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If you are in any doubt as to the contents of this Document and/or as to the action you should take, you should seek your own advice from a stockbroker, solicitor, accountant, or other professional adviser.

If you have sold or otherwise transferred all of your ordinary shares in Remote Monitored Systems PLC, please forward this Document together with the accompanying documents to the purchaser or transferee, or to the person who arranged the sale or transfer so they can forward these documents to the person who now owns the ordinary shares.

The distribution of this Document in jurisdictions other than the United Kingdom may be restricted by law and therefore persons into whose possession this Document comes should inform themselves about and observe such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. This Document does not constitute any offer to issue or sell or a solicitation of any offer to subscribe for or buy ordinary shares in Remote Monitored Systems PLC.

REMOTE MONITORED SYSTEMS PLC

(incorporated and registered in England and Wales under number 09109008)

NOTICE OF GENERAL MEETING

SPECIAL ARRANGEMENTS DUE TO COVID-19

Please note that arrangements for the General Meeting to be held at the offices of Pharm2Farm Ltd, BioCity Nottingham, Pennyfoot Street, Nottingham NG1 1GF at 1.00 p.m. on 12 February 2021 are different from those of previous years given that we expect significant restrictions on personal movement to still be in place due to Covid-19. The Board requests that no Shareholders attend the meeting in person. Any Shareholders that do attend in person will be refused entry. Only those who are required to form the quorum will attend in person and those Shareholders will constitute the minimum quorum for the meeting to take place. Shareholders are encouraged to vote by appointing the Chairman of the Company as proxy. Shareholders can vote by returning the Form of Proxy instructions that you received with this Document.

HOW TO ASK A QUESTION

Shareholders will be able to listen to and view the General Meeting via the electronic platform, details of which will be made available on the Company's website (<https://www.remotemonitoredsystems.com/investor-relations/documents/>) in advance of the General Meeting. To ensure that only registered Shareholders are able to put questions to the Board, Shareholders will not be able to ask questions via the electronic platform but instead can submit questions to the Board in relation to the Resolutions and business of the General Meeting only in advance of the General Meeting by emailing: info@remotemonitoredsystems.com by no later than 1.00 p.m. on 10 February 2021 or 48 hours before any adjourned meeting. Please include your full name. Only questions in relation to the Resolutions or business of the General Meeting will be considered.

HOW TO VOTE

A Form of Proxy for use at the General Meeting accompanies this Document and, to be valid, must be completed and returned to Share Registrars Limited, The Courtyard 17 West St, Farnham GU9 7DR as soon as possible but in any event to be received not later than 1.00 p.m. on 10 February 2021 or 48 hours before any adjourned meeting. ONLY THE CHAIRMAN CAN BE APPOINTED AS YOUR PROXY FOR THIS PARTICULAR MEETING AND IN ADDITION SHAREHOLDERS CANNOT ATTEND THIS MEETING IN PERSON.

Notice of a Meeting of the Shareholders of the Company to be held at 1.00 p.m. on 12 February 2021 at the offices of Pharm2Farm Ltd, BioCity Nottingham, Pennyfoot Street, Nottingham NG1 1GF is set out at the end of this Document. A Form of Proxy for use at the General Meeting of Shareholders accompanies this Document and, to be valid, must be completed and returned by post to Share Registrars Limited, The Courtyard 17 West St, Farnham GU9 7DR or via e-mail to: voting@shareregistrars.uk.com (please include "Remote Monitored Systems" and your full name in the subject line of the email) as soon as possible but in any event to be received not later than at 1.00 p.m. on 10 February 2021 or 48 hours (excluding non-business days) before any adjourned meeting.

DEFINITIONS

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

“Act”	the Companies Act 2006
“AIM Rules”	the AIM Rules for Companies published by the London Stock Exchange from time to time
“AIM”	the market of that name operated by the London Stock Exchange
“Articles”	the articles of association of the Company
“Board” or “Directors”	the directors of the Company whose names are set out on page 4 of this Document
“Company”	Remote Monitored Systems Plc, a company incorporated and registered in England and Wales, with registered number 09109008
“CREST Regulations”	the Uncertificated Securities Regulations 2001 (SI 2001/3755) including any enactment or subordinate legislation which amends or supersedes those regulations and any applicable rules made under those regulations or any such enactment or subordinate legislation for the time being in force
“Document”	this document, containing details of the Resolutions
“FCA”	the Financial Conduct Authority
“Form of Proxy”	the form of proxy for use by the Shareholders in connection with the General Meeting
“General Meeting”	the general meeting of the Company to be held at the offices of Pharm2Farm Ltd, BioCity Nottingham, Pennyfoot Street, Nottingham NG1 1GF on 12 February 2021 at 1.00 p.m., notice of which is set out at the end of this Document
“Group”	the Company and its subsidiary undertakings
“London Stock Exchange”	the London Stock Exchange plc
“Ordinary Shares”	the ordinary shares of 0.01p each in the capital of the Company
“Peterhouse”	Peterhouse Capital Limited, the Company’s joint broker
“Regulatory Information Service”	any information service authorised from time to time by the FCA for the purpose of disseminating regulatory announcements
“Resolution” or “Resolutions”	the resolutions to be proposed at the General Meeting, notice of which is set out at the end of this Document
“Shareholders”	the holders of Ordinary Shares in the Company
“SP Angel”	SP Angel Corporate Finance LLP, the Company’s Nominated Adviser in accordance with the AIM Rules and joint broker

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Event	Expected time / date
Publication of this Document	26 January 2021
Latest time and date for receipt of forms of proxy	1.00 p.m. on 10 February 2021
Date and time of General Meeting	1.00 p.m. on 12 February 2021

Notes:

- (1) All times shown in this Document are London (England) times unless otherwise stated. The dates and times given are indicative only and are based on the Company's current expectations and may be subject to change. If any of the times and/or date above changes. The revised times and/or dates will be notified to Shareholders by announcement through a Regulatory Information Service.
- (2) If the General Meeting is adjourned, the latest time and date for receipt of forms of proxy for the adjourned meeting will be notified to Shareholders by announcement through a Regulatory Information Service.

HOW TO VOTE AND HOW TO ASK QUESTIONS AT THE GENERAL MEETING

Your vote matters. Please vote your shares by appointing the Chairman of the Company as your proxy. You can vote by returning the proxy instruction that you received with this Document. ONLY THE CHAIRMAN CAN BE APPOINTED AS YOUR PROXY FOR THIS PARTICULAR MEETING AND IN ADDITION SHAREHOLDERS CANNOT ATTEND THIS MEETING IN PERSON.

A Form of Proxy for use at the General Meeting accompanies this Document and, to be valid, must be completed and returned by post to Share Registrars Limited, The Courtyard 17 West St, Farnham GU9 7DR or via e-mail to voting@shareregistrars.uk.com (please include "Remote Monitored Systems" and your full name in the subject line of the email) as soon as possible but in any event to be received not later than 1.00 p.m. on 10 February 2021 or 48 hours before any adjourned meeting.

We are utilising provisions in the Articles and certain associated discretionary powers for the orderly conduct of meeting. Shareholders will be able to listen to and view the General Meeting via the electronic platform, details of which will be made available on the Company's website (<https://www.remotemonitoredsystems.com/investor-relations/>) in advance of the General Meeting. To ensure that only registered Shareholders are able to put questions to the Board, Shareholders will not be able to ask questions via the electronic platform but instead can submit questions to the Board in relation to the Resolutions and business of the General Meeting only in advance of the General Meeting by emailing: info@remotemonitoredsystems.com ahead of the General Meeting. Only questions in relation to the Resolutions or business of the General Meeting will be considered.

REMOTE MONITORED SYSTEMS PLC

(incorporated and registered in England and Wales under number 09109008)

LETTER FROM THE CHAIRMAN

Directors:

Antony Legge (*Non-Executive Chairman*)
John Richardson (*Executive Director*)
Alex Vergopoulos (*Executive Director*)
Trevor Brown (*Non-Executive Director*)
Richard Clarke (*Non-Executive Director*)

Registered Office:
27-28 Eastcastle Street
London
United Kingdom
W1W 8DH

To the Shareholders and, for information only, to the holders of warrants and options

26 January 2021

Dear Shareholder

Proposed issue of 420,000,000 warrants and Notice of General Meeting

1. Introduction

Authority to issue the Warrants

On 18 December 2020, the Company announced that it had raised gross proceeds of £5,000,000 through an oversubscribed placing of 400,000,000 new Ordinary Shares (the “**Placing Shares**”) at a price of 1.25 pence per Placing Share (the “**Placing**”). The Placing Shares commenced trading on AIM on 23 December 2020.

For each Placing Share subscribed for, each investor participating in the Placing is entitled to receive one non-transferrable warrant to subscribe for an Ordinary Share with an exercise period of 3 months from its issuance (subject to any extension) and exercisable at a price of 2 pence per Ordinary Share (the “**Placing Warrants**”).

In addition, the Company is issuing a further 10,000,000 warrants to each of Peterhouse and SP Angel (the “**Joint Brokers**”) pursuant to two separate placing agreements dated 18 December 2020 with the Joint Brokers (the “**Broker Warrants**”).

If, once issued, the Placing Warrants and Broker Warrants (together the “**Warrants**”) are exercised in full, it would result in the issue of a further 420,000,000 new Ordinary Shares.

The Board acknowledges that following the Placing and the conditional grant of the Warrants, few Shareholders have expressed their concerns about the potential dilution that may arise to their shareholding in the Company when the Warrants are exercised. As a result of those concerns, various changes to the Board took place, including the appointment of three new directors. The purpose of this Document is to comply with the terms of the Placing, pursuant to which the Company is obliged to call a general meeting of its Shareholders and place the necessary resolution to the Shareholders to approve the grant of the Warrants.

The grant of the Warrants is conditional upon Resolutions 1 and 2 detailed below being passed by the relevant majority of Shareholders.

General Authorities

It is usual for quoted companies to possess the authorities to issue shares up to a certain limit and to disapply pre-emption rights without the need for recourse to shareholders, in order to allow the Company the flexibility to react to events. For AIM listed companies, this authority is usually in the range of 10% to 30% of the issued share capital.

In addition to the Resolutions 1 and 2, relating to the grant of the Warrants, the Directors are seeking authorities to allot and issue shares or grant rights to subscribe for shares in the Company up to a maximum aggregate nominal amount of £20,275.56, being 10% of the issued shares in the

capital of the Company with the right to vote, and to disapply pre-emption rights in respect of such shares.

The power to allot and issue shares, and disapply pre-emption rights are conditional upon Resolutions 3 and 4 detailed below being passed.

2. General Meeting

I am writing to inform you of the General Meeting of the Company to be held at 1.00 p.m. on 12 February 2021 at the offices of Pharm2Farm Ltd, BioCity Nottingham, Pennyfoot Street, Nottingham NG1 1GF, United Kingdom. The notice of the General Meeting is set out on pages 9 to 10 of this Document.

Please note the instructions set out in this Document with respect to the arrangements in place for this meeting. In light of the ongoing Covid-19 pandemic and with a view to taking appropriate measures to safeguard its Shareholders health and make the General Meeting as safe and efficient as possible, the Company is invoking certain of the meetings provisions in the Act and its Articles. For the purposes of the provisions of the Articles, we are designating the location of the meeting to be the place where the Chairman is located. Please note, however, that voting will only be able to take place by proxy. **No Shareholder will be allowed entry into the meeting.**

Explanatory notes to the notice of General Meeting

In the usual way we ask and encourage Shareholders to vote for the Resolutions by appointing the Chairman as a Shareholder's proxy. Shareholders will only be able to appoint the Chairman as proxy for this particular meeting. Accordingly, Shareholders are encouraged to complete the enclosed Form of Proxy and return it by post to Share Registrars Limited, The Courtyard 17 West St, Farnham GU9 7DR or via email to voting@shareregistrars.uk.com (please include "Remote Monitored Systems" and your full name in the subject line of the email) as soon as possible but in any event to be received not later than 1.00 p.m. on 10 February 2021 or 48 hours before any adjourned meeting.

Shareholders will be able to submit questions by emailing info@remotemonitoredsystems.com ahead of the General Meeting. Only questions in relation to the Resolutions or business of the General Meeting will be considered.

On the day of the General Meeting

The meeting takes place at 1.00 p.m. on 12 February 2021.

The Chairman will open the meeting at the appointed time, formally put the Resolutions to the meeting and advise of the proxy votes received in advance. The Directors present at the meeting will consider the questions submitted by Shareholders after the formal business of the meeting has been concluded and provide answers by email following the meeting. There will be no presentation by the Directors or general question session in order to limit the time spent by Directors present at the meeting.

Explanatory notes to the notice of General Meeting

The notes on the following pages give an explanation of the proposed Resolutions. Resolutions 1 and 3 are proposed as ordinary resolutions. This means for these resolutions to be passed, more than half of the votes cast must be in favour of each resolution. Resolutions 2 and 4 are proposed as special resolutions. This means that for these resolutions to be passed, at least three quarters of the votes cast must be in favour each resolution.

Resolution 1 – Directors' authority to allot shares in respect of the Warrants

This is an ordinary resolution to grant the Directors the authority to allot and issue shares and grant rights to subscribe for shares in the Company for the purposes of Section 551 of the Act up to the maximum aggregate nominal amount of £42,000 being the maximum required for the purposes of issuing the Warrants unconditionally.

Resolution 2 – Disapplication of pre-emption rights in respect of the Warrants

Resolution 2 proposes to disapply the statutory rights of pre-emption in respect of the allotment of equity securities for cash under Section 561(1) of the Act. This is a special resolution authorising the Directors to issue equity securities as continuing authority up to an aggregate nominal amount

of £42,000 being the maximum required for the purposes of issuing the Warrants unconditionally for cash on a non pre-emptive basis pursuant to the authority conferred by Resolution 1 above. The authority granted by this Resolution will expire at the conclusion of next annual general meeting of the Company.

Resolution 3 – Directors’ general authority to allot shares

This is an ordinary resolution to grant the Directors the authority to allot and issue shares and grant rights to subscribe for shares in the Company for the purposes of Section 551 of the Act, other than for the Warrants, up to the maximum aggregate nominal amount of £20,275.56 being 10% of the Company’s issued share capital.

Resolutions 1 and 3 replace any existing authorities to issue shares in the Company and the authority under these resolutions will expire at the conclusion of the next annual general meeting of the Company.

Resolution 4 – General disapplication of pre-emption rights

Resolution 4 proposes to disapply the statutory rights of pre-emption in respect of the allotment of equity securities for cash, other than for the Warrants, under Section 561(1) of the Act. This is a special resolution authorising the Directors to issue equity securities as continuing authority up to an aggregate nominal amount of £20,275.56, being 10% of the Company’s issued share capital, unconditionally for cash on a non pre-emptive basis pursuant to the authority conferred by Resolution 3 above. The authority granted by this Resolution will expire at the conclusion of next annual general meeting of the Company.

Action to be taken by Shareholders

Shareholders will find enclosed with this letter a Form of Proxy for use at the General Meeting. The Form of Proxy should be completed and returned in accordance with the instructions printed on it so as to arrive at Share Registrars Limited, The Courtyard 17 West St, Farnham GU9 7DR or voting@shareregistrars.uk.com as soon as possible and in any event not later than at 1.00 p.m. on 10 February 2021. **ONLY THE CHAIRMAN CAN BE APPOINTED AS YOUR PROXY FOR THIS PARTICULAR MEETING AND IN ADDITION SHAREHOLDERS CANNOT ATTEND THIS MEETING IN PERSON.**

3. Social Media

The Board notes that the Company and its Directors remain the subject of much discussion on social media and investor discussion sites. Whilst the Board welcomes constructive dialogue, it has been saddened to note the abusive nature of a small minority of posts. The Board recognises that the subject of the Warrants has been an emotive one and hopes that with convening of the General Meeting these posts will now cease.

The Board takes the safety of the Group’s directors and employees very seriously and will take the necessary steps to counter any unacceptable posts in the future.

4. Guidance for Shareholders

The Board is not issuing a recommendation to Shareholders. Instead, the Board asks Shareholders to consider the following issues in deciding how to vote on the Resolutions 1 and 2 in respect of the Warrants:

Early Stage of Development and need for future capital – the Company’s subsidiaries are at an early stage in their developments and may require further funding to reach their full potential. Should the Warrants be approved and then exercised in full, they would raise £8.4m of cash for the Group.

Future Dilution – On 25 January 2021, the last practical date before the posting of this Document, the Company’s share price was 2.98, representing a premium of 49% to the exercise price of the Warrants. A sustained increase in the Company’s share price may allow the Company to raise future capital at higher prices and be less dilutive than the Warrants, however there can be no guarantee that this would be the case. For the avoidance of doubt, as at the date of this Document, the Board does not have any specific future fundraising under consideration.

In deciding how to vote on Resolutions 3 and 4, the Boards asks Shareholders to note that these are the standard authorities usually granted to directors to give them the flexibility to operate and that the waiver of pre-emption rights over shares representing 10% of the existing issued share capital is at the bottom end of the range usually adopted by AIM listed companies.

Yours faithfully

Antony Legge
Non-Executive Chairman

REMOTE MONITORED SYSTEMS PLC

(incorporated and registered in England and Wales under number 09109008)

NOTICE OF GENERAL MEETING

NOTICE is hereby given that the General Meeting of Remote Monitored Systems PLC will be held at the offices of Pharm2Farm Ltd, BioCity Nottingham, Pennyfoot Street, Nottingham NG1 1GF at 1.00 p.m. on 12 February 2021. Definitions used in this Notice shall, unless otherwise provided, be those set out in the document to which this Notice is attached.

SPECIAL BUSINESS

Directors' authority to allot shares in respect of the Warrants

To consider, and if thought fit, to pass the following resolution which is proposed as an ordinary resolution:

Resolution 1: That, pursuant to section 551 of the Act the Directors be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot equity securities (as defined by section 560 of the Act) up to the maximum aggregate nominal amount of £42,000 solely in connection with the grant of the Warrants PROVIDED that the authority granted under this resolution shall lapse at the end of the next annual general meeting of the Company to be held after the date of the passing of this resolution save that the Company shall be entitled to make offers or agreements before the expiry of this authority which would or might require shares to be allotted or equity securities to be granted after such expiry and the Directors shall be entitled to allot shares and grant equity securities pursuant to such offers or agreements as if this authority had not expired.

Disapplication of pre-emption rights

To consider, and if thought fit, to pass the following resolution which is proposed as a special resolution:

Resolution 2: That, subject to the passing of Resolution 1 above, the Directors be generally empowered pursuant to section 570 of the Act to allot equity securities (as defined in section 560 of the Act) wholly for cash pursuant to the authority conferred by Resolution 1, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities:

- (a) in connection with an offer of equity securities to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings; and 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 arrangements as the Directors may deem necessary or expedient in relation to the fractional entitlements, record dates, arising out of any legal or practical problems under the laws of any overseas territory or the requirements of any regulatory body or stock exchange; and
- (b) (otherwise than pursuant to sub paragraph (a) above) up to an aggregate nominal amount of £42,000 solely in connection with the grant of the Warrants

and provided that this power shall expire on the conclusion of the next annual general meeting of the Company (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry, make offer(s) or agreement(s) 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 offers or agreements notwithstanding that the power conferred by this resolution has expired.

ORDINARY BUSINESS

Directors' general authority to allot shares

To consider, and if thought fit, to pass the following resolution which is proposed as an ordinary resolution:

Resolution 3: That, pursuant to section 551 of the Act the Directors be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot equity securities (as defined by section 560 of the Act) up to the maximum aggregate nominal amount of £20,275.56 otherwise than in connection with the grant of the Warrants PROVIDED that the authority granted under this resolution shall lapse at the end of the next annual general meeting of the Company to be held after the date of the passing of this resolution save that the Company shall be entitled to make offers or agreements before the expiry of this authority which would or might require shares to be allotted or equity securities to be granted after such expiry and the Directors shall be entitled to allot shares and grant equity securities pursuant to such offers or agreements as if this authority had not expired.

General disapplication of pre-emption rights

To consider, and if thought fit, to pass the following resolution which is proposed as a special resolution:

Resolution 4: That, subject to the passing of Resolution 3 above, the Directors be generally empowered pursuant to section 570 of the Act to allot equity securities (as defined in section 560 of the Act) wholly for cash pursuant to the authority conferred by Resolution 1, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities:

- (c) in connection with an offer of equity securities to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings; and 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 arrangements as the Directors may deem necessary or expedient in relation to the fractional entitlements, record dates, arising out of any legal or practical problems under the laws of any overseas territory or the requirements of any regulatory body or stock exchange; and
- (d) (otherwise than pursuant to sub paragraph (a) above) up to an aggregate nominal amount of £20,275.56;

in both cases otherwise than in connection with the grant of the Warrants and provided that this power shall expire on the conclusion of the next annual general meeting of the Company (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry, make offer(s) or agreement(s) 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 offers or agreements notwithstanding that the power conferred by this resolution has expired.

BY ORDER OF THE BOARD

Antony Legge

Non-Executive Chairman

26 January 2021

Notes:

Appointment of proxies

- 1 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 the meeting and you should have received a Form of Proxy with this Document. You can only appoint a proxy using the procedures set out in these notes and the notes to the Form of Proxy.
- 2 In the light of the Covid-19 pandemic, voting will only be conducted by proxy and Shareholders are therefore encouraged to vote by proxy. The General Meeting will commence at 1.00 p.m. on 12 February 2021. In order to safeguard the health of Shareholders, no Shareholders will be allowed access to the physical meeting.
- 3 **Members can only appoint the Chairman as proxy to exercise all or part of their rights to participate in and to speak and vote on their behalf at the General Meeting.**
- 4 If you do not indicate to your proxy how to vote on any resolution, your proxy will vote or abstain from voting at his discretion. Your proxy will vote (or abstain from voting) as he thinks fit in relation to any other matter which is put before the meeting.

Appointment of proxy using the hard copy Form of Proxy

- 5 The notes to the Form of Proxy explain how to direct your proxy how to vote on each resolution or withhold his vote.
- 6 To appoint a proxy using the Form of Proxy, it must be:
 - 6.1 completed and signed;
 - 6.2 sent or delivered to the offices of by post to Share Registrars Limited, The Courtyard 17 West St, Farnham GU9 7DR or sent via e-mail to: voting@shareregistrars.uk.com (please include "Remote Monitored Systems" and your full name in the subject line of the email);and
 - 6.3 received by Share Registrars Limited no later than 1.00 p.m. on 10 February 2021.
- 7 In the case of a member which is a company, the Form of Proxy must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
- 8 Any power of attorney or any other authority under which the Form of Proxy is signed (or a duly certified copy of such power or authority) must be included with the Form of Proxy.
- 9 The Company, pursuant to regulation 41 of CREST Regulations, specifies that only those ordinary shareholders registered in the register of members of the Company 48 hours (excluding non-business days) before the meeting shall be entitled to attend or vote at the meeting in respect of the number of Ordinary Shares registered in their name at that time. Changes to entries on the relevant register of securities after that time will be disregarded in determining the rights of any person to attend or vote at the meeting. If the meeting is adjourned by more than 48 hours, then to be so entitled, shareholders must be entered on the Company's register of members 48 hours (excluding non-business days) before the time appointed for holding the adjourned meeting or if the Company gives notice of the adjourned meeting, at the time specified in that notice.

Appointment of proxy by joint members

- 10 In the case of joint holders of shares, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder (being the first named holder in respect of the shares in the Company's register of members) will be accepted.

Changing proxy instructions

- 11 To change your proxy instructions simply submit a new proxy appointment using the method set out in paragraph 6 above. Note that the cut off time for receipt of proxy appointments specified in that paragraph also applies in relation to amended instructions. Any amended proxy appointment received after the specified cut off time will be disregarded.

- 12 Where you have appointed a proxy using the hard copy Form of Proxy and would like to change the instructions using another hard copy Form of Proxy, please contact the Company.
- 13 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.

Termination of proxy appointments

- 14 In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to the Company. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
- 15 The revocation notice must be received by the Company no later than 1.00 p.m. on 10 February 2021.
- 16 If you attempt to revoke your proxy appointment but the revocation is received after the time specified then.

Total voting rights

- 17 As at 6:00 p.m. on 25 January 2021, the Company's issued share capital comprised the following:
 - 17.1 2,027,555,945 ordinary shares of £0.0001 each with voting rights;
 - 17.2 17,678,567,358 A deferred shares of £0.0001 each with no voting rights;
 - 17.3 774,006,790 B deferred shares of £0.0019 each with no voting rights; and
 - 17.4 2,358,954,414 deferred shares of £0.001 each with no voting rights.
- 18 Therefore, the total number of voting rights in the Company as at 6:00 p.m. on 25 January 2021 is 2,027,555,945.