

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt about the contents of this document or the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other appropriately authorised independent financial adviser.

If you sell or otherwise transfer, or have sold or otherwise transferred, all of your ordinary shares in eEnergy Group PLC you should send this document as soon as possible to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. However, such documents should not be distributed, forwarded or transmitted into any jurisdiction in which to do so would constitute a breach of the relevant laws of such jurisdiction. If you sell or have sold or otherwise transferred only part of your holding, you should retain these documents.



eEnergy Group PLC

(Incorporated in England and Wales – No. 05357433)
(the ‘Company’)

Directors:

Andrew Lawley (Non-Executive Chairman)
Nicholas Mills (Non-Executive Director)
John Gahan (Chief Financial Officer and Interim Chief Executive Officer)
Dr Nigel Burton (Independent Non-Executive Director)
Gary Worby (Independent Non-Executive Director)
John Samuel (Independent Non-Executive Director)

Registered office:

20 St. Thomas Street
London
SE1 9RS

2 June 2026

Dear shareholder

Annual General Meeting

I am pleased to enclose the formal notice (‘**Notice**’) of the 2026 Annual General Meeting (‘**AGM**’) of the Company. This year’s AGM will be held at the offices of Fieldfisher LLP at Riverbank House, 2 Swan Lane, London, EC4R 3TT at 11:00 am on 25 June 2026. The Notice sets out the resolutions to be proposed, together with general notes for shareholders who wish to give proxy voting instructions.

Voting and asking questions

You will not receive a hard copy proxy form for the AGM in the post. Instead, you will be able to vote electronically using the Investor Centre app or at <https://uk.investorcentre.mpms.mufg.com/>. You will need to log into your Investor Centre account or register if you have not previously done so. Once you have setup your account you will need to add your shareholding by clicking ‘Add Holding’ in the ‘Portfolio’ section and following the on-screen instructions. You will require your Investor Code (IVC) to add your shareholding. You can find your IVC on your share certificate or by contacting our Registrar, MUFG Corporate Markets via email at shareholderenquiries@cm.mpms.mufg.com or on 0371 664 0300 or, if calling from overseas, 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. Lines are open between 09:00 and 17:30, Monday to Friday, excluding public holidays in England and Wales.

Alternatively, you can vote via CREST or Proxymity, or you can request a hard copy proxy form from MUFG Corporate Markets using the contact details provided below.

Voting by proxy prior to the AGM does not affect your right to attend the Annual General Meeting and vote in person should you so wish. Proxy votes must be received no later than 11:00 am on 23 June 2026.

If you need help with voting online or require a hard copy proxy form, please contact our registrar, MUFG Corporate Markets, on 0371 664 0300 or email MUFG Corporate Markets at shareholderenquiries@cm.mpms.mufg.com. Calls will be charged at local rates. Calls made outside the United Kingdom will be charged at the applicable international rate. The lines are open between 08:00 and 17:30, Monday to Friday, excluding public holidays in England and Wales.

Shareholders are encouraged to submit any questions for the Board to consider in respect of the business of the AGM. Questions should be submitted in advance by email by 23 June 2026 by sending them to shareholderquestions@eenergyplc.com with the title 'eEnergy Group plc Shareholder Questions' and including the shareholder's full name. Shareholder questions will be responded to as appropriate before the AGM.

The business to be considered at the AGM

The resolutions are standard matters that are normally dealt with at an AIM listed company's AGM and are set out in full in the Notice. In accordance with principle 6 of the Quoted Companies Alliance's Corporate Governance Code 2023, all the Directors are retiring at the AGM and, being willing, put themselves forward for re-election by shareholders. Furthermore, shareholders are also being asked to accept the Directors' Remuneration Report. Although this vote is not binding and is advisory only, the Directors wish to give shareholders the opportunity to express their views in relation to Directors' remuneration in an appropriate way. This resolution is intended to provide that opportunity.

Dr Nigel Burton, who has served as a director of the Company since 16 September 2019 and Andrew Lawley, who has served as a director of the Company since 9 January 2020, will all retire from office at the conclusion of the AGM and have decided not to offer themselves for re-election. The Board wishes to record its sincere thanks to both Dr Nigel Burton and Andrew Lawley for their significant contributions and the valuable insights they have provided during their respective tenures, and to extend its best wishes for the future.

It is proposed that John Samuel will also take over as Chairman of the Company and Chair of both the Remuneration Committee and the Audit and Risk Committee.

Recommendation

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

Yours faithfully,

Andrew Lawley
Non-Executive Chairman

Notice of Annual General Meeting

Unless otherwise expressly stated, all defined terms referred to below shall have the same meaning as given in the covering letter to the Notice of Annual General Meeting dated 2 June 2026.

Notice is hereby given that the Annual General Meeting of eEnergy Group PLC will be held at the offices of Fieldfisher LLP at Riverbank House, 2 Swan Lane, London, EC4R 3TT at 11:00 am on 25 June 2026 in order to consider and, if thought fit, pass resolutions 1 to 8 (inclusive) as ordinary resolutions and resolution 9 as a special resolution:

Ordinary resolutions

- Resolution 1.** To re-appoint as a director Gary Brian Worby who retires in accordance with Principle 6 of the Quoted Companies Alliance's Corporate Governance Code 2023 and, being eligible, offers himself for re-appointment.
- Resolution 2.** To re-appoint as a director John Gahan who retires in accordance with Principle 6 of the Quoted Companies Alliance's Corporate Governance Code 2023 and, being eligible, offers himself for re-appointment.
- Resolution 3.** To re-appoint as a director Nicholas Mills who retires in accordance with the articles of association and Principle 6 of the Quoted Companies Alliance's Corporate Governance Code 2023 and, being eligible, offers himself for re-appointment.
- Resolution 4.** To re-appoint as a director John Samuel who retires in accordance with the articles of association and Principle 6 of the Quoted Companies Alliance's Corporate Governance Code 2023 and, being eligible, offers himself for re-appointment.
- Resolution 5.** To receive and consider the Annual Report and Accounts for the period ended 31 December 2025, together with the Auditor's Report thereon.
- Resolution 6.** To accept the Directors' Remuneration Report for the period ended 31 December 2025 as set out in the Company's Annual Report and Accounts for the year ended 31 December 2025.
- Resolution 7.** To appoint Cooper Parry Group Limited, Sky View, Argosy Road, East Midlands Airport, Castle Donnington, Debry, DE1K 3SQ, as auditors of the Company, to hold office from the conclusion of this meeting until the conclusion of the next general meeting of the Company at which audited financial statements of the Company are laid before members of the Company, and to authorise the Directors to determine their remuneration.
- Resolution 8.** That the Directors be generally and unconditionally authorised pursuant to Section 551 of the Companies Act 2006 (the "**2006 Act**") to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £387,224.625, which represents approximately $\frac{1}{3}$ of the issued share capital of the Company as at 1 June 2026, provided that this authority shall, unless previously revoked or varied by the Company in general meeting, expire at the conclusion of the next Annual General Meeting of the Company following the date of the passing of this resolution, but so that the Directors may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of that offer or agreement as if the authority hereby conferred had not expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with Section 551 of the 2006 Act.

Special resolution

Resolution 9. That, subject to and conditional upon the passing of resolution 8, the Directors be and they are hereby generally empowered pursuant to Section 570 of the 2006 Act to allot equity securities (as defined in Section 560 of the 2006 Act) pursuant to the authority conferred by resolution 8 above as if Section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall be limited to:

1) the allotment of equity securities in connection with an offer by way of a rights issue:

a) to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings; and

b) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary, but subject to such exclusions or other arrangements as the Board may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and

2) the allotment (otherwise than pursuant to sub-paragraph 1 above) of equity securities up to an aggregate nominal amount of £116,167.3875, which represents approximately 10% of the issued share capital of the Company as at 1 June 2026.

The power granted by this resolution will, unless renewed, varied or revoked by the Company, expire at the conclusion of the next Annual General Meeting of the Company following the date of the passing of this resolution, save that the Company may, before such expiry, make offers or agreements which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

This resolution revokes and replaces all unexercised powers previously granted to the Directors to allot equity securities as if Section 561(1) of the 2006 Act did not apply, but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to such authorities.

By order of the Board

John Gahan
Company Secretary
2 June 2026

Registered Office:
20 St Thomas Street
London
SE1 9RS

Notes to the Notice of Annual General Meeting

1. Pursuant to Regulation 41 of The Uncertificated Securities Regulations 2001 and paragraph 18(c) of The Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009, the Company specifies that only those members registered on the Company's register of members 48 hours before the time of the Annual General Meeting shall be entitled to attend and vote at the meeting. In calculating the period of 48 hours mentioned above no account shall be taken of any part of a day that is not a working day.
2. Members who have general queries about the meeting should contact MUFG Corporate Markets via email at shareholderenquiries@cm.mpms.mufg.com or call 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. Lines are open between 09:00 and 17:30, Monday to Friday, excluding public holidays in England and Wales.
3. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
4. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the space provided. If you sign and return the proxy form with no name inserted in the space, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give him or her the relevant instructions directly.
5. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share.
6. To direct your proxy on how to vote on the resolutions mark the appropriate box with an 'X'. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
7. Appointing a proxy:
 - (a) Via the Investor Centre (refer to Note 8 below). To vote online you will need to log into your Investor Centre account or register if you have not previously done so. Once you have setup your account you will need to add your shareholding by clicking 'Add Holding' in the 'Portfolio' section and following the on-screen instructions. You will require your Investor Code (IVC) to add your shareholding. You can find your IVC on your share certificate or by contacting our Registrar, MUFG Corporate Markets. Once registered you will immediately be able to vote.
 - (b) CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so by utilising the procedures described in the CREST Manual (refer to Notes 9-12 below).
 - (c) If you are an institutional investor you may also be able to appoint a proxy electronically via the Proximity platform (refer to Note 13 below).
 - (d) By requesting a hard copy proxy form by emailing shareholderenquiries@cm.mpms.mufg.com or by calling the registrar, MUFG Corporate Markets, on 0371 664 0300 or, if calling from overseas, 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. Lines are open between 09:00 and 17:30, Monday to Friday, excluding public holidays in England and Wales.
 - (e) For a proxy appointment to be valid, it must be received by the registrar, MUFG Corporate Markets, at PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL by 11:00 am on 23 June 2026.

8. Shareholders can vote electronically via the Investor Centre, a free app for smartphone and tablet provided by MUFG Corporate Markets (the company's registrar). It allows you to securely manage and monitor your shareholdings in real time, take part in online voting, keep your details up to date, access a range of information including payment history and much more. The app is available to download on both the Apple App Store and Google Play, or by scanning the relevant QR code below. Alternatively, you may access the Investor Centre via a web browser at: <https://uk.investorcentre.mpms.mufg.com/>.



9. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the meeting and any adjournment(s) thereof 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.
10. 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 & International Limited's specifications and must contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com). To be valid, 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 be transmitted so as to be received by the registrar, as the Company's 'issuer's agent', (CREST ID: RA10) 48 hours before the time appointed for holding the meeting or adjourned meeting (as such a message cannot be transmitted on weekends or on other days when the CREST system is closed). For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Application Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
11. CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & International Limited does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings (www.euroclear.com).
12. 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).
13. Proxymity Voting - 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, MUFG Corporate Markets. For further information regarding Proxymity, please go to www.proxymity.io. Your proxy must be lodged by 11:00 am on 23 June 2026 in order to be considered valid or, if the meeting is adjourned, by the time which is 48 hours before the time of the adjourned meeting. 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.
14. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
15. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form and received by the registrar no later than 48 hours (excluding non-business days) prior to the meeting.
16. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
17. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also applies in relation to

amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

18. Where you have appointed a proxy using the hard copy proxy form and would like to change the instructions using another hard copy proxy form, please contact MUFG Corporate Markets at shareholderenquiries@cm.mpms.mufg.com or on +44 (0) 371 664 0300. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.