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If you sell or transfer or have sold or transferred all of your Ordinary Shares, please forward this Document as soon as possible to the purchaser or transferee or to the bank, stockbroker or other agent through or to whom the sale or transfer was effected for onward transmission to the purchaser or transferee. However, this Document 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 have sold or otherwise transferred only part of your holding of Ordinary Shares, please consult the bank, stockbroker or other agent through whom the sale or transfer was effected as to the action you should take.

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REDCENTRIC PLC

Incorporated in England and Wales with registered number 08397584

Proposed Capital Reduction by way of cancellation of the Company's share premium account and Notice of General Meeting

This Document should be read as a whole. Your attention is drawn to the letter from the Chairman of the Company which is set out in Part 1 of this Document recommending, on behalf of the Directors, that you vote in favour of the Resolution to be proposed at the General Meeting referred to below.

A notice to convene a General Meeting of the Company, to be held at the Company's registered office at Central House, Beckwith Knowle, Harrogate, North Yorkshire HG3 1UG at 9.30 a.m. on 13 May 2026 is set out in Part 2 of this Document.

Hard copy proxy forms are not being sent to Shareholders in connection with the General Meeting. The Company would like to encourage Shareholders to vote electronically or appoint a proxy electronically, which can be done via <https://uk.investorcentre.mpms.mufig.com/>, via the Investor Centre app or, where Ordinary Shares are held in CREST, via CREST. Certain Shareholders may also be able to appoint a proxy electronically via the Proxymity platform. Shareholders may also request a hard copy form of proxy directly from the Company's registrar, MUFG Corporate Markets, by calling 0371 664 0300 and +44 (0) 371 664 0300 (international) or by emailing shareholderenquiries@cm.mpms.mufig.com. Notwithstanding the method of appointment, proxy appointments must be received by MUFG Corporate Markets by 9.30 a.m. on 11 May 2026, being 48 hours (excluding days that are not working days) before the time fixed for the General Meeting. Further details of the proxy appointment methods are set out in the Notice of General Meeting.

The appointment of a proxy will not preclude Shareholders from attending and voting at the General Meeting in person should they so wish. All Shareholders planning to attend the General Meeting in person are, however, requested to confirm their attendance by emailing investorrelations@redcentricplc.com (marked for the attention of the Company Secretary) by no later than 9.30 a.m. on 11 May 2026. Failure to confirm attendance will not preclude Shareholders from attending and voting at the General Meeting in person should they so wish.

This Document contains statements which are, or may be deemed to be, “forward-looking statements” which are prospective in nature. All statements other than statements of historical fact are forward-looking statements. They are based on current expectations and projections about future events, and are therefore subject to risks and uncertainties which could cause actual events to differ materially from the future events expressed or implied by the forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of a date in the future or forward-looking words such as “expects”, “is expected”, “is subject to”, “estimates”, “intends”, “anticipates”, “believes”, “targets” or words or terms of similar substance or the negative of those terms, as well as variations of such words and phrases or statements that certain actions, events or results “may”, “could”, “should”, “would”, “might” or “will” be taken, occur or be achieved. Such statements are qualified in their entirety by the inherent risks and uncertainties surrounding future expectations or events that are beyond the Board and the Company’s control.

This Document is dated 24 April 2026.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Event	Time and/or date⁽¹⁾⁽²⁾
Publication and posting of this Document	24 April 2026
Latest time for receipt of proxy appointments in respect of the General Meeting	9.30 a.m. on 11 May 2026
General Meeting	9.30 a.m. on 13 May 2026
Results of General Meeting announced	by 6.00 p.m. on 13 May 2026
Expected date for the Initial Court Hearing	week commencing 8 June 2026
Expected date for the Final Court Hearing to confirm the Capital Reduction	week commencing 29 June 2026
Expected date of registration of the Court Order and the Capital Reduction becoming effective	week commencing 29 June 2026

Notes:

1. All of the times referred to in this Document refer to London time.
2. Each of the times and dates in this timetable is subject to change (including at the discretion of the Court). If any of the expected times and/or dates change materially, the revised times and dates will be notified to Shareholders by an announcement through a Regulatory Information Service.

DIRECTORS AND ADVISERS

Directors	Richard McGuire (<i>Independent Non-Executive Chairman</i>) Michelle Senecal De Fonseca (<i>Chief Executive Officer</i>) Tony Ratcliffe (<i>Chief Financial Officer</i>) Alan Aubrey (<i>Independent Non-Executive Director</i>) Oliver Scott (<i>Non-Executive Director</i>) John Radziwill (<i>Non-Executive Director</i>)
Company Secretary	Elizabeth Wild
Registered office	Central House Beckwith Knowle Harrogate North Yorkshire HG3 1UG
Nominated Adviser and Broker	Cavendish Capital Markets Limited 1 Bartholemew Close London EC1A 7BL
Legal advisers to the Company	Dickson Minto LLP Dashwood House 69 Old Broad Street London EC2M 1QS
Registrars	MUFG Corporate Markets Central Square 29 Wellington Street Leeds LS1 4DL

DEFINITIONS

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

“£”	pounds sterling, being the lawful currency of the UK;
“AIM”	AIM, the market operated by the London Stock Exchange;
“AIM Rules”	the rules and guidance for companies whose shares are admitted to trading on AIM entitled “AIM Rules for Companies” published by the London Stock Exchange, as amended from time to time;
“Capital Reduction”	the cancellation of the entire amount standing to the credit of the Company’s share premium account;
“Company”	Redcentric PLC, a company incorporated in England and Wales with registered number 08397584 and having its registered office at Central House, Beckwith Knowle, Harrogate, North Yorkshire HG3 1UG;
“Companies Act”	the Companies Act 2006 (as amended from time to time);
“Court”	the High Court of Justice of England and Wales in London;
“Court Order”	the order of the Court confirming the Capital Reduction;
“CREST Regulations”	the Uncertificated Securities Regulations 2001 (SI2001/3755), as amended from time to time;
“CREST”	the relevant system (as defined in the CREST Regulations) in respect of which Euroclear is the operator (as also defined in the CREST Regulations);
“Data Centre Business”	the Group’s data centre business which the Company has conditionally agreed to sell to Stellanor Datacenters Group Limited, details of which are set out in the Company’s Regulatory Information Service announcement of 23 October 2025;
“Directors” or “Board”	the directors of the Company, whose names are set out in Part 1 of this Document;
“Document”	this document, containing information regarding the proposed Capital Reduction and Notice of General Meeting;
“Final Court Hearing”	the final court hearing by the Court to confirm the Capital Reduction;
“General Meeting”	the general meeting of the Company convened for 9.30 a.m. on 13 May 2026 and any adjournment thereof, notice of which is set out in Part 2 of this Document;
“Group”	the Company and its subsidiary undertakings (as such term is defined in section 1162 of the Companies Act) from time to time;
“HMRC”	HM Revenue and Customs;
“London Stock Exchange”	London Stock Exchange plc;
“MSP Business”	the Group’s IT managed services business, which includes the provision of managed network and cloud services, enterprise communication and collaboration, IT security solutions and IT professional services;
“Notice of General Meeting”	the notice of the General Meeting which is set out in Part 2 of this Document;

“Ordinary Shares”	the ordinary shares of £0.001 each in the capital of the Company and “Ordinary Share” shall be construed accordingly;
“Registrar”	MUFG Corporate Markets of Central Square, 29 Wellington Street, Leeds LS1 4DL;
“Regulatory Information Service”	has the meaning given to it in the AIM Rules for any of the services approved by the Financial Conduct Authority for the distribution of AIM announcements and included within the list maintained on the Financial Conduct Authority’s website;
“Resolution”	the resolution to be proposed at the General Meeting;
“Shareholders”	holders of Ordinary Shares from time to time and “Shareholder” means any one of them; and
“United Kingdom” or “UK”	the United Kingdom of Great Britain and Northern Ireland.

Part 1

LETTER FROM THE CHAIRMAN OF REDCENTRIC PLC

(Incorporated in England and Wales with Registered No. 08397584)

Directors

Richard McGuire (*Independent Non-Executive Chairman*)
Michelle Senecal De Fonseca (*Chief Executive Officer*)
Tony Ratcliffe (*Chief Financial Officer*)
Alan Aubrey (*Independent Non-Executive Director*)
Oliver Scott (*Non-Executive Director*)
John Radziwill (*Non-Executive Director*)

Registered Office

Central House
Beckwith Knowle
Harrogate
North Yorkshire
HG3 1UG

24 April 2026

Dear Shareholders

Recommended proposal for cancellation of the Company's share premium account and Notice of General Meeting

1. THE PROPOSALS AND BACKGROUND

This letter sets out the details of a proposal to create additional distributable reserves for the Company by way of the Capital Reduction.

On 23 October 2025, the Company announced that it had conditionally agreed the sale of its Data Centre Business to Stellanor Datacenters Group Limited ("**Stellanor**") (the "**Disposal**"). The Disposal is for a cash consideration based on an enterprise valuation of up to £127 million, subject to adjustments to exclude cash and debt within the Data Centre Business and further adjustments to reflect certain pre-existing commercial and property related matters. The Company and Stellanor are continuing to finalise the conditions to completion and the Disposal is expected to complete no later than 31 May 2026.

Following completion of the Disposal, the Group's business will comprise solely the MSP Business. Having regard to the expected quantum of the net sale proceeds arising from the Disposal, the ongoing capital requirements of the MSP Business' growth strategy and the expectation that part of the proceeds from the Disposal will be used to repay a sizeable proportion of the Group's existing bank debt, the Board currently expects to have material funds available for distribution to Shareholders.

The Board expects that any return of capital will be undertaken by way of an equity tender offer following completion of the Disposal and a required reduction of the Company's bank debt. The Company expects to have sufficient distributable reserves following the Disposal to make a meaningful return of capital and, therefore, any initial equity tender offer announced following completion of the Disposal is not expected to be conditional on the Capital Reduction becoming effective. The proposed Capital Reduction is intended to create significant additional headroom, enabling the Board to consider further returns of capital to shareholders by way of an additional equity tender, market purchases or dividend distributions in the future.

Absent the Capital Reduction, the Company's ability to undertake additional or further returns of capital beyond the initial tender offer may be constrained by the level of its distributable reserves. The purpose of the Capital Reduction is, therefore, to create additional distributable reserves, thereby increasing the Company's capacity and flexibility to undertake increased or further returns of capital to Shareholders following completion of the Disposal. Although completion of the Disposal has not yet occurred, the Board considers it appropriate to commence the process of increasing the Company's distributable profits at this time in order to be prepared in advance to support future distributions.

Shareholder approval is therefore being sought to cancel the entire amount standing to the credit of the Company's share premium account. The additional reserves arising as a result of the Capital Reduction, expected to be approximately £75.8 million, will, subject to any arrangements required for the protection of creditors and any direction given by the Court in confirming the Capital Reduction, amount to distributable reserves for the purposes of the Companies Act and these reserves will be available to the Company.

The Capital Reduction is conditional upon, amongst other things:

- the Resolution being passed at the General Meeting to approve the Capital Reduction;
- the confirmation of the Capital Reduction by the Court at the Final Court Hearing; and
- a copy of the Court Order having been delivered to the Registrar of Companies and registered by them.

2. FURTHER DETAILS OF THE CAPITAL REDUCTION

Shareholders should note that: (a) following the implementation of the Capital Reduction, there will be no change in the number of Ordinary Shares in issue or to the nominal value of each Ordinary Share; (b) if, for any reason, the Court declines to confirm the Capital Reduction, the Capital Reduction will not take place; and (c) the Capital Reduction will not, of itself, involve any distribution or repayment of capital by the Company to Shareholders and will not, of itself, reduce the Company's net assets.

2.1. The reduction of the share premium account

The Company is proposing to cancel the entire amount standing to the credit of its share premium account as at the date of the General Meeting. As at 31 March 2026 (being the latest practicable date prior to the publication of this document), the amount standing to the credit of the share premium account was £75.8 million.

2.2. Shareholder and Court approval

Shareholder approval is required for the Capital Reduction. If Shareholder approval is obtained, the Company intends to apply to the Court for confirmation of the Capital Reduction. In seeking the Court's confirmation of the Capital Reduction, the Court will need to be satisfied that the interests of the Company's creditors (including contingent creditors), whose debts remain outstanding on the date the Court Order is registered will not be prejudiced by the Capital Reduction. Subject to the Court's confirmation, the amounts arising from the Capital Reduction will be counted as realised profit, creating an additional amount of distributable reserves (the exact amount of distributable reserves immediately following the Capital Reduction will depend on the Company's reserve position at the time of the Capital Reduction).

It is anticipated that the Initial Court Hearing in relation to the Capital Reduction will take place in the week commencing 8 June 2026, with the Final Court Hearing expected to take place in the week commencing 29 June 2026 and the Capital Reduction becoming effective following the necessary registration of, amongst other things, the Court Order at Companies House.

The Directors reserve the right to elect not to proceed with the Capital Reduction if the Directors believe that the terms required to obtain confirmation by the Court are unsatisfactory to the Company or if, as a result of an unforeseen event, the Board considers that to continue with the Capital Reduction would be inappropriate or inadvisable or no longer in the best interests of the Company and its Shareholders as a whole.

3. TAXATION

The Capital Reduction should not have any UK tax consequences for Shareholders. It should be treated as a reorganisation of share capital of the Company for the purposes of UK capital gains tax and UK corporation tax on chargeable gains and accordingly should not result in a disposal or deemed disposal by any Shareholders. After the Capital Reduction (and assuming it is approved as proposed), the Ordinary Shares should be treated as the same asset as was originally acquired by each Shareholder for tax purposes and, therefore, the base cost of the Ordinary Shares should remain unaffected.

This information is a general guide only. Shareholders who are in any doubt as to their tax position or who are subject to tax in a jurisdiction other than the UK should consult an appropriate professional adviser.

4. GENERAL MEETING

The General Meeting will be held at the Company's registered office at Central House, Beckwith Knowle, Harrogate, North Yorkshire HG3 1UG at 9.30 a.m. on 13 May 2026. The Notice of General Meeting is set out in Part 2 of this Document.

The Resolution to be proposed at the General Meeting is a special resolution to approve the Capital Reduction. In order to be passed, the special resolution to approve the Capital Reduction will require the approval of Shareholders representing at least 75 per cent. of the votes cast at the General Meeting. Voting at the General Meeting will be carried out by way of a poll.

5. ACTION TO BE TAKEN IN RELATION TO THE GENERAL MEETING

Hard copy proxy forms are not being sent to Shareholders in connection with the General Meeting. The Company would like to encourage shareholders to vote electronically or appoint a proxy electronically, which can be done via <https://uk.investorcentre.mpms.mufig.com/> or via the Investor Centre app or, where Ordinary Shares are held in CREST, via CREST. Certain shareholders may also be able to appoint a proxy electronically via the Proxymity platform. Shareholders may also request a hard copy form of proxy directly from the Company's registrar, MUFG Corporate Markets, by calling 0371 664 0300 and +44 (0) 371 664 0300 (international) or by emailing shareholderenquiries@cm.mpms.mufig.com. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30, Monday to Friday excluding public holidays in England and Wales. Notwithstanding the method of appointment, proxy appointments must be received by MUFG Corporate Markets by 9.30 a.m. on 11 May 2026, being 48 hours (excluding days that are not working days) before the time fixed for the General Meeting. Further details of the proxy appointment methods are set out in the Notice of General Meeting in Part 2 of this Document.

Shareholders are encouraged to appoint the chair of the General Meeting as their proxy with directions as to how to cast their vote on the Resolution proposed. For further details on how to submit a proxy vote, see the notes to the Notice of General Meeting at Part 2 of this Document.

The appointment of a proxy will not preclude Shareholders from attending and voting at the General Meeting in person should they so wish. All Shareholders planning to attend the General Meeting in person are, however, requested to confirm their attendance by emailing investorrelations@redcentricplc.com (marked for the attention of the Company Secretary) by no later than 9.30 a.m. on 11 May 2026.

6. RECOMMENDATION

The Directors consider that the Capital Reduction and the Resolution to be proposed at the General Meeting to be in the best interests of the Company and its Shareholders as a whole. Accordingly, the Directors unanimously recommend that Shareholders vote in favour of the Resolution at the General Meeting.

Oliver Scott, John Radziwill, Alan Aubrey and Richard McGuire (being the only Directors who hold Ordinary Shares) intend to vote at the General Meeting in favour of the Resolution in respect of the Ordinary Shares to which they are beneficially entitled (representing approximately 26.62 per cent. of the total issued Ordinary Shares as at 22 April 2026 (being the latest practicable date prior to the publication of this Document)).

Yours faithfully

Richard McGuire

Independent Non-Executive Chairman

Part 2

NOTICE OF GENERAL MEETING

REDCENTRIC PLC

(Incorporated in England and Wales with registered number 08397584)

NOTICE IS HEREBY GIVEN THAT a general meeting (the “**General Meeting**”) of Redcentric PLC (the “**Company**”) will be held at 9.30 a.m. on 13 May 2026 at the Company’s registered office at Central House, Beckwith Knowle, Harrogate, North Yorkshire HG3 1UG to consider and, if thought fit, approve the special resolution set out below.

SPECIAL RESOLUTION

THAT, subject to the approval of the High Court of Justice of England and Wales in London, the amount standing to the credit of the share premium account of the Company on the date of passing the resolution be cancelled, and the amount arising from such cancellation be made available as distributable profits to be used for all purposes permitted by the Companies Act 2006.

By order of the Board

Richard McGuire
Independent Non-Executive Chairman
24 April 2026

Registered Office

Central House
Beckwith Knowle
Harrogate
North Yorkshire
HG3 1UG

Notes

1. Entitlement to attend and vote

To be entitled to attend and vote at the General Meeting (and for the purpose of the determination by the Company of the number of votes they may cast), shareholders must be registered in the register of members of the Company at 6.00 p.m. on 11 May 2026. Changes to the register of members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the General Meeting. In the case of joint holders, where more than one of the joint holders votes, only the vote 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).

Any shareholder planning to attend the General Meeting in person is requested to confirm their attendance by emailing investorrelations@redcentricplc.com (marked for the attention of the Company Secretary) by no later than 9.30 a.m. on 11 May 2026. A member of the Company entitled to attend, speak and vote at the General Meeting is entitled to appoint a proxy or proxies to exercise all or any of his or her rights to attend and to speak and vote at the General Meeting. A proxy need not be a member of the Company but must attend the General Meeting to represent a member. To be validly appointed, a proxy must be appointed using the procedures set out in these notes and in the notes to any hard copy form of proxy (if applicable).

A member may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to different shares held by that member. A member may not appoint more than one proxy to exercise rights attached to any one share.

A member may instruct their proxy to abstain from voting on any resolution to be considered at the General Meeting by marking the "Vote Withheld" option when appointing their proxy. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion.

The appointment of a proxy will not prevent a member from attending the General Meeting and voting in person if they wish. If you have appointed a proxy and vote at the General Meeting in person in respect of shares for which you have appointed a proxy, your proxy appointment in respect of those shares will automatically be terminated.

A person who is not a member of the Company but who has been nominated by a member to enjoy information rights does not have the right to appoint any proxies under the procedures set out in these notes and should read note 9 below.

In order for a proxy appointment to be valid, your appointment must be received no later than 9.30 a.m. on 11 May 2026 or, in the event that the General Meeting is adjourned, by no later than 48 hours (excluding non-working days) before the time of any adjourned General Meeting or, in the case of a poll taken otherwise than at or on the same day as the General Meeting or adjourned General Meeting, for the taking of the poll at which it is to be used.

2. Appointment of a proxy online

Members may appoint a proxy online at <https://uk.investorcentre.mpms.mufig.com/> or via the Investor Centre app. 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 by email at shareholderenquiries@cm.mpms.mufig.com or Tel: 0371 664 0300 and +44 (0) 371 664 0300 (international). 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 9.00 a.m. and 5.30 p.m., Monday to Friday excluding public holidays in England and Wales.

Shareholders can vote electronically via the Investor Centre, a free app for smartphone and tablet provided by the Registrar, MUFG Corporate Markets. 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.mufig.com/>.



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If you are an institutional investor you may also be able to appoint a proxy electronically via the Proximity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proximity, please go to www.proximity.io. Your proxy must be lodged by 9.30 a.m. on 11 May 2026 in order to be considered valid or, if the meeting is adjourned, by the time which is 48 hours (excluding non-working days) before the time of the adjourned meeting. Before you can appoint a proxy via this process you will need to have agreed to Proximity'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 Proximity platform may be revoked completely by sending an authenticated message via the platform instructing the removal of your proxy vote.

3. Appointment of a proxy using a form of proxy

You may request a hard copy form of proxy directly from the Registrar on Tel: 0371 664 0300 and +44 (0) 371 664 0300 (international) or by emailing shareholderenquiries@cm.mpms.mufg.com. 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 9.00 a.m. and 5.30 p.m., Monday to Friday excluding public holidays in England and Wales.

To be effective the completed and signed form of proxy must be lodged with the Registrar at MUFG Corporate Markets at PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL (together with any power of attorney or other authority under which it is signed or a notarially certified copy of such power or authority) by no later than the deadline set out in note 1 above. Alternatively, you may send any document or information relating to proxies to the electronic address indicated on the form of proxy.

To appoint more than one proxy using a hard copy form of proxy you may photocopy the form of proxy. Please indicate the proxy holder's name and the 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. If possible, all forms should be returned together in the same envelope.

Submission of a proxy vote shall not preclude a member from attending and voting in person at the meeting in respect of which the proxy is appointed or at any adjournment thereof.

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

4. Appointment of a proxy through CREST

CREST members who wish to appoint and/or give instructions to a proxy or proxies through the CREST electronic proxy appointment service may do so for the General Meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual and by logging on to the following website: www.euroclear.com. 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.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (the "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & International Limited's ("Euroclear") specifications and must contain the information required for such instructions, as described in the CREST Manual.

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). The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the Company's registrars (ID: RA10) by the latest time(s) for receipt of proxy appointments specified in Note 2 above. 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.

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). The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) or the Uncertificated Securities Regulations 2001.

5. Appointment of a proxy by joint holders

In the case of joint holders, where more than one of the joint holders purports to appoint a proxy (in hard copy, by electronic means via Investor Centre or through CREST or Proxymity), only the appointment submitted by the more 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 more senior). For proxy appointment submitted by hard copy, the signature of only one of the joint holders is required on the form of proxy.

6. Changing a proxy appointment

To change your proxy instructions, simply submit a new proxy appointment using the methods set out above. Note that the cutoff 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. If you submit more than one valid proxy appointment in respect of the same shares, the appointment received last before the latest time for the receipt of proxies will take precedence.

7. Revocation of a proxy appointment

In order to revoke a proxy instruction, you will need to inform the Company by sending a signed notice clearly stating your intention to revoke your proxy appointment to the Registrar at MUFG Corporate Markets at PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL or attend the General Meeting to vote in person.

In the case of a member that 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 a duly appointed 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.

A revocation notice must be received by the Registrar no later than 9.30 a.m. on 11 May 2026. If you attempt to revoke your proxy appointment but the revocation is received after the time specified, then your proxy appointment will remain valid and you will need to attend the General Meeting and vote in person if you wish to revoke the proxy appointment.

8. Corporate representatives

Any corporation which is a member may appoint one or more corporate representatives. Members can only appoint more than one corporate representative where each corporate representative is appointed to exercise rights attached to different shares. Members cannot appoint more than one corporate representative to exercise the rights attached to the same share(s).

9. Nominated persons

If you are a person who has been nominated under section 146 of the Companies Act 2006 (the “**Act**”) to enjoy information rights (a “**Nominated Person**”):

- (a) you may have a right under an agreement between you and the member of the Company who has nominated you to have information rights (the “**Relevant Member**”) to be appointed or to have someone else appointed as a proxy for the General Meeting;
- (b) if you either do not have such a right or if you have such a right but do not wish to exercise it, you may have a right under an agreement between you and the Relevant Member to give instructions to the Relevant Member as to the exercise of voting rights; and
- (c) your main point of contact in terms of your investment in the Company remains the Relevant Member (or, perhaps, your custodian or broker) and you should continue to contact them, not the Company, regarding any changes or queries relating to your personal details and your interest in the Company, including any administrative matters. The only exception to this is where the Company expressly requests a response from you.

10. Voting rights

At 31 March 2026 (being the latest practicable date prior to the date of this Document), the Company's issued share capital consists of 159,316,719 ordinary shares of £0.001 each (the “**Ordinary Shares**”), each carrying the right to one vote at a general meeting of the Company. As at the date of this Document, the Company holds 496 Ordinary Shares in treasury. Therefore, the total number of voting rights in the Company as at 31 March 2026 was 159,316,223.

11. Poll voting

The Resolution to be considered at the General Meeting will be voted on by way of a poll. This ensures that shareholders who are not able to attend the General Meeting, but who have appointed proxies, have their votes fully taken into account. Any Directors who have been appointed as proxies will cast those votes as directed by the person who appointed them. The results of the polls will be announced to the London Stock Exchange and published on the Company's website as soon as possible after the conclusion of the General Meeting, and no later than 6.00 p.m. on 13 May 2026.

12. Further questions and communication

Pursuant to section 319A of the Act, any shareholder attending the General Meeting has the right to ask questions relating to the business being dealt with at the General Meeting. The Company must cause to be answered any such question relating to the business being dealt with at the General Meeting, but no such answer need be given if: (a) to do so would interfere unduly with the preparation for the General Meeting or involve the disclosure of confidential information; (b) the answer has already been given on a website in the form of an answer to a question; or (c) it is undesirable in the interests of the Company or the good order of the General Meeting that the question be answered.

Except as provided above, members who wish to communicate with the Company in relation to the General Meeting should do so by writing to the Registrar at MUFG Corporate Markets at Central Square, 29 Wellington Street, Leeds LS1 4DL or emailing: shareholderenquiries@cm.mpms.mufg.com. No other methods of communication will be accepted. In particular, you may not use any other electronic address provided either in this Notice of General Meeting or in any related documents, including in the form of proxy, to communicate with the Company for any purposes other than those expressly stated.

13. Website giving information regarding the General Meeting

A copy of this Notice of General Meeting and other information required by section 311A of the Act is available at www.redcentricplc.com.

