to be in the best interests of the Company and the shareholders of the Company as a whole and, therefore, recommends that you vote in favour of these resolutions, as the Directors who hold ordinary shares intend to do in respect of their own beneficial holdings of 46,649,497 ordinary shares, which represent, in aggregate, approximately 25.69 per cent. of the Company's issued ordinary share capital as at 1 July 2024.

Additional Notes to the Notice of Annual General Meeting

Proxies and Voting

1. A member entitled to attend, speak and vote at the above meeting may appoint another person as his or her proxy to exercise all or any of his or her rights to attend, speak and vote on his or her behalf. A member 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 member. A proxy need not be a member of the Company.
2. The right to vote at the meeting is determined by reference to the register of members. Only those shareholders registered in the register of members of the Company as at 6.00 p.m. on 30 July 2024 (or, if the meeting is adjourned, at 6.00 p.m. two days before the date of the adjourned meeting, excluding any part of a day that is a non-working day) shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their name at that time. Changes to entries in the register of members after that time shall be disregarded in determining the rights of any person to attend or vote (and the number of votes they may cast) at the meeting.
3. In order to reduce the Company's environmental impact, our intention is to remove paper from the voting process as far as possible. You are therefore asked to vote in one of the following ways:
 - register your vote online through our registrar's portal – www.signalshares.com. You will need your investor code which is printed on your share certificate or may be obtained by calling the Company's registrar, Link, on +44 (0) 371 664 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);
 - CREST members may use the CREST electronic proxy appointment service as detailed in note 8 below; or
 - Via the Proximity platform.
4. However, if you prefer to vote on paper, you may still request a hard copy form from Link using the numbers shown above and return it to Link Group, Central Square, 29 Wellington Street, Leeds, LS1 4DL.
5. All proxy appointments, whether electronic or hard copy, must be received by the Company's registrar no later than 2.00 p.m. on 30 July 2024 (or, in the event that the meeting is adjourned, no later than 48 hours before the time of any adjourned meeting, excluding any part of a day that is a non-working day).
6. Completion and return of a Form of Proxy, other such instrument or any CREST Proxy Instruction will not preclude a member from attending and voting in person, should he or she subsequently decide to do so.

CREST and Proximity Proxy Instructions

7. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. 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 or instruction 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 and International Limited's ('**Euroclear**') specifications, and must contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com/CREST). 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 Company's agent Link Group (ID RA10) by 2.00 p.m. on 30 July 2024. 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 Application Host) from which the Company'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.

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. 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, to procure that his or 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.
10. 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 (as amended).
11. If you are an institutional investor you may also 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 2.00 p.m. on 30 July 2024 in order to be considered valid or, in the event of any adjournment, 6.00 p.m. on the date which is two working days before the time of the adjourned meeting, excluding any part of a day that is a non-working day. 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.

Total Voting Rights

12. As at 1 July 2024 (being the latest practicable date prior to the publication of this document) the Company's issued share capital consisted of 181,617,533 ordinary shares of 25p each, carrying one vote each. The Company does not hold any shares in treasury. Therefore, the total voting rights in the Company as at 1 July 2024 was 181,617,533.

Documents on display

13. Copies of the terms and conditions of appointment of the Non-Executive Directors will be available for inspection at the registered office of the Company during usual business hours on any weekday (Saturdays, Sundays and public holidays excluded) and at the place of the Annual General Meeting from at least 15 minutes prior to, and until the conclusion of, the Annual General Meeting.

Conduct at the AGM

14. Unacceptable behaviour will not be tolerated at the Annual General Meeting and it will be dealt with appropriately by the Chair.

Communication

15. Any electronic address provided either in this Notice or any related documents (including the form of proxy) may only be used for the limited purposes specified herein and not to communicate with the Company by electronic means or for any other more general purpose.
16. Except as provided above, shareholders who have general enquiries about the AGM should use the following means of communication (no other methods of communication will be accepted):
 - calling our shareholder helpline on +44 (0) 371 664 0300 (calls are charged at the standard geographic rate and will vary by provider and calls outside the United Kingdom will be charged at the applicable international rate). Lines are open from 9.00 a.m. to 5.30 p.m. Monday to Friday, excluding public holidays in England and Wales; or
 - contacting our online shareholder centre by email to shareholderenquires@linkgroup.co.uk.

Electronic Communications

17. The Company actively encourages all shareholders to register for the electronic communications service. You can register for this online through our registrar's portal – www.signalshares.com.