THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this Circular or as to the 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 authorised under the under the Financial Services and Markets Act 2000 (as amended) ("FSMA") if you are resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser.

If you have sold or otherwise transferred all of your Ordinary Shares in CleanTech Lithium PLC you should deliver this Circular 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 onward transmission to the purchaser or transferee. However, this Circular should not be forwarded or transmitted in or into any jurisdiction in which such act would constitute a violation of the relevant laws in such jurisdiction. If you sell or otherwise transfer or have sold or otherwise transferred only part of your holding of Ordinary Shares, please retain this Circular and consult the stockbroker, banker or other agent through whom the sale or transfer was made. **This Circular should be read in conjunction with the Notice of General Meeting as set out in the Appendix of this Circular. The whole text of this Circular should be read.**

This Circular does not constitute an offer to buy, acquire or subscribe for (or the solicitation of an offer to buy, acquire or subscribe for), Ordinary Shares or an offer to buy, acquire or subscribe for (or the solicitation of an offer to buy, acquire or subscribe for) Ordinary Shares. This Circular does not constitute a prospectus or MTF admission prospectus for the purposes of the Public Offers and Admissions to Trading Regulations 2024. This Circular has not been examined or approved by the Financial Conduct Authority or the London Stock Exchange or any other regulatory authority.

CLEANTECH LITHIUM PLC

(a company incorporated in Jersey under the Companies (Jersey) Law 1991 (as amended) and with registration number 139640)

Conversion of Loan Notes

Firm Placing to raise £2.35 million

Conditional Placing to raise £2.42 million

Retail Offer to raise approximately £0.25 million

and

Notice of General Meeting

Your attention is drawn to the letter from the Chairman of the Company set out in this Circular, which includes the recommendation of the Directors that you vote in favour of the Resolutions to be proposed at the General Meeting, described further below. Your attention is also drawn to the section entitled "Action to be taken" on page 13 of this Circular. Defined terms used in this Circular have the meanings ascribed to them in the section headed "Definitions" starting on page 15 of this Circular.

Notice of a General Meeting of CleanTech Lithium PLC, to be held at the offices of the Company at de Carteret House, 7 Castle Street, St Helier, JE2 3BT, Jersey at 10.00 a.m. on 1 July 2026 is set out in the Appendix to this Circular.

To be valid, the accompanying Form of Proxy for use in connection with the General Meeting should be completed, signed and returned as soon as possible and, in any event, so as to reach the Company's registrars, Computershare Investor Services (Jersey) Limited, by not later than 10.00 a.m. on 29 June 2026 (or, if the General Meeting is adjourned, 48 hours (excluding any part of a day that is not a working day) before the time fixed for the adjourned meeting).

Completion and return of Forms of Proxy will not preclude Shareholders from attending and voting at the General Meeting should they so wish.

Shareholders are strongly encouraged to use their proxy vote and reminded that their completed Form of Proxy may also be scanned and submitted via email to #UKCSBRS.ExternalProxyQueries@computershare.co.uk. The deadline for submission of proxy votes is 10.00 a.m. on 29 June 2026.

Shareholders who hold their Ordinary Shares in uncertificated form in CREST may alternatively use the CREST Proxy Voting Service in accordance with the procedures set out in the CREST Manual as explained in the notes accompanying the Notice of General Meeting at the end of this Circular. Proxies submitted via CREST must be received by the issuer's agent (ID 3RA50) by no later than 10.00 a.m. on 29 June 2026 (or, if the General Meeting is adjourned, 48 hours (excluding any part of a day that is not a working day) before the time fixed for the adjourned meeting). The Company may treat as invalid a proxy appointment sent by CREST in the circumstances set out in Article 34 of the Companies (Uncertificated Securities) (Jersey) Order 1999. The appointment of a proxy using the CREST Proxy Voting Service will not preclude Shareholders from attending and voting in person at the General Meeting should they so wish

Please refer to the detailed notes contained in the Notice of General Meeting.

FORWARD LOOKING STATEMENTS

This Circular includes statements that are, or may be deemed to be, "forward-looking statements". These forward-looking statements can be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "plans", "projects", "anticipates", "expects", "intends", "may", "will", or "should" or, in each case, their negative or other variations or comparable terminology. These forward-looking statements include matters that are not historical facts. They appear in a number of places throughout this Circular and include statements regarding the Directors' current intentions, beliefs or expectations concerning, among other things, the Group's results of operations, financial condition, liquidity, prospects, growth, strategies and the Group's markets.

By their nature, forward-looking statements involve risk and uncertainty because they relate to future events and circumstances. Actual results and developments could differ materially from those expressed or implied by the forward-looking statements.

Forward-looking statements may and often do differ materially from actual results. Any forward-looking statements in this Circular are based on certain factors and assumptions, including the Directors' current view with respect to future events and are subject to risks relating to future events and other risks, uncertainties and assumptions relating to the Group's operations, results of operations, growth strategy and liquidity. Whilst the Directors consider these assumptions to be reasonable based upon information currently available, they may prove to be incorrect. Save as required by law or by the AIM Rules, the Company undertakes no obligation to publicly release the results of any revisions to any forward-looking statements in this Circular that may occur due to any change in the Directors' expectations or to reflect events or circumstances after the date of this Circular.

Nothing contained herein shall be deemed to be a forecast, projection or estimate of the future financial performance of the Company or any other person following the implementation of the Fundraising and the Conversion or otherwise.

The contents of the Company's website or any hyperlinks accessible from the Company's website do not form part of this Circular and Shareholders should not rely on them.

Copies of this Circular will be available free of charge from the Company's registered office, de Carteret House, 7 Castle Street, St Helier, JE2 3BT, Jersey during normal business hours and a copy is available on the website of the Company at www.ctlithium.com.

CONTENTS

DIRECTORS, SECRETARY AND ADVISERS

Directors	Steve Kesler (*Non-Executive Chairman*) Ignacio Mehech (*Chief Executive Officer*) Todd Ross (*Non-Executive Director*) Paul Atherton (*Non-Executive Director*) All of whose business address is at the Company's registered office
Registered Office	de Carteret House 7 Castle Street St Helier JE2 3BT, Jersey
Company website	www.ctlithium.com
Company Secretary	Oak Group (Jersey) Limited 3rd Floor, IFC5 Castle Street JE2 3BX Jersey
Nominated Adviser	Beaumont Cornish Limited 5-10 Bolton Street London W1J 8BA United Kingdom
Capital Markets Adviser and Sole Bookrunner	CAL Investments Limited (trading as Fox-Davies Capital) 1st Floor, Nicholas House 3 Laurence Pountney Hill London EC4R 0EU United Kingdom
Broker	Canaccord Genuity 88 Wood Street London EC2V 7QR United Kingdom
UK legal advisers to the Company	Fieldfisher LLP Riverbank House 2 Swan Lane London EC4R 3TT United Kingdom
Jersey legal advisers to the Company	Pinel Advocates Channel House St Helier Jersey JE2 4UH
UK legal advisers to the Nominated Adviser and Bookrunner	Bird & Bird LLP 12 New Fetter Lane London EC4A 1JP United Kingdom
Registrars	Computershare Investor Services (Jersey) Limited 13 Castle Street St Helier JE1 1ES Jersey

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this Circular	9 June 2026
Close of the Retail Offer	9 June 2026
Announcement of result of the Retail Offer	10 June 2026
First Admission and dealings in the Firm Placing Shares and the Conversion Shares expected to commence on AIM	8.00 a.m. on 10 June 2026
Where applicable, expected date for CREST accounts to be credited in respect of Firm Placing Shares and the Conversion Shares in uncertificated form	10 June 2026
Where applicable, expected date for despatch of definitive certificates for Firm Placing Shares and the Conversion Shares in certificated form	On or before 22 June 2026
Requested time and date for receipt of Forms of Proxy	10.00 a.m. on 29 June 2026
General Meeting	10.00 a.m. on 1 July 2026
Result of the General Meeting announced	1 July 2026
Second Admission and dealings in the Conditional Placing Shares, the Bookrunner Option Shares, the Subscription Shares and the Retail Offer Shares expected to commence on AIM	8.00 a.m. on 2 July 2026
Where applicable, expected date for CREST accounts to be credited in respect of the Conditional Placing Shares, the Bookrunner Option Shares, the Subscription Shares and the Retail Offer Shares in uncertificated form	2 July 2026
Where applicable, expected date for despatch of definitive certificates for the Conditional Placing Shares, the Bookrunner Option Shares, the Subscription Shares and the Retail Offer Shares in certificated form	On or before 16 July 2026

Notes:

References to times in this Circular are to London time unless otherwise stated.

The times and dates set out in the expected timetable of principal events above and mentioned throughout this Circular may be adjusted by the Company in which event the Company will make an appropriate announcement to a Regulatory Information Service giving details of any revised dates and the details of the new times and dates will be notified to the London Stock Exchange and, where appropriate, Members. Members may not receive any further written communication.

FUNDRAISING STATISTICS

Issue Price	6 pence
Number of Ordinary Shares prior to First Admission	204,348,742
Number of Conversion Shares	64,464,675
Number of Firm Placing Shares	39,170,424
Number of Ordinary Shares in issue following First Admission	307,983,841
Number of Conditional Placing Shares*	40,339,576
Total number of Placing Shares*	79,510,000
Number of Subscription Shares	4,604,550
Number of Retail Offer Shares* **	4,166,667
Number of Bookrunner Option Shares* ***	10,000,000
Number of Ordinary Shares in issue following Second Admission* ** ***	367,094,634
Percentage of Enlarged Share Capital represented by the Placing Shares* ** ***	21.65 per cent
Number of Warrants to be issued* ** ***	49,140,608
Gross proceeds of the Placing receivable by the Company*	£4.77 million
Gross proceeds of the Retail Offer* **	£0.25 million
Gross proceeds of the Bookrunner Option* ***	£0.60 million
Ordinary Share ISIN	JE00BTJ01443
Warrant ISIN	JE00BTCKN234

* Conditional on the passing of the Fundraising Resolutions at the General Meeting
** Assuming £250,000 is taken up under the Retail Offer
*** Assuming the Bookrunner Option is exercised and taken up in full

LETTER FROM THE CHAIRMAN

CleanTech Lithium PLC

(*Incorporated in Jersey with registered number 139640*)

Directors:	*Registered Office:*
Steve Kesler (*Non-Executive Chairman*)	de Carteret House
Ignacio Mehech (*Chief Executive Officer*)	7 Castle Street
Todd Ross (*Non-Executive Director*)	St Helier,
Paul Atherton (*Non-Executive Director*)	JE2 3BT, Jersey

9 June 2026

Conversion of Loan Notes

Firm Placing to raise £2.35 million

Conditional Placing to raise £2.42 million

Retail Offer to raise approximately £0.25 million

and

Notice of General Meeting

Dear Shareholder,

1. Introduction

I have pleasure in sending you a notice convening a general meeting of CleanTech Lithium PLC (the "**Company**"). The general meeting will be held at 10.00 a.m. on 1 July 2026 at the Company's registered office, de Carteret House, 7 Castle Street, St Helier JE2 3BT (the "**General Meeting**"). As you will see from the formal notice of General Meeting which follows this letter (the "**Notice of General Meeting**"), there are a number of items of business to be considered and the purpose of each resolution to be proposed is set out in paragraph 12 below. The purpose of this Circular is to explain the background to and reasons for convening the General Meeting.

2. Background

The Company announced on 5 June 2026, that it had conditionally raised £4.77 million (before expenses) by way of a firm placing and a conditional placing of 79,510,000 new Ordinary Shares at the Issue Price by way of an accelerated bookbuild. The Company also announced that it had granted a bookrunner option to Fox-Davies, pursuant to the Placing Agreement, in order to enable Fox-Davies to deal with any additional demand following the closing of the Placing (the "**Bookrunner Option**").

The Company further announced on 4 June 2026 that it would make a retail offer of new Ordinary Shares to existing shareholders and UK retail investors via the WRAP Platform at the Issue Price, pursuant to which approximately a further £0.25 million may be conditionally raised. The Company further announced that Leo Koot will be appointed as a non-executive director of the Company immediately following First Admission.

In addition to the Placing and Retail Offer, the Company is also proposing to settle amounts owed to Steve Kesler by the issue of 4,604,550 new Ordinary Shares at the Issue Price. A further announcement on this will be made following the release of the Company's annual results which is expected to occur in the next few weeks.

The Fundraising Shares shall carry a warrant entitlement of one Warrant for every two Fundraising Shares subscribed for. The grant of the Warrants is conditional upon the passing of the Fundraising Resolutions and JFSC Consent being obtained. Each Warrant grants the holder the right to subscribe for one new Ordinary Share at a price of 9 pence, at any time from one year after the date of Second Admission until up to and including the date which is three years from the date of Second Admission. The Warrants will be constituted by and subject to the terms and conditions contained in a warrant instrument to be entered into by the Company.

The Company also announced on 4 June 2026, that it has agreed with the Noteholders, conditional upon First Admission, to convert the amounts outstanding pursuant to the Loan Notes into new Ordinary Shares, in accordance with the terms of the Loan Note Instruments and the conversion notices issued by the Noteholders to the Company on 4 June 2026. Conditional upon First Admission, 64,464,675 Conversion Shares shall be issued to the Noteholders in aggregate pursuant to the Conversion.

The Company also announced on 4 June 2026 that it intends to award options to Directors and senior management following publication of the Company's annual financial report for the year ended 31 December 2025, subject to Shareholder approval. The Board recognises the importance of appropriately incentivising management and ensuring that remuneration policy is supportive of long-term value creation and the Company's purpose, strategy and culture. The Board also recognises the importance of preserving cash at this stage of the Company's development.

The purpose of this Circular is, amongst other things, to provide you with the background to, and reasons as to why the Board considers that the Fundraising is in the best interests of the Company and its Shareholders as a whole and why the Directors unanimously recommend that, in order to implement the Fundraising, you vote in favour of the Fundraising Resolutions to be proposed at the General Meeting, notice of which is set out at the end of this Circular.

3. Use of Proceeds

If the Fundraising Resolutions are passed, the gross proceeds receivable by the Company pursuant to the Fundraising (assuming £0.25 million is raised pursuant the Retail Offer) will be approximately £5.30 million, before expenses. The proceeds will be used to fund licence acquisition costs at Laguna Verde, commence crucial EIA works which are now critical path, support ongoing refinement of DLE processes, engineering configurations and trade-off analysis for CAPEX and OPEX optimisations, ASX dual-listing costs, as well as for working capital needs whilst a strategic partner is selected. The net proceeds from the Bookrunner Option (if exercised) shall be applied in the same way.

4. Loan Note Conversion

On 1 July 2024, the Company announced it had secured commitments from several investors to raise approximately £2.1 million through the issue of the Loan Notes.

On 11 August 2025, the terms of the Loan Notes were amended, including to extend the maturity date to 30 June 2026 and provide for a premium of 12% per annum to be payable on redemption or conversion of the Loan Notes. The amounts outstanding to the Noteholders (including principal, premium and fees) were capitalised to become the new principal amount payable under the Loan Notes as follows:

- AUD $4,813,081; and
- GBP £689,351.

On 3 November 2025, the Company announced that it had redeemed £105,000 of the Loan Notes.

On 4 June 2026, the Company received notices from each of the Noteholders that they had elected to convert all outstanding Loan Notes held by them.

Pursuant to the Conversion Notices, the Company has agreed with the Noteholders that, in addition to the premium which had accrued on the Loan Notes up to the date of the Conversion Notices, the Noteholders would also be entitled to convert any premium which would accrue thereon up to the Maturity Date (being 30 June 2026). The Conversion Notices include an election from the Noteholders to convert all such accrued and to be accrued premium.

The total amount to be converted pursuant to the Conversion, amounts to AUD$5,064,778 plus £758,022 in aggregate.

The Conversion will result in the issue of 64,464,675 Conversion Shares in aggregate to the Noteholders (representing 31.5 per cent. of the Existing Issued Share Capital and 20.9 per cent. of the First Enlarged Share Capital).

The Conversion Shares shall be allotted and issued to the Noteholders pursuant to existing authorities to allot the Conversion Shares on a non-pre-emptive basis granted to the Directors on 29 August 2025.

Pursuant to the Conversion, Regal shall be allotted 47,003,253 Conversion Shares. As at the date of this Circular, Regal is interested in 16,730,582 Ordinary Shares in the Company (representing 8.2 per cent. of the Existing Issued Share Capital) and, following the Conversion will be interested in 63,733,835 Ordinary Shares in the Company (representing 20.7 per cent. of the First Enlarged Share Capital).

As a result of Regal's substantial shareholding in the Company, the Company has agreed to grant Regal the right to appoint either a non-executive director of the Company or an observer to the Board, for so long as it continues to hold, in aggregate, 10 per cent. or more of the entire issued share capital of the Company (the "**Appointment Right**"). As announced on 10 February 2025, pursuant to the terms of the Loan Notes, the Company granted security to the Noteholders in the form of a first-ranking charge over the assets and undertakings of the Company and over the issued share capital of the Company's wholly owned UK subsidiary, CleanTech Lithium Limited ("**Security**"). The Security will be released on completion of the Conversion, which remains conditional upon First Admission.

5. The Placing

The Company has conditionally raised approximately £4.77 million (before expenses) through the issue of the Placing Shares at the Issue Price, which represents a discount of 26 per cent. to the closing middle market price of 8.15 pence per Ordinary Share on 3 June 2026, being the last practicable date prior to the Launch Announcement. The Placing Shares will carry a warrant entitlement of one Warrant for every two Placing Shares subscribed for, exercisable at a share price of 9 pence at any time from one year after the date of Second Admission until up to and including the date which is 3 years from the date of Second Admission.

The 39,170,424 Firm Placing Shares have been placed firm with investors. The placing of the Firm Placing Shares is being made pursuant to existing authorities to allot shares non-pre-emptively under the Articles, which were granted to the Directors at the Annual General Meeting of the Company held on 22 December 2025. Admission of the Firm Placing Shares is expected to become effective, at 8.00 a.m. on 10 June 2026.

The Company will require further authorities to allot the Conditional Placing Shares. Accordingly, 40,339,576 Conditional Placing Shares have been conditionally placed with investors and the Conditional Placing is conditional upon Shareholders approving the Fundraising Resolutions at the General Meeting that will *inter alia* grant to the Directors the authority to allot the Conditional Placing Shares for cash on a non-pre-emptive basis.

Together, the Placing Shares will represent approximately 21.65 per cent. of the Enlarged Share Capital.

The Conditional Placing is conditional upon, *inter alia*, the Placing Agreement not having been terminated, the passing of the Fundraising Resolutions and Second Admission occurring on or before 8.00 a.m. on 2 July 2026 (or such later date as Beaumont Cornish, Fox-Davies and the Company may agree, being not later than 8.00 a.m. on 16 July 2026).

5.1 The Placing Agreement

Pursuant to the terms of the Placing Agreement, Fox-Davies, as agent for the Company, has conditionally agreed to use reasonable endeavours to procure subscribers for the Placing Shares. Fox-Davies has conditionally placed the Placing Shares with certain institutional and other investors at the Issue Price. The Placing has not been underwritten. The Firm Placing is conditional upon the Placing Agreement not having been terminated and First Admission occurring on or before 8.00 a.m. on 10 June 2026 (or such later date as Beaumont Cornish, Fox-Davies and the Company may agree, being not later than 8.00 a.m. 24 June 2026). The Conditional Placing is conditional upon, *inter alia*, the Placing Agreement not having been terminated, the passing of the Fundraising Resolutions at the General Meeting and Second Admission occurring on or before 8.00 a.m. on 2 July 2026 (or such later date as Beaumont Cornish, Fox-Davies and the Company may agree, being not later than 8.00 a.m. on 16 July 2026).

The Placing Agreement contains customary warranties from the Company in favour of Beaumont Cornish and Fox-Davies in relation to, *inter alia*, the accuracy of the information in this Circular and other matters relating to the Group and its business. In addition, the Company has agreed to indemnify Beaumont Cornish and Fox-Davies in relation to certain defined liabilities that they may incur in respect of the Placing.

The Placing Agreement also provides for the Company to pay all costs, charges and expenses of, or incidental to, the Placing and Admissions including all legal and other professional fees and expenses.

The Placing Shares have not been made available to the public and have not been offered or sold in any jurisdiction where it would be unlawful to do so.

5.2 Settlement and dealings

Application has been made to the London Stock Exchange for the Firm Placing Shares and the Conversion Shares to be admitted to trading on AIM. It is expected that First Admission will become effective at 8.00 a.m. on 10 June 2026.

Subject to the Fundraising Resolutions being passed at the General Meeting, application will be made to the London Stock Exchange for the Conditional Placing Shares, along with the Retail Offer Shares (if any), the Subscription Shares and the Bookrunner Option Shares (if any), to be admitted to trading on AIM. It is expected that Second Admission will become effective at 8.00 a.m. on 2 July 2026.

The Placing Shares, the Retail Offer Shares (if any), the Subscription Shares and the Bookrunner Option Shares (if any) will, when issued and fully paid, rank pari passu in all respects with the existing Ordinary Shares, including the right to receive dividends and other distributions declared, made or paid after the date of their issue.

6. Bookrunner Option

In addition to the Placing, the Company has granted a Bookrunner Option to Fox-Davies pursuant to the Placing Agreement in order to enable Fox-Davies to deal with any additional demand in the event that requests to participate in the Placing are received during the period from the date of the publication of the announcement confirming the close of the ABB until 5.00 p.m. on 19 June 2026. The primary purpose of the Bookrunner Option, which is offered to existing institutional shareholders, is to deal with demand from those investors who did not participate in the Placing or could not be reached immediately as part of the ABB. The Bookrunner Option is exercisable by Fox-Davies up until 5.00 p.m. on 19 June 2026 and is subject to the terms and conditions set out in Appendix 1 to the Launch Announcement.

Bookrunner Option Shares shall carry a warrant entitlement of one Warrant for every two Bookrunner Option Shares subscribed for. Any Bookrunner Option Shares and Warrants issued pursuant to the exercise of the Bookrunner Option will be issued on the same terms and conditions as the Placing Shares and Warrants, which are set out in Appendix 1 to the Launch Announcement and will comprise up to 10,000,000 new Ordinary Shares and 5,000,000 Warrants.

The Bookrunner Option may be exercised by Fox-Davies in its absolute discretion, but there is no obligation on Fox-Davies to exercise the Bookrunner Option or to seek to procure subscribers for any Bookrunner Option Shares and attached Warrants from investors pursuant to the Bookrunner Option.

The Bookrunner Option, if exercised, is to up to £0.60 million (before expenses) (which can be increased at Fox-Davies and the Company's discretion). The issue of the Bookrunner Option Shares and attached Warrants is conditional on the passing of the Fundraising Resolutions and First Admission becoming effective.

7. Bookrunner Warrants

As consideration for its services in connection with the Placing, the Company intends to grant Fox-Davies with warrants over 4,950,225 Ordinary Shares which is equal to between 6% and 7.5% of the Placing Shares (the "**Bookrunner Warrants**"). The Bookrunner Warrants will be exercisable at a price equal to the Issue Price up until five years from the date of Second Admission. Grant of the Bookrunner Warrants is conditional inter alia upon the passing of the Fundraising Resolutions at the General Meeting. Further Bookrunner Warrants will be granted on the same basis if the Bookrunner Option is exercised.

8. Subscription

It is proposed that following the release of the Company's annual results which is expected to occur in the next few weeks, Steve Kesler will agree to satisfy amounts owed to him by the Company, being £276,273, by subscribing for 4,604,550 Subscription Shares at the Issue Price. The Subscription Shares shall carry a warrant entitlement of one Warrant for every two Subscription Shares subscribed for.

It is intended that the Subscription will be conditional upon, *inter alia*, the Fundraising Resolutions being passed at the General Meeting and Second Admission occurring. Any Subscription Shares, when issued, will rank pari passu in all respects with the existing Ordinary Shares.

9. Retail Offer

Assuming £0.25 million is raised pursuant to the Retail Offer, the Retail Offer will result in the issue of 4,166,667 new Ordinary Shares. The Retail Offer Shares shall carry a warrant entitlement of one Warrant for every two Retail Offer Shares subscribed for.

The Company values its retail shareholder base and believes that it is appropriate to provide eligible Retail Investors, being existing Shareholders and other retail investors in the United Kingdom, with the opportunity to participate in the Retail Offer. The Company is using the WRAP Platform to conduct the Retail Offer. The terms and conditions of the Retail Offer are set out in an announcement made by the Company on 4 June 2026.

The Retail Offer is conditional on, *inter alia*, the Fundraising Resolutions being passed at the General Meeting and Second Admission occurring. The Retail Offer will, assuming that £250,000 is taken up by investors, result in the issue of 4,166,667 new Ordinary Shares representing approximately 1.1 per cent. of the Enlarged Share Capital. The Retail Offer Shares, when issued and fully paid, will rank pari passu in all respects with the existing Ordinary Shares.

10. Related Party Transactions

Athos Capital Limited ("**Athos**"), a substantial shareholder in the Company as at the date of this Circular, is interested in approximately 22.3 per cent. of the Existing Issued Share Capital and, therefore, is a Related Party under the AIM Rules. Athos' participation in the Placing is therefore a Related Party Transaction for the purposes of Rule 13 of the AIM Rules. Accordingly, the Directors of the Company, all independent, consider, having consulted with Beaumont Cornish Limited, the Company's Nominated Adviser, that the terms of Athos' participation in the Placing are fair and reasonable insofar as the Company's Shareholders are concerned.

11. Directors' and Senior Management Remuneration and Incentivisation

As announced on 4 June 2026, the Company intends to award options to Directors and Senior Management following publication of the Company's annual financial report for the year ended 31 December 2025, subject to Shareholder approval.

It is becoming common practice to use performance share plans where awards are granted over a period of years subject to the achievement of performance conditions and it is proposed that such a long-term incentive plan be implemented using the Company's existing Share Option Plan adopted in 2022 by granting options to the management team with a nominal value exercise price that vest on meeting specified performance conditions. The Company's Share Option Plan will also be used to grant options to the Chairman and the other non-executives to supplement their current remuneration levels, which shall be non-performance related but at an exercise price significantly in excess of the current market price.

Accordingly, the Board, following consultation with major Shareholders, is proposing the following:

- the Company's CEO's bonus awards for 2025 and his bonus award for 2026, to the extent that it is earned, will be satisfied by the grant of options having an exercise price equal to the nominal value of an Ordinary Share ("**Nominal Price Options**"). Nominal Price Options over 863,171 Ordinary Shares will be granted to satisfy the 2025 bonus of £67,500 and Nominal Price Options over 1,200,109 Ordinary Shares will be granted to satisfy the 2026 bonus of £93,848, assuming that the 2026 bonus is earned in full. The 2026 bonus is dependent on the achievement of a number of key milestones;

- bonuses over 803,151 Ordinary Shares to be paid to the senior management on the award of the CEOL will also be satisfied by the grant of Nominal Price Options;

- to replace the options granted to the CEO as announced on 14 August 2025, the CEO will be granted long-term incentive options over 10 million Ordinary Shares at a nominal value exercise price. These options will vest in equal tranches on the satisfaction of the following conditions:

    - Board approval of a positive DFS for Laguna Verde;
    - receipt of the environmental permit for Laguna Verde;
    - project finance being secured to commence construction at Laguna Verde;
    - commercial production declared at Laguna Verde; and
    - the Company share price being 50 pence or above for a consecutive period of 20 trading days,

- in order to provide long-term incentives to the rest of the senior management team further options over 4.6 million Ordinary Shares will be granted under the Company's existing Share Option Plan with a nominal value exercise price with the same performance conditions as above;

- it is intended that further awards, on the same basis, will be made to new members of the senior management team as and when they are recruited; and

- options, in aggregate over 2.5 million Ordinary Shares will be granted to the Chairman and the other non-executive directors under the Company's Share Option Plan with such options having an exercise price of 20 pence per Ordinary Share.

All options being granted are, subject to the various conditions set out above, exercisable up until the fifth anniversary from vesting date. It is intended that all outstanding options granted to the Directors and senior management will not exceed 10% of the Company's issued share capital from time to time.

12. General Meeting

The General Meeting of the Company is to be held at 10.00 a.m. on 1 July 2026 at the Company's registered office, de Carteret House, 7 Castle Street, St Helier JE2 3BT.

The Directors do not currently have authority within the Articles to allot the Conditional Placing Shares, the Bookrunner Option Shares, the Subscription Shares, the Retail Offer Shares, or to grant the Warrants or the Bookrunner Warrants on a non-pre-emptive basis. Accordingly, the Board is seeking the approval of Shareholders at the General Meeting to authorise the Directors to allot Ordinary Shares and disapply the pre-emption rights set out in the Articles in connection with the Conditional Placing, the Bookrunner Option, the Subscription, the Retail Offer, the Warrants and the Bookrunner Warrants. The Company is also seeking to renew its existing general authorities until these are renewed at the next annual general meeting.

The following Resolutions will be proposed at the General Meeting:

Resolution 1 which is an ordinary resolution to authorise Directors to allot Ordinary Shares up to an aggregate nominal amount of £2,660,028 (being equal to 133,001,400 Ordinary Shares), in relation to the issue of the Conditional Placing Shares, the Bookrunner Option Shares, the Subscription Shares, the Retail Offer Shares, the Warrants and the Bookrunner Warrants;

Resolution 2 which is an ordinary resolution to authorise Directors to allot Ordinary Shares or securities convertible into Ordinary Shares, other than in connection with the matters set out in Resolution 1, up to an aggregate nominal value of £2,447,298 (being equal to one-third of the Enlarged Share Capital or 122,364,900 Ordinary Shares);

Resolution 3 which is conditional on the passing of Resolution 1, is a special resolution to authorise the Directors to allot Ordinary Shares up to an aggregate nominal value of £2,660,028 (being equal to 133,001,400 Ordinary Shares), on a non-pre-emptive basis, in relation to the issue of the Conditional Placing Shares, the Bookrunner Option Shares, the Subscription Shares, the Retail Offer Shares, the Warrants and the Bookrunner Warrants; and

Resolution 4 which is conditional on the passing of Resolution 2, is a special resolution, to authorise the Directors to allot Ordinary Shares or securities convertible into Ordinary Shares up to an aggregate amount of £1,468,379 (being equal to 20 per cent. of the Enlarged Share Capital or 73,418,950 Ordinary Shares) on a non-pre-emptive basis (other than in connection with the non-pre-emptive issue of the Conditional Placing Shares, the Bookrunner Option Shares, the Subscription Shares, the Retail Offer Shares, the Warrants and the Bookrunner Warrants which is covered by the disapplication set out in Resolution 3); and

Resolution 5 which is an ordinary resolution to approve the proposed remuneration proposals and option awards as set out in paragraph 11 of the letter of the Chairman contained in this Circular.

The full text of the Resolutions is set out in the Notice of General Meeting and a Form of Proxy to be used in connection with the General Meeting is enclosed.

The authority and the power described in the Resolutions replaces any like authority or power previously conferred on the Directors.

For a Resolution proposed as an ordinary resolution to be passed, a simple majority of Shareholders entitled to vote and present in person or by proxy must cast their votes in favour. For a Resolution proposed as a special resolution to be passed, a majority of at least 75 per cent. of Shareholders entitled to vote and present in person or by proxy must cast their votes in favour.

The authorities conferred pursuant to the Resolutions (unless previously revoked or varied by the Company in general meeting) will expire at the earlier of the date falling 15 months following the passing of such Resolution or the conclusion of the Company's annual general meeting for 2026.

13. Action to be taken by Shareholders in respect of the General Meeting

Shareholders are strongly encouraged to exercise their vote on the Resolutions by submitting a proxy appointment and giving voting instructions.

Shareholders are invited to submit any questions they would otherwise have asked at the General Meeting to info@ctlithium.com. Such questions will be considered by the Board. The Company will respond to any relevant questions that are received, and may also, if the Board so determines, and subject to any regulatory restrictions, publish on our website a summary of responses to questions received.

You can submit your proxy vote by:-

- returning the Form of Proxy that accompanies this Circular or the notification of this Circular (as applicable). The Form of Proxy should be completed and signed in accordance with the instructions thereon and returned to the Company's registrars, Computershare Investor Services (Jersey) Limited, c/o The Pavilions, Bridgwater Road, Bristol BS99 6ZY. You are requested to submit your proxy so as to be received by no later than 10.00 a.m. on 29 June 2026; or
- following the instructions on the hard copy Form of Proxy to submit it electronically by accessing the shareholder portal at www.investorcentre.co.uk/eproxy. You will require your username and password in order to log in and vote, which can be found on the hard copy Form of Proxy. You must submit your vote by no later than 10.00 a.m. on 29 June 2026; or
- if you hold your shares in uncertified form, use the CREST electronic proxy appointment service in accordance with the procedures set out in the CREST manual using CREST ID: 3RA50. The latest time by which an instruction must be validly entered through the CREST electronic proxy appointment service is 10.00 a.m. on 29 June 2026 (or, if the meeting is adjourned, not less than 48 hours (excluding non-working days) before the time fixed for the adjourned meeting).

14. Recommendation

The Directors consider the Fundraising and incentive proposals to be in the best interests of the Company and its Shareholders as a whole and accordingly recommend unanimously that Shareholders vote in favour of the Resolutions to be proposed at the General Meeting, as they intend to do in respect of their aggregate holdings of 359,090 Ordinary Shares.

15. Importance of your vote

Should the Fundraising Resolutions at the General Meeting not be passed, the Conditional Placing, the Subscription and the Retail Offer will not complete, and the Company would only receive the net proceeds of the Firm Placing. Accordingly, the Directors believe that it is critical that Shareholders vote in favour of the Fundraising Resolutions, as the Directors consider the Fundraising to represent the best possible option for Shareholders as a whole in order for the Company to progress its operations as outlined in this Circular.

Yours faithfully

Mr Steve Kesler
Chairman

DEFINITIONS

The following definitions apply throughout this Circular unless the context otherwise requires:

£ or **GBP**	pounds sterling
Admission	together, First Admission and Second Admission (or each of them as the context may require)
AIM	AIM, a market operated by the London Stock Exchange
AIM Rules	the AIM Rules for Companies as published by the London Stock Exchange as amended from time to time
Articles	the current articles of association of the Company
AUD Loan Note Instrument	the loan note instrument constituted by the Company on 30 June 2024, as amended by deeds of variation dated 15 July 2024, 28 June 2025, 1 August 2025 and 11 August 2025
AUD Loan Notes	the loan notes issued by the Company pursuant to the AUD Loan Note Instrument
AUD Noteholders	the holders of the AUD Loan Notes
Bookrunner Option	an option granted to Fox-Davies pursuant to the Placing Agreement in order to enable Fox-Davies to deal with any additional demand in the event that requests to participate in the Placing are received during the period from the date of the publication of the announcement confirming the close of the Placing until 5.00 p.m. on 19 June 2026
Bookrunner Option Shares	means the additional new Ordinary Shares intended to be issued by the Company (if any) at the Issue Price pursuant to the Bookrunner Option
Bookrunner Warrants	the warrants to be granted to Fox-Davies, as set out in more detail in paragraph 7 of the Chairman's letter
certificated form or in certificated form	an Ordinary Share recorded on a company's share register as being held in certificated form (namely, not in CREST)
Circular	this document
Company or CleanTech Lithium	CleanTech Lithium PLC

Conditional Placing	the conditional placing of the Conditional Placing Shares, the issue of which is conditional upon the passing of the Fundraising Resolutions
Conditional Placing Shares	the 40,339,576 new Ordinary Shares to be issued pursuant to the Conditional Placing at the Issue Price
Conversion	the conversion of the Loan Notes together with any premium which had or would accrue thereon up to the Maturity Date into the Conversion Shares
Conversion Shares	the 64,464,675 Ordinary Shares to be issued to the Noteholders pursuant to the Conversion)
CREST	the relevant system in respect of which Euroclear is the approved operator (as defined in the CREST Regulations)
CREST Regulations	the Companies (Uncertificated Securities) (Jersey) Order 1999
DFS	Definitive Feasibility Study
Directors or Board	the members of the board of the Company from time to time
DLE	direct lithium extraction
EIA	environmental impact assessment
Enlarged Share Capital	the issued Ordinary Shares immediately following Second Admission (assuming the Subscription Shares are issued and £0.25 million is taken up in the Retail Offer and that the Bookrunner Option is exercised and taken up in full)
Euroclear	Euroclear UK & International Limited, the operator of CREST
Existing Issued Share Capital	the 204,348,742 existing Ordinary Shares in the capital of the Company in issue as at the date of this Circular
Firm Placing	the placing of the Firm Placing Shares
Firm Placing Shares	the 39,170,424 new Ordinary Shares to be issued pursuant to the Firm Placing at the Issue Price

First Admission	admission of the Firm Placing Shares and the Conversion Shares to trading on AIM becoming effective in accordance with Rule 6 of the AIM Rules
First Enlarged Share Capital	the Ordinary Shares in issue immediately following First Admission
Form of Proxy	the form of proxy for use in connection with the General Meeting which accompanies this Circular
Fox-Davies or **Bookrunner**	CAL Investments Limited (trading as Fox-Davies Capital), the Company's Capital Markets Adviser and sole bookrunner
FSMA	the Financial Services and Markets Act 2000 (as amended)
Fundraising	together, the Placing, the Subscription and the Retail Offer
Fundraising Resolutions	Resolutions 1 and 3 as set out in the Notice of General Meeting which appears in the Appendix to this Circular
GBP Loan Note Instrument	the loan note instrument constituted by the Company on 30 June 2024, as amended and restated on 12 August 2024 by a noteholder resolution and as amended by deeds of variation dated 28 June 2025, 1 August 2025 and 11 August 2025
GBP Loan Notes	the loan notes issued by the Company pursuant to the GBP Loan Note Instrument
GBP Noteholders	the holders of the GBP Loan Notes
General Meeting, GM or Meeting	the general meeting of the Company (or any adjournment thereof) to be held on 1 July 2026, notice of which is set out at the Appendix to this Circular
Group	the Company and its subsidiaries
Intermediaries	any financial intermediary that is appointed in connection with the Retail Offer after the date of this agreement and "Intermediary" shall mean any one of them
Issue Price	6 pence
JFSC Consent	consent being obtained from the Jersey Financial Services Commission pursuant to the Control of Borrowing (Jersey) Order 1958, in respect of the issue of the Warrants

Launch Announcement	the announcement released by the Company on 4 June 2026 relating to the Fundraising and the Conversion
Loan Notes	together, the AUD Loan Notes and the GBP Loan Notes
Loan Note Instruments	together, the AUD Loan Note Instrument and the GBP Loan Note Instrument
London Stock Exchange	London Stock Exchange plc
Maturity Date	30 June 2026
Noteholders	together, the AUD Noteholders and the GBP Noteholders
Notice of GM or Notice of General Meeting	the notice of general meeting set out at the Appendix to this Circular
Ordinary Resolutions	the ordinary resolutions of the Company set out in the Notice of General Meeting which appears in the Appendix to this Circular
Ordinary Shares	ordinary shares of £0.02 each in the capital of the Company
Placees	those persons who have agreed to acquire Placing Shares pursuant to the Placing
Placing	the Placing of the Placing Shares by Fox-Davies, as agent on behalf of the Company, pursuant to the Placing Agreement, further details of which are set out in this Circular
Placing Agreement	the agreement dated 4 June 2026 and made between Beaumont Cornish, Fox-Davies and the Company in relation to the Placing, further details of which are set out in this Circular
Placing Shares	together, the Firm Placing Shares and the Conditional Placing Shares
Regal	Regal Funds comprising Regal Funds Management Pty Limited and its associates (including Regal Partners Limited, of which Regal Funds Management Pty Limited is a wholly owned subsidiary) which act as trustee and investment advisor for certain funds
Registrars	Computershare Investor Services (Jersey) Limited

Regulatory Information Service	has the meaning given in the AIM Rules
Resolutions	the resolutions to be proposed at the General Meeting as set out in the Notice of General Meeting which appears in the Appendix to this Circular
Retail Investors	means existing shareholders and other retail investors who are resident in the United Kingdom and are a customer of an Intermediary who agree conditionally to subscribe for Retail Offer Shares in the Retail Offer
Retail Offer	the offer of Retail Offer Shares to Retail Investors, through Intermediaries via the WRAP Platform
Retail Offer Shares	means, assuming that £250,000 is taken up under the Retail Offer, 4,166,667 new Ordinary Shares intended to be issued by the Company to Retail Investors at the Issue Price pursuant to the Retail Offer
Second Admission	admission of the Conditional Placing Shares, the Bookrunner Option Shares (if any), the Subscription Shares, and the Retail Offer Shares (if any) to trading on AIM becoming effective in accordance with Rule 6 of the AIM Rules
Shareholders or Members	holders of Ordinary Shares
Share Option Plan	the share option plan adopted by the Company on 14 September 2022
Special Resolutions	the special resolutions of the Company set out in the Notice of General Meeting which appears in the Appendix to this Circular
Subscription	the proposed conditional subscription by Steve Kesler for the Subscription Shares at the Issue Price
Subscription Shares	the 4,604,550 new Ordinary Shares proposed to be issued pursuant to the Subscription, subject to *inter alia*, the passing of the Fundraising Resolutions at the General Meeting
uncertificated or in uncertificated form	recorded on a register of securities maintained by Euroclear in accordance with the CREST Regulations as being in uncertificated form in CREST and in title to which, by virtue of the CREST Regulations, may be transferred by means of CREST
Warrants	means the warrants issued in connection with the Placing, the Bookrunner Option, the Retail Offer and the Subscription, giving the holder the right to subscribe for one new Ordinary Share per warrant at a price of 9 pence at any time from one year after the date of Second Admission until up to and including the date which is 3 years from the date of Second Admission
WRAP or WRAP Platform	the online platform through which the Retail Offer is being conducted

APPENDIX

NOTICE OF GENERAL MEETING

Unless otherwise expressly stated, all defined terms referred to below shall have the same meaning as given in the Circular dated 8 June 2026 of which the Notice convening this General Meeting forms part.

Notice is hereby given that pursuant to the Companies (Jersey) Law 1991 (as amended) (the "**Companies Law**") and the Articles, a General Meeting of CleanTech Lithium PLC (Jersey Registration Number: 139640) (the "**Company**") is to be held at 10.00 a.m. on 1 July 2026 at de Carteret House, 7 Castle Street, St Helier, JE2 3BT, Jersey ("**GM**") for the purpose of considering and, if thought fit, passing the following ordinary resolutions and special resolutions:

Ordinary Resolutions

1. **THAT** the Directors of the Company be and are generally and unconditionally authorised pursuant to Article 2.3 of the Articles to exercise all or any of the powers of the Company pursuant to the Articles to allot Relevant Shares (as that term is defined in the Articles) up to an aggregate nominal amount of £2,660,028, comprising:

    a. up to an aggregate nominal amount of £806,792 in connection with the Conditional Placing;

    b. up to an aggregate nominal amount of £200,000 in connection with the Bookrunner Option;

    c. up to an aggregate nominal amount of £92,091 in connection with the Subscription;

    d. up to an aggregate nominal amount of £333,333 in connection with the Retail Offer;

    e. up to an aggregate nominal amount of £1,107,812 in connection with the Warrants; and

    f. up to an aggregate nominal amount of £120,000 in connection with the Bookrunner Warrants,

    provided that this authority shall, unless previously revoked, varied or renewed, expire at the conclusion of the next annual general meeting of the Company or, if sooner, 15 months after the date of the passing of this Resolution, save that the Company may before such expiry make an offer or agreement which would or might require Relevant Shares to be allotted after such expiry and the directors of the Company may allot Relevant Shares pursuant to such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

2. **THAT,** otherwise than in connection with the matters set out in Resolution 1 above, the Directors of the Company be and are generally and unconditionally authorised pursuant to Article 2.3 of the Articles to exercise all or any of the powers of the Company pursuant to the Articles to allot Relevant Shares (as that term is defined in the Articles) up to an aggregate nominal amount of £2,447,298 (equal to one third of the Company's Enlarged Share Capital on Second Admission), provided that this authority shall, unless previously revoked, varied or renewed, expire at the conclusion of the next annual general meeting of the Company or, if sooner, 15 months after the date of the passing of this Resolution, save that the Company may before such expiry make an offer or agreement which would or might require Relevant Shares to be allotted after such expiry and the directors of the Company may allot Relevant Shares pursuant to such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

    This authority, if it becomes unconditional, replaces any subsisting general authorities to allot Relevant Shares granted to the directors of the Company at the previous general meeting which, to the extent unused at the date of this Resolution, are, if this Resolution becomes unconditional, revoked with immediate effect (without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made under such authorities or any earlier authorities) (for the avoidance of doubt this does not include any authority granted pursuant to Resolution 1).

Special Resolutions

3. **THAT** subject to and conditional upon the passing of Resolution 1, pursuant to Article 2.11 of the Articles the rights of pre-emption on the issue of Equity Securities (as such term is defined within the Articles) set out in Article 2.4 of the Articles are hereby waived in their entirety to the fullest extent possible in respect of the allotment and issue of Equity Securities:

   a. up to an aggregate nominal amount of £806,792 in connection with the Conditional Placing;

   b. up to an aggregate nominal amount of £200,000 in connection with the Bookrunner Option;

   c. up to an aggregate nominal amount of £92,091 in connection with the Subscription;

   d. up to an aggregate nominal amount of £333,333 in connection with the Retail Offer;

   e. up to an aggregate nominal amount of £1,107,812 in connection with the Warrants; and

   f. up to an aggregate nominal amount of £120,000 in connection with the Bookrunner Warrants,

   which shall, unless previously revoked, varied or renewed, expire at the conclusion of the next annual general meeting of the Company or, if sooner, 15 months after the date of the passing of this Resolution, save that the Company may before such expiry make an offer or agreement which would or might require Equity Securities to be allotted after such expiry and the directors of the Company may allot equity securities pursuant to such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

4. **THAT** subject to and conditional upon the passing of Resolution 2, pursuant to Article 2.11 of the Articles the rights of pre-emption on the issue of Equity Securities (as such term is defined within the Articles) set out in Article 2.4 of the Articles are hereby waived in their entirety to the fullest extent possible in respect of the allotment and issue (other than in connection with the matters set out in Resolution 3 above) of up to an aggregate nominal amount of £1,468,379 (equal to 20 per cent. of the aggregate nominal amount of the Company's Enlarged Share Capital on Second Admission), which shall, unless previously revoked, varied or renewed, expire at the conclusion of the next annual general meeting of the Company or, if sooner, 15 months after the date of the passing of this Resolution, save that the Company may before such expiry make an offer or agreement which would or might require Equity Securities to be allotted after such expiry and the directors of the Company may allot equity securities pursuant to such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

   This authority, if it becomes unconditional, replaces any subsisting general waiver of any rights of pre-emption in respect of an issue of Equity Securities by the Company which was obtained at a previous general meeting which, to the extent unused at the date of this Resolution, is, if this Resolution becomes unconditional, revoked with immediate effect (without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made under such authorities or any earlier authorities) (for the avoidance of doubt this does not include any waiver granted pursuant to Resolution 3).

Ordinary Resolution

5. **THAT** the proposed remuneration proposals and option awards as set out in paragraph 11 of the letter of the Chairman contained in the Circular to Shareholders published by the Company on 9 June 2026 are approved.

By Order of the Directors:

Registered office:

de Carteret House
7 Castle Street
St Helier, Jersey
JE2 3BT

Mr Steve Kesler
Chairman
8 June 2026

Notes:

1. A member entitled to attend and vote at the meeting convened by this Notice (or any adjournment thereof) is entitled to appoint one or more proxies to exercise all or any of that member's rights to attend and to speak and vote instead of him or her provided that if two or more proxies are to be appointed, each proxy must be appointed to exercise the rights attaching to different shares. When two or more valid proxy appointments are delivered or received in respect of the same Shares, the one which was last delivered or received shall be treated as replacing or revoking the others as regards such Shares, provided that if the Company determines that it has insufficient evidence to decide whether or not a proxy appointment is in respect of the same share or which was last delivered or received, it shall be entitled to determine which proxy appointment (if any) is to be treated as valid. A proxy need not be a member of the Company but if you appoint the chairman of the meeting as your proxy, this will ensure that your votes are cast in accordance with your wishes. To appoint a proxy you may:

   a. use the Form of Proxy that accompanies this Circular or the notification of this Circular (as applicable). The Form of Proxy should be completed and signed in accordance with the instructions thereon and returned to the Company's registrars, Computershare Investor Services (Jersey) Limited, c/o The Pavilions, Bridgwater Road, Bristol BS99 6ZY. You are requested to submit your vote by no later than 10.00 a.m. on 29 June 2026; or
   b. follow the instructions on the Form of Proxy to submit it electronically by accessing the shareholder portal at www.investorcentre.co.uk/eproxy. You will require your username and password in order to log in and vote, which can be found on the hard copy Form of Proxy. You are requested to submit your vote by no later than 10:00 a.m. 29 June 2026; or
   c. if you hold your shares in uncertified form, use the CREST electronic proxy appointment service in accordance with the procedures set out in the CREST manual using CREST ID: 3RA50. The latest time by which an instruction must be validly entered through the CREST electronic proxy appointment service is 10:00 a.m. 29 June 2026 (or, if the meeting is adjourned, not less than 48 hours (excluding non-working days) before the time fixed for the adjourned meeting).

   Completion of the form of proxy or the appointment of a proxy electronically through CREST in the way aforementioned will not prevent a member from attending and voting in person at the General Meeting should the situation and the applicable restrictions change such that you are permitted to, and you subsequently wish to, do so. The Company may treat as invalid any CREST electronic proxy instruction as set out in Article 34 of the Companies (Uncertificated Securities) (Jersey) Order 1999 (as amended).

2. The Company, pursuant to the Companies (Uncertificated Securities) (Jersey) Order 1999 (as amended), specifies that only those members entered on the register of members of the Company as at close of business on 29 June 2026 shall be entitled to attend or vote at the meeting in respect of shares registered in their name at that time. Changes to entries on the register after close of business on 29 June 2026 shall be disregarded in determining the rights of any person to attend or vote at the meeting. If the meeting is adjourned, the time by which a person must be entered on the register of members in order to have the right to attend or vote at the adjourned meeting is 48 hours (excluding non-working days) before the date fixed for the adjourned meeting. Changes to entries on the register of members after such times shall be disregarded in determining the rights of any person to attend or vote at the meeting.

3. In the case of joint holders, the vote of the senior holder who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.

4. The Notice sets out the resolutions to be proposed at the meeting.

5. The quorum for a meeting of shareholders is two qualifying persons present and entitled to vote on the business to be dealt with at the meeting, unless: (a) each is a qualifying person only because he is authorised under the Companies Law to act as a representative of a corporation in relation to the meeting, and they are representatives of the same corporation; or (b) each is a qualifying person only because he is appointed as proxy of a member in relation to the meeting, and they are proxies of the same member. For these purposes, a "qualifying person" means (i) an individual who is a member of the Company, (ii) a person authorised under the Companies Law to act as a representative of the corporation in relation to the meeting, or (iii). a person appointed as proxy of a member in relation to the meeting. To allow effective constitution of the meeting, if it is apparent to the Chairman that no shareholders will be present in person or by proxy, other than by proxy in the Chairman's favour, then the Chairman may appoint a substitute to act as proxy in his stead for any shareholder, provided that such substitute proxy shall vote on the same basis as the Chairman.

6. If, within 15 minutes from the appointed time for the meeting, a quorum is not present, the meeting if convened by or upon a requisition shall be dissolved. If otherwise convened it shall stand adjourned for seven days at the same time and place or to such other day and at such other time and place as the Board may determine and no notice of adjournment need be given. The adjourned meeting shall be dissolved if a quorum is not present within 15 minutes after the time appointed for holding the adjourned meeting.

7. A majority of not less than three-quarters of the total number of votes cast is required to pass a special resolution.

8. To appoint more than one proxy you may photocopy the form of proxy. Please indicate the proxy holder's name and number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms of proxy must be signed and should be returned together in the same envelope.

9. Computershare Investor Services (Jersey) Limited can be contacted by email at ExternalProxyQueries@computershare.co.uk. Please note that Computershare Investor Services (Jersey) Limited cannot provide any financial, legal or tax advice.