



Notice of Annual General Meeting

THIS DOCUMENT AND THE ENCLOSED FORM OF PROXY ARE IMPORTANT AND REQUIRE YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT AS TO THE CONTENTS OF THIS DOCUMENT OR THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK, SOLICITOR, ACCOUNTANT, FUND MANAGER OR OTHER APPROPRIATE INDEPENDENT FINANCIAL ADVISER DULY AUTHORISED UNDER THE FINANCIAL SERVICES AND MARKETS ACT 2000.

If you have sold or otherwise transferred all of your shares in Enteq Technologies PLC (company number 07590845) (the "**Company**") you should send this document, together with the accompanying documents, 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 delivery to the purchaser or transferee.

Notice is hereby given that the 2023 Annual General Meeting ("AGM") of the Company will be held on 29 September 2023 at 11am at the offices of finnCap, 1 Bartholomew Close, London, EC1A 7BL.

Shareholders who have a question on the AGM resolutions prior to the meeting should send them to Mgmt@enteq.com. We will consider all questions received and, if appropriate will publish on our website at www.enteq.com/investors/ or, provide a written response.

The meeting will consider and, if thought fit, pass the following resolutions. Resolutions 1 to 4 will be proposed as ordinary resolutions. Resolutions 5 to 7 will be proposed as special resolutions:

Ordinary Resolutions

1. To re-appoint Mark Ritchie as a director of the Company pursuant to article 75 of the Company's Articles of Association.
2. To re-appoint Neil John Hartley as director of the Company who retires pursuant to Article 81 of the Company's Articles of Association.
3. To re-appoint Martin Perry as a director of the Company who retires pursuant to Article 81 of the Company's Articles of Association.
4. That the directors be and they are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the "**2006 Act**"), in substitution for all existing authorities:
 - 4.1 to exercise all the powers of the Company to allot shares and to make offers or agreements to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (together "**Relevant Securities**") up to an aggregate nominal amount of two hundred and thirty-three thousand, twenty-seven pounds (£233,027), representing approximately 33 per cent. of the Company's existing ordinary share capital; and
 - 4.2 to exercise all the powers of the Company to allot equity securities (within the meaning of section 560 of the 2006 Act) up to an additional aggregate nominal amount of two hundred and thirty-three thousand, twenty-seven pounds (£233,027) provided that this authority may only be used in connection with a rights issue in favour of holders of ordinary shares and other persons entitled to participate therein where the equity securities respectively attributable to the interests of all those persons at such record dates as the directors may determine are proportionate (as nearly as may be) to the respective numbers of equity securities held or deemed to be held by them or are otherwise allotted in accordance with the rights attaching to such equity

securities subject to such exclusions or other arrangements as the directors may consider necessary or expedient to deal with fractional entitlements or legal difficulties under the laws of any territory or the requirements of a regulatory body or stock exchange or by virtue of shares being represented by depositary receipts or any other matter whatsoever,

provided that the authorities in paragraphs 4.1 and 4.2 shall expire (unless previously varied as to duration, revoked or renewed by the Company in general meeting) at the conclusion of the next annual general meeting of the Company after the passing of this resolution or if earlier on the date which is 15 months after the date of the annual general meeting, except that the Company may before such expiry make an offer or agreement which would or might require Relevant Securities or equity securities as the case may be to be allotted after such expiry and the directors may allot Relevant Securities or equity securities in pursuance of any such offer or agreement as if the authority in question had not expired.

Special Resolutions

5. That subject to the passing of Resolution 4, the directors be and are hereby authorised, to allot equity securities (as defined in Section 560(1) of the 2006 Act) for cash under the authority given by Resolution 4 and/or to sell ordinary shares held by the Company as treasury shares for cash as if Section 561 of the 2006 Act did not apply to any such allotment for sale, provided that this power shall be limited to:

5.1 the allotment of equity securities and/or sale of treasury shares for cash in connection with an offer or invitation to apply for, equity securities made to (but in the case of the authority conferred by paragraph 4.2, by way of a rights issue only) to holders of ordinary shareholders at such record dates as the directors may determine in proportion (as nearly as may be practicable) to their existing holdings and to holders of other equity securities or, if the directors otherwise consider necessary, as permitted by the rights of those securities, and so that the directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with any treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter;

5.2 the allotment of equity securities and/or sale of treasury shares (otherwise than under paragraph 5.1 above) up to an aggregate nominal amount of £70,614.14; and

5.3 to the allotment of equity securities or sale of treasury shares (otherwise than under paragraph 5.1 or paragraph 5.2 above) up to a nominal amount equal to 20% of any allotment of equity securities or sale of treasury shares from time to time under paragraph 5.2 above, such authority to be used only for the purposes of making a follow-on offer which the directors determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

such authority to expire at the conclusion of the next annual general meeting of the Company after the passing of this Resolution or, if earlier, on the date which is 15 months after the date of the annual general meeting but in each case, prior to its expiry, the Company may make offers and enter into agreements, which would, or might, require Relevant Securities or equity securities as the case may be to be allotted (and treasury shares to be sold) after the authority expires and the directors may allot equity securities (and sell treasury shares) in pursuance of any such offer or agreement as if the authority in question had not expired.

6. That subject to the passing of Resolution 4, the directors be and are hereby authorised, in addition to any authority granted under Resolution 5 to allot equity securities (as defined in Section 560(1) of the 2006 Act) for cash under the authority given by Resolution 5 and/or to sell ordinary shares held by the Company as treasury shares for cash as if Section 561 of the 2006 Act did not apply to any such allotment or sale, provided that this authority shall be limited to:

6.1 the allotment of equity securities or sale of treasury shares up to an aggregate nominal amount of £70,614.14 and used only for the purpose of financing (or refinancing, if the authority is to be used within twelve months

after the original transaction) a transaction which the directors determine to be either an acquisition or a specified capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice; and

- 6.2 the allotment of equity securities or sale of treasury shares (otherwise than under paragraph 6.1 above) up to a nominal amount equal to 20% of any allotment of equity securities or sale of treasury shares from time to time under paragraph 6.1 above, such authority to be used only for the purposes of making a follow-on offer which the directors determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

such authority to expire at the conclusion of the next annual general meeting of the Company after the passing of this Resolution or, if earlier, on the date which 15 months after the date of the annual general meeting, but in each case, prior to its expiry, the Company may make offers and enter into agreements, which would or might, require equity securities to be allotted (and treasury shares to be sold) after the authority expires and the directors may allot equity securities (and sell treasury shares) in pursuance of any such offer or agreement as if the authority in question had not expired.

7. That the Company be and is hereby generally and unconditionally authorised, in accordance with section 701 of the 2006 Act to make one or more market purchases (within the meaning of section 693(4) of the 2006 Act) of ordinary shares of one penny (£0.01) each in the capital of the Company ("**Ordinary Shares**") on such terms and in such manner as the directors may from time to time determine provided that:

- 7.1 the maximum number of Ordinary Shares authorised to be purchased is 70,614.14 (representing approximately 10 per cent. of the Company's existing Ordinary Shares);

- 7.2 the minimum price which may be paid for an Ordinary Share is one penny (£0.01) (exclusive of expenses payable by the Company);

- 7.3 the maximum price which may be paid for an Ordinary Share (exclusive of expenses payable by the Company) cannot be more than the higher of:

- 7.3.1 105 per cent. of the average market value of an Ordinary Share for the five business days prior to the day on which the Ordinary Share is contracted to be purchased; and

- 7.3.2 the value of an Ordinary Share calculated on the basis of the higher of:

- a) the last independent trade of; or
- b) the highest current independent bid for,

any number of Ordinary Shares on the trading venue where the market purchase by the Company will be carried out; and

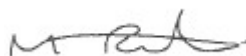
- 7.4 the authority conferred shall expire at the conclusion of the next annual general meeting of the Company or if earlier on the date which is 15 months after the date of the annual general meeting except that the Company may before such expiry make a contract to purchase its own shares which will or may be completed or executed wholly or partly after such expiry.

5 September 2023

Registered office:
The Courtyard

High Street
Ascot
SL5 7HP

By order of the board



Mark Ritchie
SECRETARY

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint another person(s) (who need not be a member of the Company) to exercise all or any of his rights to attend, speak and vote at the meeting. A member can appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attaching to different shares held by him.
2. Your proxy could be the Chairman, another director of the Company or another person who has agreed to attend to represent you. Your proxy will vote as you instruct and must attend the meeting for your vote to be counted. Details of how to appoint the Chairman or another person as your proxy using the proxy form are set out in the notes to the proxy form. Appointing a proxy does not preclude you from attending the meeting and voting in person. If you attend the meeting in person, your proxy appointment will automatically be terminated.
3. An appointment of proxy is provided with this notice and instructions for use are shown on the form. In order to be valid, a completed appointment of proxy must be returned to the Company in hard copy form by post, by courier or by hand to the Company's registrar, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZZ and must be received by the Company not less than 48 hours before the time fixed for the meeting. In determining the 48-hour period, no account shall be taken of any part of a day that is not a working day. A form of proxy must be therefore received by 11 a.m. on 27 September 2023 to be valid.
4. To change your proxy instructions, you may return a new proxy appointment using the method set out above. Please contact Computershare Investor Services PLC on 0370 707 4083 to request a new hard copy proxy form. The deadline for receipt of proxy appointments (see above) also applies in relation to amended instructions. Any attempt to terminate or amend a proxy appointment received after the relevant deadline will be disregarded. Where two or more valid separate appointments of proxy are received in respect of the same share in respect of the same meeting, the one which is last sent shall be treated as replacing and revoking the other or others.
5. Only those shareholders registered in the register of members of the Company (the "**Register of Members**") as at 6.00 p.m. on 27 September 2023 (or, if the meeting is adjourned, on the date which is two days before the time of the adjourned meeting) shall be entitled to attend and vote at the meeting or adjourned meeting in respect of the number of shares registered in their respective names at that time. Changes to the Register of Members after that time will be disregarded in determining the rights of any person to attend or vote at the meeting or adjourned meeting.
6. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same shares.
7. You may not use any electronic address provided either in this Notice of Annual General Meeting or any related documents (including the form of proxy) to communicate with the Company for any purposes other than those expressly stated.

8. As at 4 September 2023 (being the last business day before the publication of this notice), the Company's issued share capital consisted of 70,614,139 Ordinary Shares carrying one vote each. The Company does not hold any Ordinary Shares in treasury. Accordingly, the total voting rights in the Company are 70,614,139.
9. Any member attending the meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the meeting, but no such answer need be given if:
 - a. to do so would interfere unduly with the preparation for the 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 meeting that the question be answered.
10. The following documents are available for inspection at the registered office of the Company during normal business hours on each weekday (public holidays excluded) and at the place of the annual general meeting for 15 minutes prior to and during the meeting:
 - a. copies of the executive directors' service contracts with the Company;
 - b. copies of letters of appointment of non-executive directors; and
 - c. a copy of the articles of association of the Company.