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If you have sold or otherwise transferred all of your ordinary shares in United Oil & Gas Plc, please forward this document and the accompanying Form of Proxy at once to the purchaser or transferee or to the stockbroker or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee. However, such documents should not be forwarded to, or transmitted in or into, any jurisdiction where to do so might violate the relevant laws and regulations in that jurisdiction. If you have sold or transferred only part of your holding in the shares, you should retain this document and consult the stockbroker, bank or other agent through whom the sale of transfer was effected.

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*(Incorporated and registered in England and Wales with company number 09624969)*

## **CONDITIONAL FUNDRAISING**

## **NOTICE OF GENERAL MEETING**

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**This document should be read in conjunction with the accompanying Form of Proxy and the Notice of General Meeting. You are recommended to read the whole of this document but your attention is drawn, in particular, to the letter from the Chairman which is set out on pages 7 to 10 of this document and which recommends you to vote in favour of all of the Resolutions to be proposed at the General Meeting.**

Notice of the General Meeting of the Company to be held at the offices of Laytons LLP, First Floor, Yarnwicke, 119-121 Cannon Street, London EC4N 5AT at 11:00 a.m. on 8 January 2025 is set out at the end of this document. A Form of Proxy for holders of ordinary shares for use at the General Meeting accompanies this document. To be valid, the enclosed Form of Proxy should be completed and returned as soon as possible, and, in any event, so as to reach the Company's Registrars, Share Registrars Limited, 3 Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX no later than 48 hours before the General Meeting (excluding non-business days).

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## EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this document	12 December 2024
Expected date of First Admission	8.00 a.m. on 18 December 2024
Latest time and date for receipt of forms of proxy, CREST Proxy Instruction or electronic proxy appointment for use at the General Meeting	11:00 a.m. on 6 January 2025
General Meeting	11:00 a.m. on 8 January 2025
Expected date of Second Admission	8.00 a.m. on 9 January 2025

### Notes:

- 1) The timing of the events in the above timetable and in the rest of this document is indicative only and may be subject to change.
- 2) The timetable assumes that there is no adjournment of the GM. If there is an adjournment, all subsequent dates are likely to be later than those shown.
- 3) If any of the above times or dates should change, the revised times and/or dates will be notified by an announcement to a Regulatory Information Service.
- 4) All of the events listed in the above timetable following the holding of the GM are conditional upon the passing of the Resolutions.
- 5) All of the times referred to above are references to London time.

## INDICATIVE SHARE STATISTICS

Number of Ordinary Shares in issue at the Latest Practicable Date <sup>(1)</sup>	1,156,353,969
Number of Placing Shares	690,000,000
Number of Subscription Shares	10,000,000
Number of Fundraising Shares <sup>(2)</sup>	700,000,000
Number of Ordinary Shares in issue immediately following First Admission	1,541,353,969
Number of Ordinary Shares <sup>(3)</sup> in issue immediately following Second Admission <sup>(4)</sup>	1,856,353,969

### Notes:

- 1) Number of Ordinary Shares in issue as at 11 December 2024, being the latest practicable date prior to the publication of this document. The Company holds no ordinary shares in treasury as at the date of this document.
- 2) This is the total amount which includes the First Tranche Placing Shares and subject to the passing of the Resolutions the Second Tranche Placing Shares and the Subscription Shares.
- 3) Maximum number of Ordinary Shares assuming no new Ordinary Shares are issued between the Latest Practicable Date and Second Admission occurring.
- 4) This amount includes the Fundraising Shares assuming the passing of the Resolutions.

## Definitions

<b>Abu Sennan Concession</b>	the concession for petroleum exploration and exploitation in the Abu Sennan Area, Western Desert, Egypt
<b>Act</b>	the Companies Act 2006 (as amended)
<b>Admission</b>	admission of the Fundraising Shares to trading on AIM
<b>AIM</b>	the AIM Market operated by the London Stock Exchange
<b>AIM Rules</b>	the AIM Rules for Companies published by the London Stock Exchange from time to time
<b>bbl</b>	barrel
<b>Board or Directors</b>	the board of directors of the Company whose names are set out in Part I of this document, or any duly reorganize committee thereof
<b>bopd</b>	barrels of oil per day
<b>Broker Warrants</b>	34,500,000 Warrants to be granted to the Joint Bookrunners, an amount equal to 5 per cent. of the number of Placing Shares pursuant to the terms of the Placing Agreement
<b>Company</b>	United Oil & Gas PLC, a company incorporated and registered in England and Wales under the Act with registered number 09624969
<b>Conditional Fundraising Shares</b>	the Second Tranche Placing Shares and the Subscription Shares
<b>Circular</b>	the circular, containing details of the Fundraising and Notice of General Meeting, which is expected to be published on 12 December 2024
<b>CREST</b>	the relevant system (as defined in the CREST Regulations) for the paperless settlement of share transfers and the holding of shares in uncertificated form, operated by Euroclear
<b>CREST Manual</b>	the rules governing the operation of CREST
<b>CREST Proxy Instruction</b>	a properly authenticated CREST message appointing and instructing a proxy submitted in accordance with procedures described in the CREST Manual
<b>CREST Regulations</b>	the Uncertificated Securities Regulations 2001 (SI 2001/3755) (as amended)
<b>Deferred A Shares</b>	the deferred A shares of £0.00999 each in the capital of the Company
<b>Deferred Shares</b>	the deferred shares of £1.00 each in the capital of the Company
<b>Euroclear</b>	Euroclear UK & International Limited
<b>FCA</b>	the UK Financial Conduct Authority

<b>First Admission</b>	the admission of the First Tranche Placing Shares to trading on AIM
<b>First Tranche Placing Shares</b>	385,000,000 new Ordinary Shares issued pursuant to the terms of the Placing
<b>FSMA</b>	the Financial Services and Markets Act 2000 (as amended)
<b>Fundraising</b>	together the Placing and the Subscription
<b>Fundraising Shares</b>	the 700,000,000 new Ordinary Shares to be issued pursuant to the Fundraising, comprising the Placing Shares and the Subscription Shares
<b>Fundraising Warrants</b>	350,000,000 warrants to be issued in connection with the Fundraising, conditional on passing of the Resolutions, giving the holder the right to subscribe for one new Ordinary Share at a price of £0.0015 each at any time from the date of grant until 31 December 2025
<b>General Meeting or GM</b>	the General Meeting of the Company which is intended to be held on 8 January 2025 at 11:00 a.m. at the offices of Laytons LLP, First Floor, Yarnwicke, 119-121 Cannon Street, London EC4N 5AT, notice of which is set out in Part II of this document
<b>Group</b>	the Company and its subsidiaries and subsidiary undertakings
<b>Issue Price</b>	£0.001 per share
<b>Joint Bookrunners</b>	means Shard Capital and Tennyson
<b>London Stock Exchange</b>	London Stock Exchange plc
<b>Notice of General Meeting</b>	the notice convening the General Meeting which is set out in Part II of this document
<b>Ordinary Shares</b>	ordinary shares of £0.00001 each in the capital of the Company
<b>Placees</b>	subscribers to the Placing Shares
<b>Placing</b>	the conditional placing of the Placing Shares by the Joint Bookrunners
<b>Placing Agreement</b>	the agreement dated on or about 11 December 2024 entered into by the Company, Shard Capital and Tennyson in connection with the Placing
<b>Placing Shares</b>	First Tranche Placing Shares and Second Tranche Placing Shares+
<b>Registrar of Companies</b>	the Registrar of Companies under the Act
<b>Regulatory Information Service</b>	a service approved by the London Stock Exchange for the distribution to the public of AIM announcements and included within the website of the London Stock Exchange
<b>Resolutions</b>	the resolutions set out in the Notice of General Meeting

<b>Second Admission</b>	the admission of the Second Tranche Placing Shares and the Subscription Shares to trading on AIM
<b>Second Tranche Placing Shares</b>	305,000,000 new Ordinary Shares to be allotted and issued pursuant to the terms of the Placing
<b>Shard Capital</b>	Shard Capital Partners LLC, a company registered in England (No. OC 360394), whose registered office is at 36-38 Cornhill, London, England, EC3V 3NG
<b>Shareholders</b>	holders of Ordinary Shares
<b>Subscription</b>	the conditional subscriptions of the Subscription Shares by a subscriber
<b>Subscription Shares</b>	10,000,000 new Ordinary Shares to be issued pursuant to the Subscription
<b>Tennyson</b>	a trading name of Shard Capital Partners LLP (registered in England No. OC360394), whose registered office is at 36-38 Cornhill, London, England, EC3V 3NG
<b>UK or United Kingdom</b>	the United Kingdom of Great Britain and Northern Ireland
<b>USD or \$</b>	United States dollars
<b>Warrants</b>	warrants to subscribe for Ordinary Shares in the Company



## United Oil & Gas Plc

(Incorporated and registered in England and Wales with company number 09624969)

*Registered Office:*

First Floor, Yarnwicke,  
119-121 Cannon Street,  
London  
EC4N 5AT

12 December 2024

***To Shareholders and, for information purposes only, to holders of options and Warrants***

Dear Shareholders,

### **CONDITIONAL FUNDRAISING NOTICE OF GENERAL MEETING**

#### **1. Introduction**

I am writing to you with details of the general meeting which we are holding at the offices of Laytons LLP, First Floor, Yarnwicke, 119-121 Cannon Street, London EC4N 5AT at 11:00 a.m. on 8 January 2025. The formal notice of GM is set out at the end of this document.

The purpose of this letter is to provide you with an explanation of the resolutions to be proposed at the GM and of the action you should take in order to register your vote.

#### **2. Background**

##### **Abu Sennan Concession**

On 22 January 2024, the Company announced it had received a default notice from Kuwait Energy Egypt Limited ("**Kuwait Energy**") due to outstanding cash calls related to the Abu Sennan Concession. Under the Joint Operating Agreement (**JOA**) for the concession, the Company was granted a 30-day period, starting on 28 January 2024, to address the default. The Company did not remedy the default.

On 16 April 2024, the Company reported receipt of \$1 million from the Egyptian General Petroleum Corporation ("**EGPC**").

By 31 October 2024, the Company had finalised all necessary documentation to withdraw from its 22% stake in the Abu Sennan Concession, effective from 1 January 2024. Completion of this withdrawal remains subject to formal approval from EGPC and the Minister for the Deed of Assignment, which is expected in due course.

After reconciling working capital related to the licence withdrawal, the receivables balance due to the Company was adjusted upwards from approximately \$500,000 to \$840,000. To satisfy outstanding cash

calls for the concession, the Company agreed to transfer \$220,000 from its receivables balance to the non-defaulting parties, Kuwait Energy and Global Connect LTD. This left a net receivable of \$620,000 owed to the Company.

On 9 December 2024, the Company announced it had received \$591,595 from EGPC and would continue to engage over the small remaining balance.

### **Jamaica Licence**

In January 2024, the Company announced a two-year extension of the Jamaica licence, now valid until January 2026. The extension includes a work program agreed with the Ministry of Science, Energy, Telecommunications & Transport (“**MSETT**”), involving additional technical studies such as piston core sampling and seismic reprocessing to further de-risk the petroleum system. The Company and its advisors continue to work on securing a partner for the licence.

### **Waddock Cross Licence (PL090)**

On 2 April 2024, the Company announced that it had been granted a five-year extension of the Waddock Cross Licence, in which it holds a 26.25% working interest.

### **Debt Settlement**

In May 2024, the Company announced it had reached a confidential settlement agreement with its debt provider.

### **Corporate**

In February 2024, the Company announced that it had conditionally raised £1 million through a placing and subscription of 500,000,000 Ordinary Shares. As part of this equity raise, one warrant with an exercise price of £0.0028 was granted for every three shares subscribed for as part of that fundraising. The expiry of the exercise period of those warrants was 31 December 2024. As announced on 11 December 2024, the Board proposes to extend the expiry date of the exercise period of such warrants to 30 June 2025.

## **3. Current plans**

The Company’s immediate focus remains on the Jamaica exploration asset (“**Jamaican Asset**”), progressing the farm out process. The Jamaican Asset was extended for two years in January 2024 until 31 January 2026 and holds a potential 2.4 billion barrels of unrisks mean/mid case prospective resource potential.

The other asset that the Company has is the 26.25% interest in the onshore Waddock Cross Licence where the operator Egdon Resources, advises that they are progressing permitting.

## **4. Current financial position**

By the end of December 2024, the Company expects to have approximately USD\$ 0.35 million cash in the bank excluding funds from the Fundraising.

## **5. Fundraising**

As announced on 12 December 2024, the Company has conditionally raised an aggregate amount of £0.7 million by way of the Fundraising.

The Company has existing shareholder authorities to allot and issue up to 385,000,000 shares and intends to use these authorities to allot and issue a First Tranche Placing Shares raising an initial sum of £385,000. It is expected that First Admission will occur on or around 18 December 2024.



The Fundraising Shares carry a warrant entitlement of one Fundraising Warrant for every two Fundraising Shares. The grant of the Fundraising Warrants attaching to the Fundraising Shares is subject to Shareholder approval.

The issue of the Conditional Fundraising Shares is conditional upon, amongst other matters,

- the Placing Agreement having become unconditional (save for Second Admission) and not having been terminated in accordance with its terms prior to Second Admission;
- the passing by shareholders of the Resolutions at the GM; and
- Second Admission taking place by no later than 8.00am on 9 January 2025 (or such later date as the Joint Bookrunners may agree in writing with the Company, being not later than 8.00 a.m. on the long stop date being no later than 10 January 2025).

If any of these conditions is not satisfied, the Conditional Fundraising Shares, the Fundraising Warrants and the Broker Warrants will not be issued and allotted, and Second Admission will not occur.

Subject to the conditions being satisfied, the Company will allot and issue 305,000,000 new Ordinary Shares at the Issue Price for the Second Tranche Placing Shares and 10,000,000 new Ordinary Shares at the Issue Price for Subscription Shares together with the grant of the 350,000,000 Fundraising Warrants with an exercise price of £0.0015 per share and exercise period until 31 December 2025.

Pursuant to the terms of the Placing Agreement, the Joint Bookrunners are entitled to be granted the Broker Warrants subject to the passing of the Resolutions and the completion of the Placing. The exercise price of the Broker Warrants is the same as the Issue Price with an exercise period from the date of grant for a period of 5 years.

## **6. Use of proceeds**

The Company intends to use the net proceeds of the Fundraising:

- To provide working capital for general and administration expenses
- To continue to progress the Jamaican farmout
- To pay historical trade creditors

## **7. General Meeting and Resolutions**

You will find set out at the end of this document a notice convening the General Meeting to be held at the offices of Laytons LLP, First Floor, Yarnwicke, 119-121 Cannon Street, London EC4N 5AT on Wednesday 8 January 2025 at 11:00 a.m.

The Resolutions to be proposed to Shareholders at the GM are as follows:

### **Resolution 1: Authority of Directors to allot and/or grant the Conditional Fundraising Shares, Placing Warrants, Broker Warrants and General Authority**

Resolution 1 is proposed as an ordinary resolution granting authority to the directors to allot and issue up to 700,000,000 new Ordinary Shares in connection with the Conditional Fundraising Shares, the Fundraising Warrants and the Broker Warrants as well as granting additional authority to the directors to allot and issue up to 185,000,000 new Ordinary Shares (equal to a value approximately 10% of the enlarged share capital after Admission) ("**General Authority**"). This General Authority will allow the Board to allot and issue shares without recourse to the shareholders so that it can move quickly from time to time as it deems appropriate.

This authority will expire at the commencement of the Company's next annual general meeting.

## **Resolution 2: Dis-application of statutory pre-emption rights**

Resolution 2 is a special resolution and will, if approved, provide the Directors with authority to issue equity securities for cash on a non pre-emptive basis pursuant to the authority conferred by Resolution 1 above. The authority will expire at the commencement of the Company's next annual general meeting.

### **Action to be taken**

Proxy votes should be submitted as early as possible and, in any event, no later than 48 hours before the time for the holding of the GM or any adjournment of it. The proposals described in this letter can only be implemented if the Resolutions are approved by the requisite majority at the GM. It is therefore important that you vote by proxy at the GM.

The Company encourages Shareholders to appoint the Chair of the GM as a proxy to vote on their behalf. Shareholders can vote on the Resolutions using an online portal, following the procedure below.

- Visiting [www.shareregistrars.uk.com](http://www.shareregistrars.uk.com) and following the online instructions. Through the website shareholders will be able to access the Registrars' Portal, on which they will be able to register to be able to vote. For security reasons, registration is a two-stage authentication process. Once registered, shareholders will be able to vote online via the platform.
- Completing and returning the Form of Proxy to the Company's Registrars, Share Registrars Limited, 3 Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX no later than 48 hours before the General Meeting

## **8. Recommendation**

**The Directors believe that the passing of the Resolutions is in the best interests of the Company and Shareholders, taken as a whole.**

**Shareholders should note that, if the Company does not receive the proceeds of the Fundraising, the Company would have to seek alternative forms of finance and/or undertake other activities such as delaying or reducing capital expenditure. Failure to secure alternative forms of finance at all or on commercially acceptable terms, or undertaking other activities such as delaying or reducing capital expenditure, could have a material adverse effect on the Company's business, financial condition, prospects, capital resources, cash flows, share price, liquidity, results and/or future operations. In particular, failure to conclude the Fundraising will compromise the Company's ability to continue as a going concern. As a result, the Company may be unable to fulfil its long-term exploration and appraisal programme, meet its work commitments under existing licences or working capital requirements. Failure to do so could result in the premature termination, suspension or withdrawal of the Group's licences.**

**Accordingly, the Directors unanimously recommend shareholders to vote in favour of the Resolutions, as they will do in respect of their ordinary shares in the Company, representing in aggregate 3.38 per cent (%) of the Ordinary Shares in issue as at the date of this document.**

Yours faithfully,

**Graham Martin**  
Non-Executive Chair  
United Oil & Gas Plc

## NOTICE OF GENERAL MEETING



### United Oil & Gas Plc

(Incorporated and registered in England and Wales with company number 09624969)

**NOTICE IS HEREBY GIVEN THAT** a General Meeting ("**GM**") of United Oil & Gas Plc (the "**Company**") will be held at the offices of Laytons LLP, First Floor, Yarnwicke, 119-121 Cannon Street, London EC4N 5AT at 11:00 a.m. on 8 January 2025 for the purposes of considering and, if thought fit, approving the following Resolutions, Resolution 1 will be proposed as an ordinary resolution and Resolution 2 will be proposed as a special resolution. Words and expressions used or defined in the circular dated 12 December 2024 apply to this Notice unless otherwise defined.

#### **Ordinary Resolution**

1. THAT, in accordance with section 551 of the Companies Act 2006 ("**CA 2006**"), the Directors be generally and unconditionally authorised to allot new Ordinary Shares in the Company and/or grant rights to subscribe for or to convert any security into new Ordinary Shares in connection with:
  - a. the Conditional Fundraising Shares;
  - b. the Fundraising Warrants and the Broker Warrants; and
  - c. up to 185,000,000 new Ordinary Shares (equal to a value approximately 10% of the enlarged share capital after Admission) ("**General Authority**").

provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the conclusion of the next annual general meeting of the Company save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or to convert any security into new Ordinary Shares in the Company to be granted and the Directors may allot shares or grant rights to subscribe for or to convert any security into new Ordinary Shares in the Company in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

#### **Special Resolution**

2. THAT, subject to the passing of resolution 1, set out above and in accordance with section 570 and section 573 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) for cash pursuant to the authority conferred by resolution 1 above (and/or to sell Ordinary Shares held by the Company as treasury shares for cash), as if section 561(1) of the CA 2006 did not apply to any such allotment or sale, provided that such power shall be limited to allotments of equity securities and/or the sales of treasury shares:
  - (a) in connection with rights issues or open offers to the holders of shares in the Company and other persons entitled to participate therein in proportion (as nearly as practicable) to their respective holdings, subject to such exclusions or other arrangements as the Directors may consider necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of any territory or the regulations or requirements of any regulatory authority or any stock exchange in any territory; and
  - (b) in connection with the Conditional Fundraising Shares, Fundraising Warrants and Broker Warrants; and

(c) General Authority,

and such power shall expire upon the expiry of the authority conferred by resolution 1 set out above, save that the Directors shall be entitled to make offers or agreements before the expiry of such power which would or might require equity securities to be allotted or treasury shares to be sold after such expiry, and the Directors may allot equity securities or sell treasury shares in pursuance of any such offer or agreement as if the power conferred by this resolution had not expired.

Dated: 12 December 2024

By order of the Board:

**Simon Brett**  
*Company Secretary*

*Registered office:*  
First Floor, Yarnwicke  
119-121 Cannon Street,  
London  
EC4N 5AT

## NOTES

1. A member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to exercise all or any of their rights to attend, speak and vote at the Meeting. A proxy need not be a member of the Company. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares, in which case you should specify the number of shares in respect of which each proxy is entitled to exercise their rights. You may not appoint more than one proxy to exercise the rights attached to any one share. A corporate member is also entitled to authorise a person or persons to act as its representative or representatives at the meeting with the entitlement to exercise on behalf of the member the same powers as the member could exercise, if it were an individual member of the Company.
2. A form of proxy is enclosed for use at the above Meeting.
3. To be effective, the form of proxy, duly executed, must be lodged at the address shown on the form of proxy not later than 48 hours before the time of the Meeting (excluding non-business days).
4. The right to vote at the Meeting is determined by reference to the Company's register of members ("**Register**") as at 11 a.m. on 6 January 2025. Changes to entries on the Register after that time will be disregarded in determining the rights of any member to attend and vote at the Meeting.
5. It is possible for you to submit your proxy votes online. Further information on this service can be seen below under the heading "Electronic voting".
6. As at 5.00 p.m. on 11 December 2024, being the latest practicable date prior to the publication of this Notice, the Company's issued share capital comprised 1,156,353,969 ordinary shares of £0.00001 each. Each ordinary share carries the right on a poll to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 5.00 p.m. on 11 December 2024 is 1,156,353,969. Voting on the resolutions will be conducted by way of a show of hands.
7. As a member, you have the right to put questions at the Meeting relating to the business being dealt with at the meeting. Any joint holder may vote at the Meeting, either personally or by proxy, and if more than one holder is present the one whose name stands first in the Register shall be entitled to vote.
8. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Meeting and any adjournment(s) thereof by utilising the procedures described in the CREST Manual which can be viewed at [www.euroclear.com](http://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.
9. In order for a proxy appointment made or instructions by means of CREST to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's ("EUI") specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuer's agent ID (7RA36) by the latest time for the 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 timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.
10. 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 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.
11. 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).

### Electronic voting

The Company actively encourages Shareholders to cast their vote electronically. You can do so by visiting [www.shareregistrars.uk.com](http://www.shareregistrars.uk.com) and following the online instructions. Through the website Shareholders will be able to access the Registrars' Portal, on which they will be able to register to be able to vote. For security reasons, registration is a two-stage authentication process. Once registered, Shareholders will be able to vote online via the platform.