

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you are recommended to seek your own personal financial advice immediately from your stockbroker, bank manager, solicitor, accountant, fund manager or other appropriate independent financial adviser, who, if you are taking advice in the United Kingdom, is authorised under the Financial Services and Markets Act 2000 or from an appropriately authorised independent financial adviser if you are in a territory outside the United Kingdom.

If you have sold or otherwise transferred all your shares in Clean Power Hydrogen plc (the "Company"), you should at once forward this document and the accompanying form of proxy to the purchaser or transferee, or to the bank or stockbroker 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 part of your holding, you should retain this document and the accompanying form of proxy.



CLEAN POWER HYDROGEN plc

NOTICE OF ANNUAL
GENERAL MEETING

Shareholders are asked not to attend the Annual General Meeting ("AGM") in person if they have symptoms of Covid-19. The health and safety of our shareholders is our utmost priority.

Should it become necessary or appropriate to revise the current arrangements for the AGM, the Company will notify shareholders via its website www.cph2.com and via a Regulatory News Service announcement. Shareholders are therefore encouraged to check the Company's website before finalising their travel arrangements to attend the AGM.

If the Company does need to change the AGM arrangements, it is unlikely that the Company will be in a position to accommodate shareholders beyond the minimum number of shareholders required to hold a quorate meeting.

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KEY TIMES AND DATES

Dispatch of this document

Monday, 15 May 2023

Latest time & date for receipt of forms of proxy

11.00 am on Monday, 19 June 2023

AGM

11.00 am on Wednesday, 21 June 2023

HOW TO VOTE

Your vote matters to us. If you are not planning to attend the AGM, please vote your shares by appointing the Chairman of the Company as your proxy. You can vote by returning the form of proxy that you received with this document.

All voting at the AGM will be decided on a show of hands, unless (before or immediately after the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) a poll is demanded. If a poll is demanded, it will be held in accordance with the provisions of the Company's articles of association. In the event of polls being demanded and held, every shareholder who is present in person or by proxy or by a corporate representative shall have one vote for each share held by them.

The results of the AGM will be released to the market via the Regulatory News Service of the London Stock Exchange as soon as practicable after the conclusion of the AGM.

Shareholders must appoint one or more proxies to exercise all or any of their rights to attend, speak and vote at the AGM provided that each proxy is appointed to exercise the rights attached to a different ordinary share or ordinary shares held by that shareholder. A proxy need not be a member of the Company.

To appoint a proxy, shareholders can use one of the following methods:

- By Post – Shareholders should complete their form of proxy and return it to the Company's registrars, Computershare Investor Services PLC at The Pavilions, Bridgwater Road, Bristol, BS99 6ZY in the envelope provided.
- Online - Going to www.investorcentre.co.uk/eproxy and following the instructions provided;
- By nominee or broker – if shareholders hold the Company's shares through a CREST nominee or broker, they will need to instruct their nominee or broker on how to vote their shares. If shareholders have not been contacted by their nominee or broker about participating in the AGM, they should contact their nominee or broker as soon as possible (if you are a CREST member) having an appropriate CREST message transmitted via the CREST system; or
- In person – As a shareholder, you may attend and vote at the Meeting in person. Please inform the Company by email to mail@city-group.com if you plan to attend the Meeting.

To be valid, the form of proxy provided or other instrument appointing a proxy must be posted or delivered by hand in the enclosed envelope so as to be received no later than **11.00 am on Monday, 19 June 2023** at the offices of the Company's registrars, **Computershare Investor Services PLC**, at the address shown on the enclosed envelope.

QUESTIONS AT THE AGM

If you wish to raise a question, relating to the business of the Meeting or the proposed resolutions, to be considered at the AGM, we ask that you submit your question in advance and no later than **1.00 pm on Monday, 19 June 2023**. We would politely remind you that the Directors will not answer questions relating to the individual rights of shareholders at the AGM itself, but if you wish to submit such a question via the link set out below, we will respond to the extent we are able.

Unless you specifically request otherwise, the Chairman will put your question to the AGM and identify you by name as the person who has put the question (in the same way as he would ask you to identify yourself at a meeting were you to attend in person). Conducting the AGM in this way will allow everyone present to clearly hear your question. If you submit a question in advance but the Company cannot verify that you are present at the AGM, the Company may exercise its discretion to answer your question as soon as reasonably practicable after the end of the AGM by letter or email.

There will, in addition, be an opportunity at the end of the formal business of the AGM for shareholders attending the Meeting to put any additional questions to the Board, but we would be very grateful if any matters could be raised in advance.

Please submit any questions to info@cph2.com with the heading “**AGM Question.**”

LETTER FROM THE CHAIRMAN

Clean Power Hydrogen plc
(Registered in England & Wales Company No.13574281)

Registered Office
Unit D, Parkside Business
Park
Spinners Road
Doncaster DN2 4BL

Directors:

Christopher Train, *Non-Executive Chairman*
Jonathan Duffy, *Chief Executive Officer*
James Hobson, *Chief Financial Officer*
Natalie Fortescue, *Non-Executive Director*
Ricki Smith, *Non-Executive Director*

15 May 2023

Dear Shareholder,

I am writing to you with details of the Annual General Meeting (the “**AGM**”) of the Company which will be held at the Hilton Garden Inn, Doncaster Racecourse, Leger Way, Doncaster, DN2 6BB on **Wednesday, 21 June 2023 at 11.00 am**. The formal Notice of AGM is set out on pages 9 to 11 of this document.

I will now explain the operation of the AGM and the voting process in some detail.

1 Before the AGM

If you or your proxy are planning to attend the AGM in person, please advise the Company by email to mail@city-group.com of your planned attendance by no later than 1.00 pm on Monday, 19 June 2023 so that we can get a clear idea of the number of shareholders who may attend the AGM.

If you are not planning to attend the AGM, we would nevertheless encourage you to vote for the AGM resolutions by appointing the Chairman as a shareholder’s proxy.

If you wish to appoint the Chairman or another person as your proxy, you should complete the enclosed form of proxy (the “**Form of Proxy**”) and return it by post or hand delivery to the Company’s Registrars, **Computershare Investor Services PLC** in the enclosed envelope as soon as possible.

To be valid, the Form of Proxy provided or other instrument appointing a proxy must be received by Computershare Investor Services PLC by no later than **11.00 am on Monday, 19 June 2023**.

All voting at the AGM will be decided on a show of hands, unless (before or immediately after the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) a poll is demanded. If a poll is demanded, it will be held in accordance with the provisions of the Company’s Articles of Association.

If you have any questions for the AGM, please remember to submit your questions in advance in accordance with the instructions set out on page 3 to info@cph2.com with the heading “**AGM Question**.”

If you wish to appoint a corporate representative please contact Computershare Investor Services PLC, by telephone on **0370 707 1585**.

2. On the Day of the AGM

The AGM will take place at the Hilton Garden Inn, Doncaster Racecourse, Leger Way, Doncaster, DN2 6BB, at **11.00 am on Wednesday, 21 June 2023**.

Shareholders attending the AGM in person who are travelling to Doncaster Racecourse by car are advised that, if there are insufficient parking spaces available at the Hilton Garden Inn, there is an overflow car park directly across from the Racecourse main entrance called **Car Park A**. This car park is free for Shareholders attending the AGM.

When the AGM opens at the appointed time, the Chairman will open the AGM and address any questions that have been submitted in advance. The AGM will then proceed with the formal business of the meeting and the Chairman will then formally put the AGM resolutions to the meeting and advise of the proxy voting received in advance. The AGM will then formally close.

The results of the AGM will be released to the market via the Regulatory News Service of the London Stock Exchange as soon as practicable after the conclusion of the AGM. The results of the AGM will also be posted to the Company's website after the conclusion of the AGM. If any polls have been demanded and held, the results of those polls will also be published on this website at the same time.

There will be an opportunity, at the end of the formal business of the AGM, for shareholders attending the meeting to put any additional questions to the Board.

The business of the AGM is as follows:

Resolution 1 – Report and Accounts

Ordinary Resolution

The first resolution is for the Directors to present to shareholders the Company's Annual Report and Accounts for the period ended 31 December 2022 (the "**2022 Report & Accounts**"). The 2022 Report & Accounts comprise the Directors' Report and the audited financial statements for the period ended 31 December 2022.

Resolution 2 - Election of Director

Ordinary Resolution

Resolution 2 is to approve the election, as a Director, of James Hobson who, having been appointed by the Board since the Company's previous annual general meeting, retires as a Director and offers himself for election.

A Biography for James Hobson is set out in the Company's website at www.cph2.com.

Resolution 3 – Re-appointment of Auditor

Ordinary Resolution

The auditors of a company must be appointed or re-appointed at each annual general meeting at which the financial statements are put before shareholders. This resolution is for the shareholders to formally approve the reappointment of PKF Littlejohn LLP as auditor of the Company until the conclusion of the next annual general meeting of the Company at which financial statements are laid. The resolution also authorises the Directors, acting through the Audit Committee, to agree the auditor's remuneration.

Resolution 4 – Authority to issue shares

Ordinary Resolution

Resolution 4 is to grant the Directors authority to allot new Ordinary Shares.

Section 551 of the Companies Act 2006 requires that Directors be authorised by shareholders before any share capital can be issued.

At this stage in its development the Company may raise additional funds, from time to time, through the issue of ordinary shares from the equity markets and unless this resolution is put in place the Company will not be in a position to raise further funds to continue with the development of its business.

If approved by shareholders, this resolution will allow the Directors to allot new ordinary shares and grant rights to subscribe for or convert other securities into ordinary shares with an aggregate nominal amount representing approximately **one third** of the aggregate nominal amount of the issued ordinary share capital of the Company. Furthermore, the resolution will also allow the Directors to issue equity securities of the Company in connection with a pre-emptive offer of such securities by way of a Rights Issue with an aggregate nominal amount representing approximately **one third** of the aggregate nominal amount of the issued ordinary share capital of the Company.

This new authority, which will replace a similar authority which was approved by shareholders at the Company's last annual general meeting held on 19 July 2022, will expire on 30 June 2024 or at the conclusion of the next annual general meeting of the Company to be held in 2024 if earlier.

Resolution 5 – General authority to disapply pre-emption rights

Special Resolution

Subject to the passing of Resolution 4, **Resolution 5** is to grant the Directors authority to disapply pre-emption rights in respect of the issue of new ordinary shares with a maximum aggregate nominal amount representing **5 per cent** of the of the aggregate nominal amount of the Company's issued ordinary share capital.

If the Directors wish to allot new ordinary shares and other equity securities for cash, the Companies Act requires that these shares are offered first to shareholders in proportion to their existing holdings. There may be circumstances, however, when it is in the interests of the Company to be able to allot new equity securities for cash other than on a pre-emptive basis. For example, Resolution 5 will give the Directors authority to exclude certain categories of shareholders in a rights issue where their inclusion would be impractical or illegal and also to issue shares other than by way of rights issues which are, for regulatory reasons, complex, expensive and time consuming for a company the size of Clean Power Hydrogen plc and at this stage of its development.

The authority under this resolution, which will replace a similar authority which was approved by shareholders at the Company's last annual general meeting held on 19 July 2022, will expire on 30 June 2024 or at the conclusion of the next annual general meeting of the Company to be held in 2024 if earlier.

Resolution 6 – Authority to purchase the Company's own shares

Special Resolution

Under this resolution, the Company is seeking authority to purchase up to 26,818,412 ordinary shares (being **10 per cent** of the Company's issued ordinary share capital) at, or between, the minimum and maximum prices specified in this resolution. This power would be used only after careful consideration by the Directors, having taken into account market conditions prevailing at that time, the investment needs of the Company, its opportunities for expansion and its overall financial position. The Directors would exercise the authority to purchase ordinary shares only if they considered it to be in the best interests of the shareholders and they believed that the effect of such purchases will be to increase earnings per share.

This new authority, which will replace a similar authority which was approved by shareholders at the Company's last annual general meeting held on 19 July 2022, will expire on 30 June 2024 or at the conclusion of the next annual general meeting of the Company to be held in 2024 if earlier.

DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the Service Contracts for Jon Duffy, the Company's Chief Executive Officer, and James Hobson, the Chief Financial Officer, and the Letters of Appointment for Chris Train, Chairman, Natalie Fortescue and Rick Smith, Non-Executive Directors and the Company's Articles of Association will be available for inspection at the Company's Registered Office during normal business hours until the conclusion of the AGM.

ACTION TO BE TAKEN

Forms of Proxy

Shareholders will find enclosed a Form of Proxy for use at the AGM. Shareholders are encouraged to complete and return the Form of Proxy by post or hand delivery to the Company's Registrars, Computershare Investor Services PLC in accordance with the instructions printed thereon as soon as possible. To be valid, the Form of Proxy provided or other instrument appointing a proxy must be received by Computershare Investor Services PLC, at the address shown on the Form of Proxy, by no later than 11.00 am on Monday, 19 June 2023.

Electronic proxies

You may, if you wish, appoint your proxy electronically at www.investorcentre.co.uk/eproxy.

You will need your Shareholder Reference Number, Control Number and PIN, all of which can be found on your Form of Proxy. Full instructions are given on the website. The proxy appointment and instructions should reach Computershare not less than 48 hours before the time appointed for the holding of the AGM or an adjourned meeting. Please note that any electronic communication found to contain a computer virus will not be accepted.

Although shareholders are encouraged to vote by proxy, completion and return of a Form of Proxy will not prevent you from attending and participating in the AGM should you wish to do so.

RECOMMENDATION

The Board believes that the resolutions to be proposed at the AGM are in the best interests of the Company and the shareholders as a whole. The Board therefore unanimously recommends to shareholders that they vote in favour of the resolutions as the Directors intend to do in respect of their own beneficial shareholdings totalling in aggregate 8,439,751 ordinary shares (representing 3.1 per cent of the issued ordinary share capital of the Company).

Yours faithfully

Christopher Train
Chairman

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“AGM”) of the Company will be held at the Hilton Garden Inn, Doncaster Racecourse, Leger Way, Doncaster, DN2 6BB on **Wednesday, 21 June 2023** at **11.00 am** for the following purposes:

To consider and, if thought fit, to pass the following resolutions (“Resolutions”). **Resolutions 5 and 6** are to be passed as special resolutions with the remaining Resolutions to be passed as **ordinary resolutions**:

1. To receive the Annual Report and Accounts of the Company for the period ended 31 December 2022
2. To elect James Hobson as a Director, who having been appointed since the Company’s last annual general meeting, retires and offers himself for election.
3. To reappoint PKF Littlejohn LLP as auditor of the Company and to authorise the Directors to agree its remuneration.
4. That the Directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (the “Companies Act”) to exercise all the powers of the Company to allot:
 - (a) shares in the Company or grant rights to subscribe for or to convert any security into shares in the capital of the Company up to a maximum aggregate nominal amount of £893,857 (being approximately one third of the aggregate nominal amount of the issued ordinary share capital of the Company as at the date of this Notice; and
 - (b) equity securities of the Company (within the meaning of section 560 of the Companies Act) in connection with an offer of such securities by way of a Rights Issue (as defined in the resolution below) up to an aggregate nominal amount of £893,857 (being approximately **one third** of the aggregate nominal amount of the issued ordinary share capital of the Company as at the date of this Notice)

provided this authority expires on 30 June 2024 or at the conclusion of the next annual general meeting of the Company to be held in 2024 if earlier but so that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities pursuant to such an offer or agreement as if this authority had not expired

5. That subject to the passing of Resolution 4 above the Directors be empowered pursuant to section 570 of the Companies Act to allot equity securities (as defined in section 560 of the Companies Act) for cash pursuant to the authority referred to in Resolution 4 above as if section 561(1) of the Companies Act did not apply to any such allotment, such power being limited to the allotment of equity securities:
 - (a) in connection with an offer of such securities by way of a Rights Issue; and
 - (b) up to an aggregate nominal amount of £134,092 (being **5 per cent** of the of the aggregate nominal amount of the issued ordinary share capital of the Company as at the date of this Notice)

provided that this authority shall expire on 30 June 2024 or at the conclusion of the next annual general meeting of the Company to be held in 2024 if earlier save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement as if this power had not expired.

For the purposes of Resolution 4 and this Resolution 5, “Rights Issue” means an offer to:

- (i) ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
- (ii) holders of other equity securities if this is required by the rights of those securities or, if the Directors consider it necessary, as permitted by the rights of those securities, to subscribe for further securities by means of the issue of a renounceable letter (or other negotiable document) which may be traded for a period before payment for the securities is due, but subject in both cases to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements, record dates or legal, regulatory or practical problems in, or under the laws of, any territory.

6. That the Company be generally and unconditionally authorised, pursuant to the Company's Articles of Association, to make market purchases (within the meaning of section 693(4) of the Companies Act) of ordinary shares of 1 pence each in the capital of the Company ("**Ordinary Shares**") on such terms as the Directors think fit, and where such shares are held as treasury shares, the Company may use them for the purposes set out in section 727 of the Companies Act, including for the purposes of its employee share schemes, provided that:

- (a) the maximum number of Ordinary Shares hereby authorised to be purchased is 26,818,412;
- (b) the minimum price, exclusive of any expenses, which may be paid for an Ordinary Share is 1 pence per share;
- (c) the maximum price, exclusive of expenses, which may be paid for each Ordinary Share is an amount equal to the higher of:
 - (i) 105 per cent. of the average middle market quotations for an Ordinary Share, as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the Ordinary Share is purchased; and
 - (ii) An amount equal to the higher of the last independent trade of an Ordinary Share and the highest current independent bid for an Ordinary Share on the London Stock Exchange: and

This authority, unless previously revoked or varied, will expire on 30 June 2024 or at the conclusion of the next annual general meeting of the Company to be held in 2024 if earlier (except in relation to the purchase of Ordinary Shares the contract for which was concluded before the expiry of this authority and which will or may be executed wholly or partly after such expiry).

BY ORDER OF THE BOARD

City Group PLC
Company Secretary

Clean Power Hydrogen plc
Registered Office:
Unit D, Parkside Business Park,
Spinners Road,
Doncaster DN2 4BL

15 May 2023

IMPORTANT NOTES FOR SHAREHOLDERS

1. The entitlement to attend, speak and vote at the AGM will be determined by reference to the Company's Register of Members. In order to vote at the AGM, a person must be entered on the Register of Members no later than **6.00 pm** on **Monday, 19 June 2023**.

A shareholder's voting entitlement will depend on the number of shares held at that time. If the AGM is adjourned, such entitlement is determined by reference to the Register of Members at **6.00 pm** on the day two business days preceding the date fixed for the adjourned meeting. In each case, changes to the Register of Members after such time shall be disregarded in determining the rights of any person to attend or vote at the AGM.

The AGM is a private meeting of shareholders and their representatives. Guests are not entitled to attend the AGM as of right but they may be permitted entry at the absolute discretion of the Company. You must contact us in advance and by no later than **1.00 pm** on **Monday, 19 June 2023** at mail@city-group.com if you would like to bring a guest. Proxies and corporate representatives may not bring guests to the AGM.

2. If you wish to attend the AGM in person, you should arrive at the venue no more than 10 minutes before the start of the meeting, which will commence at 11.00 am. You may be asked to prove your identity.
3. A shareholder is 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 AGM. A shareholder may appoint more than one proxy in relation to the AGM provided each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. A proxy need not also be a shareholder but must attend the meeting for the shareholder's vote to be counted.

You will need to state clearly on each Form of Proxy the number of shares in relation to which the proxy is appointed. Failure to specify the number of shares to which each proxy appointment relates or specifying a number in excess of those held by the shareholder will result in the proxy appointment being invalid.

If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the chair) and give your instructions directly to them. To be valid, a Form of Proxy, together with the original or duly certified copy of the power of attorney or other authority (if any) under which it is signed or authenticated, must be posted or delivered by hand so as to reach the Company's Registrars, Computershare Investor Services PLC at The Pavilions, Bridgwater Road, Bristol, BS99 6ZY.

In each case, the appointment of a proxy must be received by the Company's Registrars by no later than **11.00 am** on **Monday, 19 June 2023**. Shareholders who have completed the Form of Proxy may still attend the AGM and vote in person should they wish to do so, but they are requested to bring the enclosed Attendance Card with them to the meeting. Amended instructions must also be received by the Company's Registrars by the deadline for receipt of the Form of Proxy.

4. If more than one valid proxy appointment is made in relation to the same share, the appointment last received before the latest time for the receipt of Forms of Proxy will take precedence.
5. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
6. If a shareholder does not specify how he or she wants the proxy to vote on a particular resolution, the proxy may vote or abstain as he or she sees fit. A proxy may also vote or abstain as he or she sees fit on any other business which properly comes before the AGM.
7. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

8. 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 & Ireland Limited's specifications and must contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com/CREST). 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 issuer's agent (ID 3RA50) by the latest time(s) for receipt of proxy appointments specified in Note 3 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 & Ireland 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/CREST).

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

9. Electronic proxies. You may, if you wish, appoint your proxy electronically at www.investorcentre.co.uk/eproxy.

You will need your Shareholder Reference Number, Control Number and PIN, all of which can be found on your Form of Proxy. Full instructions are given on the website. The proxy appointment and instructions should reach Computershare not less than 48 hours before the time appointed for the holding of the AGM or an adjourned meeting. Please note that any electronic communication found to contain a computer virus will not be accepted.

10. A corporation which is a shareholder may appoint one or more corporate representatives who may exercise on its behalf all of its powers as a shareholder, as if the corporation were an individual shareholder, provided that they do not do so in relation to the same share or shares.

Shareholders considering the appointment of a corporate representative should check their own legal position, the Company's Articles of Association and the relevant provision of the Companies Act 2006.

If you wish to appoint a corporate representative please contact Computershare Investor Services PLC, by telephone on **0370 707 1585**.

11. Voting on each of the resolutions will be conducted on a show of hands unless (before or immediately after the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) a poll is demanded. If a poll is demanded, it will be held in accordance with the provisions of the Company's Articles of Association.

In the event of polls being demanded and held, every shareholder who is present in person or by proxy or by a corporate representative shall have one vote for each share held by them.

The outcome of the AGM voting will be published via a Regularity Information Service and on the Company's website at www.cph2.com as soon as practicable following the conclusion of the AGM.

IMPORTANT NOTES FOR SHAREHOLDERS (CONTINUED)

12. All questions for the AGM must be submitted via email to info@cph2.com. Shareholders are encouraged to send their questions as soon as possible and by no later than **1.00 pm on Monday, 19 June 2023**. The Company will, to the extent practicable, answer any such questions unless:
- (i) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information; or
 - (ii) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered; or
 - (iii) (iii) the answer has already been given on a website in the form of an answer to a question.

In the interests of efficiency and to avoid unnecessary repetition, if multiple questions are submitted with a common theme, they will be answered as one question. A member may not use any email address provided by the Company in this document or in any accompanying document or on any website for communicating with the Company for any purpose in relation to the AGM other than as expressly stated.

13. The documents set out below are available for inspection on request at the Company's registered office from the date of this notice until the conclusion of the AGM:
- a) a copy of each Executive Director's contract of service;
 - b) a copy of each Non-Executive Director's letter of appointment; and
 - c) a copy of the Company's Articles of Association
14. Total voting rights and share capital. The Company has one class of authorised ordinary shares. The holders of ordinary shares are entitled to one vote per share and are entitled to one vote per share on all matters that are subject to shareholder vote.

As at the date of this Notice, the issued share capital of the Company was comprised of **268,184,127** ordinary shares, each with a nominal value of 1 pence per share. The Company holds no ordinary shares in Treasury.