

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to the action to be taken, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent professional adviser authorised under the Financial Services and Markets Act 2000 (as amended) if you are in the United Kingdom or, if not, another appropriately authorised independent financial adviser.

If you have sold or otherwise transferred all your Ordinary Shares of £0.001 each (“**Ordinary Shares**”) in the capital of Team Internet Group Plc (“**Company**”), or will have sold or transferred all of your Ordinary Shares prior to the annual general meeting of the Company to be held at the registered address of the Company, 4th Floor, Saddlers House, 44 Gutter Lane, London, England, EC2V 6BR on Monday, 28 April 2025 at 9.00 am, please forward 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. If you have sold or otherwise transferred only some of your Ordinary Shares you should retain this document and consult with the stockbroker, bank or other agent through whom the sale or transfer was effected.

Team Internet Group Plc

(Incorporated and registered in England and Wales with registered number 8576358)

Notice of Annual General Meeting

Notice of the Annual General Meeting of Team Internet Group Plc (the “Company”), to be held at the registered address of the Company, 4th Floor, Saddlers House, 44 Gutter Lane, London, England, EC2V 6BR on Monday, 28 April 2025 at 9.00am, is set out on pages 4–6 of this document.

The Company is offering facilities for shareholders to attend by conference call to ask questions in real time should they wish to do so. Shareholders can access the meeting via the online Investor Meet Company platform by registering in advance via the following link: <https://www.investormeetcompany.com/centralnic-group-plc/register-investor>

Shareholders are invited to submit any questions in respect of the business of the Meeting for the Board to consider. Questions may be submitted in advance or during the Meeting over the Investor Meet Company platform following registration, and the Board will aim to respond to any such questions relevant to the business of the Meeting. A live broadcast of the Meeting will be opened over the platform at approximately 8.55 am.

Shareholders joining over the platform will be able to see and hear the Meeting but will not be seen or heard by the Board. Shareholders wishing to vote at the Meeting are strongly encouraged to do so by Proxy. SHAREHOLDERS WILL NOT BE ABLE TO VOTE AT THE MEETING OVER THE ONLINE PLATFORM. Alternatively, shareholders may attend and vote at the AGM in person if they are able to do so safely and in accordance with prevailing regulations and guidance issued by the UK Government.

A hard copy form of proxy has not been sent to you. Alternatively, you may vote online at <https://uk.investorcentre.mpms.mufig.com/> or via the Investor Centre app citing your Investor Code (which can be located on your share certificate) or a hard copy Form of Proxy can be requested from MUFG Corporate Markets. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may use this service and should follow the relevant instructions set out in the notes to the notice of the Annual General Meeting on pages 7 and 8 of this document.

Directors

Iain McDonald (Non-Executive Chairman)
 Michael Riedl (Chief Executive Officer)
 William Green (Chief Financial Officer)
 Claire MacLellan (Non-Executive Director)
 Horst Siffrin (Non-Executive Director)
 Marie Holive (Non-Executive Director)
 Max Royde (Non-Executive Director)
 Samuel Dayani (Non-Executive Director)

Registered office

4th floor
 Saddlers House
 44 Gutter Lane
 London EC2V 6BR

To the holders of Ordinary Shares of £0.001 each in the capital of Team Internet Group Plc (“Ordinary Shares”)

Dear Shareholder

Annual General Meeting of Team Internet Group Plc (the “Company”)

1. Introduction

I am pleased to be writing to you with the details of our Annual General Meeting (“AGM”), which we are holding on Monday, 28 April 2025 at 9.00 am. The formal notice of the AGM (the “Notice”) is set out on pages 4–6 of this document.

2. Business to be transacted at the AGM

Details of the resolutions to be proposed at the AGM are set out below. Resolutions 1 to 10 are proposed as ordinary resolutions and resolutions 11 to 14 are proposed as special resolutions.

Ordinary Resolution One: Annual Report and Accounts

In accordance with the requirements of section 437 of the Companies Act 2006 (“Act”), the Company will lay before the AGM the annual report and accounts of the Company for the year ended 31 December 2024 (the “Annual Accounts”). A copy of the Annual Accounts is enclosed with this document.

Ordinary Resolution Two: Directors’ Remuneration Report

In accordance with best practice, the Directors of the Company (“Directors”) will present to the meeting the Directors’ Remuneration Report for the year ended 31 December 2024.

Ordinary Resolutions Three to Seven: Re-election of Directors

The Company’s articles of association (“Articles”) require that any Director who has not been appointed or reappointed at either of the two previous annual general meetings of the Company or has held office for more than 9 years shall be required to retire, and if eligible and willing, seek reelection at the next AGM of the Company.

Accordingly, under resolutions three to seven it is proposed that each of Iain McDonald, Michael Riedl, Horst Siffrin, Max Royde and Samuel Dayani separately retire and seek reelection at the AGM.

Ordinary Resolutions Eight and Nine: Re-appointment of Auditors and Remuneration

Shareholders will be asked to confirm the re-appointment of PricewaterhouseCoopers LLP as the Company’s auditors to hold office until the conclusion of the next annual general meeting and to grant authority to the Directors to determine the auditors’ remuneration.

Ordinary Resolution Ten: Grant of authority to the Directors to allot Ordinary Shares

It is proposed to authorise the Directors to allot new shares in the Company or to grant rights to subscribe for or convert any security into shares in the Company up to an aggregate nominal value of £82,458 (equivalent to 82,458,000 Ordinary Shares), which is approximately equal to one third of the issued share capital of the Company excluding treasury shares as at 27 March 2025 (being the latest practicable date prior to the publication of this document). The Directors currently intend only to make use of this authority (a) to issue Ordinary Shares as consideration in connection with any acquisitions of companies or businesses which the Company may wish to make; and/or (b) in connection with an offer for subscription or placing of Ordinary Shares with investors to raise additional funds for the Company.

Special Resolution Eleven: Disapplication of pre-emption rights on allotment of Ordinary Shares

If the Directors wish to allot unissued shares or other equity securities for cash, the Act requires that such shares or other equity securities are offered first to existing shareholders in proportion to their existing holdings. It is proposed that the Directors be granted authority to allot equity securities for cash, without first being required to offer such securities to existing shareholders, by the limited disapplication of Section 561 of the Act.

The authority disappplies section 561 of the Act and grants the Directors authority to allot equity securities and/or disappplies section 563 of the Act to allow the Directors to sell shares held in treasury up to an aggregate nominal amount equal to £24,737 (equivalent to 24,737,000 Ordinary Shares, which would constitute approximately ten per cent. of the issued share capital of the Company excluding treasury shares as at 27 March 2025 excluding treasury shares, being the latest practicable date prior to publication of this document) without first offering the securities to existing shareholders.

The total number of Ordinary Shares in issue as at 27 March 2025 (being the latest practicable date prior to publication of this document) is 273,500,000. The Company holds 26,124,227 shares in treasury as at 27 March 2025. The proposed resolution also disappplies the statutory pre-emption provisions in connection with a rights issue and allows the Directors, in the case of a rights issue, to make arrangements in relation to fractional entitlements or other legal or practical problems which might arise.

Special Resolution Twelve: Authority for purchase of the Company's own shares

Shareholders will be asked to grant the Company the ability to purchase its own shares.

This resolution seeks to grant the Directors authority (until 1 July 2026 or the conclusion of the Company's next annual general meeting (if earlier), unless such authority is revoked or renewed prior to such time) to make market purchases of the Company's own shares up to an aggregate nominal amount of £24,737 (equivalent to 24,737,000 Ordinary Shares, which would constitute approximately ten per cent. of the issued share capital of the Company excluding treasury shares as at 27 March 2025, (being the latest practicable date prior to publication of this document).

The maximum price payable would be an amount equal to 105 per cent. of the average of the middle market quotations for an Ordinary Share of the Company for the five business days immediately preceding the date of purchase and the minimum price would be the nominal value of £0.001 per Ordinary Share.

Although the Directors have no current intention to make such purchases, they consider that it is in the best interests of the Company and its shareholders to keep the ability to make market purchases of the Company's own shares in appropriate circumstances, without the cost and delay of a general meeting. The authority will be kept under review and would only be exercised after careful consideration and when the Directors are satisfied that to do so is in the best interests of the Company and the shareholders generally under the circumstances.

The Company may hold in treasury any of its own shares that it purchases in accordance with the authority conferred by this resolution such that sales of shares from the treasury could also be made outside a preemptive rights offer. This would give the Company the ability to reissue treasury shares quickly and cost effectively and would provide the Company with greater flexibility in the management of its capital base.

Special Resolutions Thirteen to Fourteen: Capitalisation Issue and Capital Reduction

The Company's cash generation over recent years has enabled it to periodically return additional value to its shareholders, most recently by way of a share buyback. While the Company has sufficient profits available for distribution (also known as 'distributable reserves') to fund its projected distributions in the immediate future, the Board has recently undertaken an assessment of the balance sheet to identify any reserves that are not currently distributable, and which might be converted into distributable reserves to provide flexibility for future returns of value to the Company's shareholders.

Following that assessment, the Board has identified certain reserves in respect of which it intends to undertake a reduction of capital during 2025 (the 'Capital Reduction'). In order to achieve this, it is necessary first to convert certain of these reserves into share capital by issuing New Deferred Shares (the 'Capitalisation Issue'), and then cancelling those shares as part of the Capital Reduction. The capitalisation issue and the subsequent Capital Reduction each require the approval of shareholders. The Capital Reduction will each require the confirmation of the High Court of Justice in England and Wales (the 'Court') in order to become effective. Subject to the passing of the relevant resolutions at this AGM, confirmation of the Capital Reduction is anticipated to be sought in an application to the Court following the AGM. Resolutions 13 and 14 are set out on pages 5 and 6.

The Capitalisation Issue and Capital Reduction will not result in any change to the nominal value of the Company's Ordinary Shares, will have no impact on the Company's cash position or on its net assets, will not involve any repayment or distribution of capital by the Company, and will not result in any changes to the Company's existing dividend policy. The Board will continue to review its cash position and will provide an update on any proposed future return of value when appropriate.

Action to be taken

You are entitled to appoint a proxy to vote at the AGM on your behalf. A hard copy Form Proxy has not been sent to you. Alternatively, you may vote online at <https://uk.investorcentre.mpms.mufig.com/> or via the Investor Centre app citing your Investor Code (which can be located on your share certificate) or a hard copy Form of Proxy can be requested from MUFG Corporate Markets. CREST members who wish to appoint a proxy by utilising the CREST electronic proxy appointment service may do so and should follow the relevant instructions set out in the notes to the Notice on pages 7 and 8 of this document.

If voting by proxy, you should appoint your proxy as soon as possible but, in any event, not later than 9.00 am on 24 April 2025. If you appoint the Chairman of the meeting as your proxy, this will ensure your votes are cast in accordance with your wishes even though you may not attend the meeting.

3. Recommendation

The Directors consider that all the resolutions to be proposed at the AGM are in the best interests of the Company and its shareholders as a whole and unanimously recommend that shareholders vote in favour of all the resolutions, as the Directors intend to do in respect of their own beneficial holdings.

Yours faithfully

Iain McDonald

Non-Executive Chairman

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Team Internet Group Plc (the “**Company**”) will be held at the registered office of the Company, 4th floor, Saddlers House, 44 Gutter Lane, London EC2V 6BR on Monday, 28 April 2025 at 9.00 am for the transaction of the following business:

To consider and, if thought fit, to pass the following resolutions (the “**Resolutions**”) of which Resolutions 1 to 10 will be proposed as ordinary resolutions and Resolutions 11 to 14 will be proposed as special resolutions.

ORDINARY RESOLUTIONS

1. TO receive and adopt the audited accounts for the year ended 31 December 2024, together with the reports of the Directors and the auditors of the Company thereon.
2. TO receive the Directors’ remuneration report for the year ended 31 December 2024.
3. THAT Iain McDonald, having retired as required by the Company’s articles of association, be re-elected as a Director of the Company.
4. THAT Michael Riedl, having retired as required by the Company’s articles of association, be re-elected as a Director of the Company.
5. THAT Horst Siffrin, having retired as required by the Company’s articles of association, be re-elected as a Director of the Company.
6. THAT Max Royde, having retired as required by the Company’s articles of association, be re-elected as a Director of the Company.
7. THAT Samuel Dayani, having retired as required by the Company’s articles of association, be re-elected as a Director of the Company.
8. THAT PricewaterhouseCoopers LLP be re-appointed as auditors to the Company with immediate effect until the conclusion of the next annual general meeting of the Company.
9. THAT the Directors of the Company be authorised to fix the auditors’ remuneration.
10. THAT, pursuant to the provisions of section 551 of the Companies Act 2006 (“Act”), the Directors of the Company be and are hereby generally and unconditionally authorised (in addition to and not in substitution for all previous authorities conferred upon the Directors of the Company pursuant to section 551 of the Act and without prejudice to the allotment of any relevant securities already made or offered or agreed to be made pursuant to such authorities) to exercise all or any of the powers of the Company to allot or grant rights to subscribe for relevant securities (within the meaning of section 560 of the Act) of up to an aggregate nominal value equal to £82,458 (equivalent to 82,458,000 Ordinary Shares), to such persons at such times and generally on such terms and conditions as the Directors of the Company may determine (subject always to the articles of association of the Company) provided that this authority, unless it is (prior to its expiry) duly revoked or varied or is renewed, shall expire at the conclusion of the next annual general meeting of the Company or, if earlier, 15 months after the passing of this resolution, save that the Directors of the Company 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 of the Company may allot relevant securities in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired

SPECIAL RESOLUTIONS

11. THAT, subject to and conditional upon the passing of Resolution 10 above and in addition to and not in substitution for all existing and unexercised authorities and powers, the Directors of the Company be empowered pursuant to section 570 and 573 of the Act to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred upon them by Resolution 10 above in the Notice as if section 561 of the Act did not apply to any such allotment, provided that this authority and power shall be limited to:
 - (a) the allotment of equity securities or the sale of treasury shares (in either case, other than pursuant to paragraph (b) below) up to an aggregate nominal amount equal to £24,737 (equivalent to 24,737,000 Ordinary Shares); and
 - (b) the allotment of equity securities in connection with a rights issue, open offer or other offer of securities in favour of the holders of Ordinary Shares on the register of members at such record dates as the Directors of the Company may determine and other persons entitled to participate therein where the equity securities respectively attributable to the interests of the holders of Ordinary Shares are proportionate (as nearly as may be) to the respective numbers of Ordinary Shares in the Company held or deemed to be held by them on any such record dates (which shall include the allotment of equity securities to any underwriter in respect of such issue or offer), subject to such exclusions or other arrangements as the Directors of the Company may deem necessary or expedient to deal with fractional entitlements or legal or practical problems arising under the laws of any overseas territory or the requirements of any regulatory body or stock exchange or by virtue of shares being represented by depositary receipts or any other matter whatever, provided that this authority and power shall expire at the conclusion of the next annual general meeting or, if earlier, 15 months after the passing of this resolution, save that the Company may, before the expiry of such period, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors of the Company may allot equity securities in pursuance of such offer or agreement as if the power conferred by this resolution had not expired.

12. THAT the Company be and is, pursuant to section 701 of the Companies Act 2006, generally and unconditionally authorised to make market purchases (as defined in section 693(4) of the Companies Act 2006) of its Ordinary Shares on such terms and in such manner as the Directors shall determine and to hold such Ordinary Shares as treasury shares provided that:
- (a) the maximum number of Ordinary Shares hereby authorised to be purchased is limited to an aggregate nominal amount of £24,737 (equivalent to 24,737,000 Ordinary Shares);
 - (b) the maximum price which may be paid for each Ordinary Share shall be the higher of five per cent. above the average of the middle market quotations for an Ordinary Share (as derived from The Stock Exchange Daily Official List) for the five business days immediately before the day on which the purchase is made and the higher of the price of the last independent trade and the highest current independent bid on the trading venue where the purchase is carried out, in each case exclusive of expenses;
 - (c) the minimum price (exclusive of associated expenses) which may be paid for each Ordinary Share shall be the nominal value of each Ordinary Share; and
 - (d) this authority shall expire (unless previously revoked, varied or renewed) on 1 July 2026 or, if sooner, at the end of the next annual general meeting of the Company except in relation to the purchase of Ordinary Shares the contract for which was concluded before such date and which will or may be executed wholly or partly after such date.
13. That:
- (a) at a time determined by the Directors, being no later than 31 December 2025
 - (i) an amount of up to USD 188,034,880 standing to the credit of the Retained earnings reserve account of the Company as at 31 December 2024 (being the date of the latest audited accounts of the Company);
 - (ii) an amount of up to USD 8,678,214 standing to the credit of the Share based payments reserve account of the Company as at 31 December 2024 (being the date of the latest audited accounts of the Company); and
 - (iii) an amount of up to USD 5,297,217 standing to the credit of the Merger relief reserve account of the Company as at 31 December 2024 (being the date of the latest audited accounts of the Company);
 be applied, in aggregate, in paying up in full and at par the relevant number of New Deferred Shares being up to 20,201,031,100 New Deferred Shares, which New Deferred Shares shall be allotted and issued to the holders of Ordinary Shares entered in the register of members of the Company at the Capitalisation Record Time (in proportion, as nearly as practicable to the aggregate nominal amount of the Ordinary Shares held by such holders at the Capitalisation Record Time, subject to such adjustments as the Directors see fit to deal with any fractional entitlements);
 - (b) in accordance with section 551 of the Companies Act 2006, the Directors be and are hereby generally and unconditionally authorised to allot New Deferred Shares up to an aggregate nominal value of USD 202,010,311, in accordance with section (a) of this resolution or otherwise, such authority to expire on 1 January 2026, and to be in addition and without prejudice to any authority under the said section 551 previously granted and in force on the date on which this resolution is passed; and
 - (c) the Directors be and are hereby authorised to do all such acts and things as they may, in their absolute discretion, consider necessary or expedient to give effect to such capitalisation, the allotment and issue of the New Deferred Shares and all associated matters, and for the purposes of this resolution,

‘Capitalisation Record Time’ means 6.30pm on the day before the date of the hearing of the High Court of Justice in England and Wales to confirm the reductions of capital pursuant to Resolution 14; and

‘New Deferred Shares’ means deferred shares of USD 0.01 each in the capital of the Company, having the following rights and restrictions:

 - (i) the holders of the New Deferred Shares shall not be entitled in their capacity as holders of such shares to receive any dividend or other distribution of the Company, and the New Deferred Shares shall confer no right to participate in the profits of the Company;
 - (ii) on a return of capital on a winding-up, there shall be paid to the holders of the New Deferred Shares only the nominal capital paid up, or credited as paid up, on such New Deferred Shares, and only after paying to the holders of the Ordinary Shares the nominal capital paid up or credited as paid up on the Ordinary Shares held by them respectively together with the sum of USD 1,000,000 on each ordinary share;
 - (iii) the holders of the New Deferred Shares shall not be entitled to any further right of participation in the assets of the Company;
 - (iv) the holders of New Deferred Shares shall not be entitled in their capacity as holders of such shares to receive notice of, attend, speak at or vote at any general meeting of the Company;
 - (v) the New Deferred Shares shall not be listed or traded on any stock exchange nor shall any share certificates be issued in respect of such shares, and the New Deferred Shares shall be non-transferable except with the written consent of the Directors;

Notice of Annual General Meeting continued

SPECIAL RESOLUTIONS continued

- (vi) the Company may from time to time create, allot and issue further shares, whether ranking *pari passu* with or in priority to the New Deferred Shares, and on such creation, allotment or issue, any such further shares (whether or not ranking in any respect in priority to the New Deferred Shares) shall be treated as being in accordance with the rights attaching to the New Deferred Shares and shall not involve a variation of such rights for any purpose or require the consent of the holders of the New Deferred Shares;
 - (vii) any reduction of the capital paid up on the New Deferred Shares and/or the cancellation of the New Deferred Shares (with or without payment in respect thereof) shall be in accordance with the rights attaching to the New Deferred Shares and shall not involve a variation of such rights for any purpose; and
 - (viii) without prejudice to paragraphs (vi) and (vii) above, the Company is authorised to reduce or cancel (or purchase shares in) its capital of any class or classes and such reduction or cancellation (or purchase) shall not involve a variation of any rights attaching to the New Deferred Shares for any purpose or require the consent of the holders of the New Deferred Shares.
14. That, subject to the passing of Resolution 13, the allotment and issue of the New Deferred Shares in accordance with Resolution 13 and the register of members of the Company having been written up accordingly, the share capital of the Company be reduced by cancelling and extinguishing all of the New Deferred Shares.

By order of the Board

Cleopatra Thring

Company Secretary

Dated: 01 April 2025

Registered office

4th floor
Saddlers House
44 Gutter Lane
London EC2V 6BR

Notes

- Members are entitled to appoint a proxy to exercise all or any of their rights to attend and to speak and vote on their behalf at the meeting. A shareholder may appoint more than one proxy in relation to the AGM provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. To appoint more than one proxy, contact the Company's registrars, MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL. Where more than one proxy is appointed, a member must specify the number of shares the rights in respect of which each proxy is entitled to exercise. A proxy need not be a shareholder of the Company. 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 joint holdings (the first named being the most senior).
- If you require a hard copy form of proxy (or assistance with how to complete, sign and return it) or assistance in submitting your proxy appointment electronically, please email at shareholderenquiries@cm.mpms.mufg.com or call MUFG Corporate Markets on +44 (0)371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls from outside the UK will be charged at the applicable international rate. Lines are open 9:00 a.m. to 5:30 p.m., Monday to Friday, excluding public holidays in England and Wales.
All Proxy Appointments must arrive at MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL during usual business hours no later than 9.00 am on 24 April 2025 (or in the case of any adjournment, not later than 48 hours before the time fixed for the holding of the adjourned meeting).
- 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/>.

Apple App Store



GooglePlay



- The return of a completed Form of Proxy or Electronic Proxy Appointment will not prevent a shareholder attending the AGM and voting in person if he/she wishes to do so.
- Unless otherwise indicated on the Form of Proxy, CREST or any other electronic voting instruction, the proxy will vote as they think fit or, at their discretion, withhold from voting.
- CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the AGM and any adjournment(s) of it 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, should refer to their CREST sponsor or voting service provider, who will be able to take the appropriate action on their behalf.
- In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear UK & International Limited's (EUI) specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted to be received by the Company's agent, MUFG Corporate Markets (CREST Participant ID RA10) by the latest time(s) for receipt of proxy appointments specified in this Notice. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the Company's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.
- CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any 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 or her 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 to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
- 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.

Notice of Annual General Meeting continued

Notes continued

10. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, only shareholders registered in the register of members of the Company as at close of business on 24 April 2025 (or in the event of any adjournment, at close of business on the day which is two days (excluding non business days) before the date fixed for the adjourned meeting) shall be entitled to attend and vote at the AGM in respect of the number of shares registered in their name at such time. Changes to the register of members after the relevant times shall be disregarded in determining the rights of any person to attend and vote at the meeting.
11. As at 27 March 2025 (being the latest practicable date prior to the publication of this document), the Company's issued share capital consists of 273,500,000 Ordinary Shares of £0.001 each which each carry one vote. The Company as at 27 March 2025 holds 26,124,227 Ordinary Shares in treasury and therefore, the total voting rights in the Company as at 27 March 2025 are 247,375,773.
12. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.



Registered office

4th floor
Saddlers House
44 Gutter Lane
London EC2V 6BR

www.teaminternet.com