

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 if you are in the United Kingdom or, if not, another appropriately authorised independent professional adviser, without delay.

If you have sold or otherwise transferred all of your ordinary shares of 0.1p each (“Ordinary Shares”) in Nostra Terra Oil and Gas Company plc (“Nostra Terra” or the “Company”), please send this document, together with the accompanying documents, as soon as possible, to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. If you have sold or transferred only part of your holding of Ordinary Shares, you should retain these documents, and consult the person through whom the sale or transfer was effected.

Nostra Terra Oil and Gas Company plc

(incorporated in England and Wales with registered number 05338258)

Notice of General Meeting as requisitioned on behalf of Eridge Capital Limited (formerly New World Oil and Gas plc)

and

Unanimous recommendation of your Board to
vote **AGAINST** the proposed resolution 1

and

vote **IN FAVOUR** of the proposed resolutions 2 to 3

This document should be read as a whole. Your attention is drawn to the Letter from the Chairman of the Company, which includes recommendations that you (i) vote against the proposed resolution 1 and (ii) you vote in favour of the proposed resolution 2 and proposed resolution 3 (together, the “Resolutions”) at the general meeting of the Company (the “General Meeting”).

A notice convening the General Meeting, to be held at the offices of Druces LLP at Salisbury House, London Wall, London EC2M 5PS at 11.00 a.m. on 13 May 2020, is set out at the end of this document. Shareholders of the Company (“Shareholders”) are requested to complete and return the enclosed form of proxy (“Form of Proxy”) to Share Registrars Limited at The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR, as soon as possible, but in any event so as to arrive no later than 11:00 a.m. on 11 May 2020, whether or not they propose to be present at the General Meeting.

In light of the UK government’s response to the COVID-19 outbreak, which includes banning all non-essential travel and gatherings of more than two people (the “Stay at Home Measures”), the Company strongly encourages all Shareholders to submit their

Form of Proxy, rather than attend the General Meeting in person. As such, if the Stay at Home Measures remain in force as at the date of the General Meeting, additional Shareholders must not attend the General Meeting in person. Anyone who seeks to attend in person will not be admitted to the General Meeting. In accordance with the Company's articles of association ("Articles"), whilst completion and return of the form of proxy would not preclude Shareholders from attending and voting in person at the General Meeting should they so wish, Shareholders are reminded that to do so would potentially be in breach of the UK government's latest laws in relation to COVID-19. Voting will take place as usual and if the Company is of the view that this does not reflect the proxy votes, the Chairman will direct voting to be by poll. Shareholders may listen to the formal General Meeting proceedings by dialling into 0843 373 0843 with pin code 60340691. Shareholders should be aware that dialling into the General Meeting will not enable them to vote by telephone, as the Company's Articles do not permit this.

For full details on proxy appointments, see the notes to the Notice of General Meeting and accompanying form of proxy.

EVERY SHAREHOLDER'S VOTE IS IMPORTANT – PLEASE COMPLETE AND RETURN YOUR FORM OF PROXY AS SOON AS POSSIBLE. Completion and posting of the Form of Proxy will not prevent a Shareholder from attending and voting in person at the General Meeting, however Shareholders attention is drawn to information contained in the above paragraph in respect of the UK government's response to the COVID-19 outbreak.

A summary of the action to be taken by shareholders is set out on in the Letter from the Chairman. Whether or not you intend to be present at the General Meeting, please complete and return the enclosed Form of Proxy as soon as possible and in any event so as to arrive by not later than 11.00 a.m. on 11 May 2020.

The Directors accept responsibility for the information contained in this document. To the best of the knowledge and belief of all the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

LETTER FROM THE CHAIRMAN

NOSTRA TERRA OIL AND GAS COMPANY PLC

(incorporated in England and Wales with registered number 05338258)

Finsgate, 5-7 Cranwood Street, London EC1V 9EE

Directors:

Dr. George Henry Stephen Staley (Non-Executive Chairman)

Matthew Lofgran (Chief Executive Officer)

John Stafford (Non-Executive Director)

To the holders of Ordinary Shares and, for information purposes only, to holders of options and warrants

17 April 2020

Dear Shareholder,

NOTICE OF GENERAL MEETING

As Chairman of Nostra Terra, I invite you to a General Meeting of the Company to be held at 11:00 a.m. on 13 May 2020 at the offices of Druces LLP, Salisbury House, London Wall, London EC2M 5PS.

COVID-19 and General Meeting proceedings

In light of the UK government's response to the COVID-19 outbreak, which includes banning all non-essential travel and gatherings of more than two people, the Company is adopting the following General Meeting arrangements in order to ensure that the health and safety of our Shareholders, Directors, employees and other key stakeholders is protected:

- The General Meeting will be held at the offices of Druces LLP at Salisbury House, London Wall, London EC2M 5PS.
- The General Meeting will only address the formal matters contained in the Notice of General Meeting.
- In accordance with the Company's Articles, the quorum necessary to constitute the General Meeting is two members in person or proxy, therefore two officers or agents of the Company (who are also Shareholders) will be in attendance to form the quorum and conduct the business of the General Meeting.
- Attendance by additional Shareholders is not considered as "essential for work purposes" and so would not be permitted under the Stay at Home Measures. As such, if the Stay at Home Measures remain in force as at the date of the General Meeting, additional Shareholders must not attend the General Meeting in person. Anyone who seeks to attend in person will not be admitted to the General Meeting.

- Shareholders may listen to the formal General Meeting proceedings by dialing into 0843 373 0843 with pin code 60340691. Shareholders should be aware that dialing into the General Meeting will not enable them to vote by telephone, as the Company's Articles do not permit this.
- All Shareholders are urged to appoint the Chairman of the General Meeting as their proxy, with voting instructions. Please refer to the notes to the Notice of General Meeting for more information regarding proxy voting.

The UK government may change current restrictions or implement further measures relating to the holding of general meetings prior to the General Meeting. Any changes to the General Meeting (including the arrangements outlined above) will be made available on the Company's website at www.ntog.co.uk and by means of the Regulatory Information Service.

Background

Following receipt of letters from Eridge Capital Limited ("Eridge") (formerly New World Oil and Gas plc), dated 15 January 2020 and 31 January 2020, requisitioning general meetings of the Company's shareholders including, *inter alia*, resolutions to remove Matthew Lofgran and Ewen Ainsworth as directors of the Company and to appoint Andrew Morrison as a director of the Company (the "Original Requisitions") and the Company entering into further discussions with Eridge, on 2 March 2020, Ewen Ainsworth stepped down as Non-Executive Chairman of the Company with immediate effect.

On 3 March 2020, it was announced that Andrew Morrison would be appointed as the Non-Executive Chairman of the Company and Dr Stephen Staley would be appointed as a Non-Executive Director. The reconstituted Board would immediately conduct a review of all aspects of the business, including on remuneration and operations. It was also decided that all Directors will be proposed for re-election at the next annual general meeting of the Company and Matt Lofgran commit to remain as President of the Company's subsidiary, New Horizons Energy 1 LLC, for six months should he cease to act as a Director of the Company at any time (together, the "Commitment"). Following discussions with Eridge and Shard Capital ("Shard"), Eridge gave an undertaking that, conditional on the Company announcing the abovementioned changes to the Board and the Commitment, the Original Requisitions served to the Company to convene a general meeting of the Company would be withdrawn. Accordingly, all resolutions to be proposed at the general meeting were withdrawn.

On 30 March 2020, the Company announced that it had received a letter from Eridge, dated 24 March 2020, requisitioning a general meeting of the Company's shareholders (the "Third Requisition"). The Third Requisition proposed that Shareholders be asked to consider a resolution to remove Matt Lofgran as a Director of the Company.

On 8 April 2020, the Company announced that, Eridge had informed the Company that a further requisition notice (the "Fourth Requisition") was in the process of being delivered to the Company that would propose a general meeting be convened in order for Shareholders to consider and vote on a further resolution to appoint Robert Joseph Bensch as a director of the Company.

On 9 April 2020, the Company announced that it was informed via email by Eridge that the Fourth Requisition it was in the process of serving to convene a general meeting to appoint Robert Joseph Bensch as a director of the Company would now not be served.

On 8 April 2020, the Company announced that it had raised £318,055 before expenses via a placing and subscription. Directors participated in the subscription, amounting to, in aggregate, £90,000. Admission of the shares issued pursuant to the placing and subscription (the "Fundraise Shares"), is expected to occur at 8.00 a.m. on or around 20 April 2020. Every two of the Fundraise Shares had one warrant attached, exercisable at a price of 0.6p per share for a period of two years (the "Fundraise Warrants")

The Fundraise Shares will be issued out of the existing authorities granted to the Directors at the 2019 annual general meeting. However, the Company does not have sufficient authority to issue all of the shares on exercise of the Fundraise Warrants. As the Company is required to convene the General Meeting as a result of the Third Requisition, the Board considers it appropriate to propose resolutions to enable shares to be issued in the event that the Fundraise Warrants are exercised. Accordingly, resolution 2 and resolution 3 are proposed to be considered by Shareholders at the General Meeting.

The purpose of this circular is to convene a General Meeting of the Company at which the Resolutions will be put to a vote of the Shareholders. For each of resolutions 1 and 2 to be passed, more than 50 per cent. of the votes cast must be cast in favour of such resolutions. For resolution 3 to be passed, not less than 75 per cent. of the votes must be cast in favour of such resolution.

In this letter, I set out the reasons why the Board considers that:

- **resolution 1 is not in the best interests of Shareholders and explain why Shareholders should vote AGAINST resolution 1; and**
- **why resolutions 2 to 3 are in the best interests of Shareholders and why Shareholders should vote IN FAVOUR of resolutions 2 to 3.**

Resolution 1

The Board unanimously recommends Shareholders to vote AGAINST the proposed resolution 1, as they intend so to do in respect of their own beneficial holdings, which amount to, when taking into account admission of the Fundraise Shares to trading on AIM, in aggregate, 42,525,976 Ordinary Shares, representing approximately 12 per cent. of the issued share capital of the Company.

Set out below is a rebuttal of the proposed resolution 1 contained in the Third Requisition and to be considered at the General Meeting, which will be proposed as an ordinary resolution. This means that for resolution 1 to be passed, more than fifty per cent. of the votes cast must be cast in favour of such resolution.

The Board's response to the proposed resolution 1 is provided below.

I write in my capacity as Chairman of the Board. The Board has considered the proposed resolution 1 and has the following observations and recommendations by way of response.

Firstly, I shall address the proposed resolution 1 in a general sense and then respond in more detail to each specific point, highlighting where necessary information and observations, which may be of use to Shareholders in forming a considered opinion.

General Opinion

It is the Board's firm belief that the proposed resolution 1 contained in the Third Requisition is not to the benefit of Shareholders. Eridge waited only 21 days following their agreement to withdraw the Original Requisitions following the board changes before requisitioning a further general meeting. It therefore gave the new Board 21 days, in the midst of a global pandemic causing restricted business and global recession, to conduct the remuneration and operational review, possibly agree changes and make suitable announcements. The timing of Eridge's Third Requisition and additional aborted Fourth Requisition show a recurring pattern of lack of planning and ill-thought-through impulsive actions that are extremely ill suited to the careful running of a public company. Furthermore, the board views the actions of Eridge a distraction to the Company and a waste of Company resources that ultimately only cause significant damage to all shareholders.

Prior to the Original Requisitions, the Board provided Eridge multiple opportunities to present its business case for changes (or not) to the Company's business model, but no concrete plan has been forthcoming. The Board does not believe that Eridge has a credible business proposition with regard to the future of Nostra Terra; the Directors have not seen any evidence of one to date.

The Company's near-term work plan was designed to grow production by approximately 50%, whilst minimising costs, over the next twelve months and as set out in more detail in the circular of the Company dated 12 February 2020 (the "February 2020 Circular"), prior to the severe drop in oil prices beginning on 6 March 2020. Since this point the Board has made further changes in order to address the lower commodity price environment. The Board has recognised the need to augment the leadership team with new Board appointments to bring in innovative thinking and challenge ideas and opinions and appointed me (Dr Stephen Staley) on 3 March 2020. In short, we have a plan to grow the Company, increase production, minimise costs and generate shareholder value; the Board believes the proposal underpinning the Third Requisition would prevent us from delivering this and therefore we strongly recommend that Shareholders should vote **AGAINST** the proposed resolution 1.

I shall now review the specific demands/proposal of the proposed resolution 1.

Resolution 1: to remove Matthew Lofgran as a director of the Company

I would like to refer Shareholders to the General Opinion section of the February 2020 Circular starting on page 5 of said circular, which sets out certain background on Mr Lofgran, in addition to certain achievements for the Company, during his tenure. A copy

of the February 2020 Circular can be located on the Company's website in the 'Admission document, Constitutional documents and Circulars' section at the following link: <http://www.ntog.co.uk/aim-rule-26>.

In the three weeks between Eridge agreeing to the changes to the Company (listed earlier) and the Third Requisition, the only new information released to the public was an update on hedges and the senior lending facility with Washington Federal Bank ("WAFD") (the "Loan Facility"), where the Company hedged just over half the production for all of 2020 at prices ranging from approximately \$55 per barrel to \$57 per barrel, significantly above current oil prices in the market. The hedges were put in place by Mr Lofgran and the Board of Directors prior to the receipt of the Original Requisitions and the appointment of Mr Morrison, thus adding a significant amount of security for the Company throughout the year.

The Board firmly believes that removal of Mr Lofgran from the Board and from the Company would not benefit the Company in any way. He is the only executive of the Company and he has the primary knowledge of all the Company's current assets and contracts, including financing, in the US and he has a clear vision and executable strategy for growth. The relationships Mr Lofgran has developed with our lenders in the USA, our contractors in the industry and with our operational staff in the field are far too valuable to be discarded based on a perceived past twelve-month difficult spell. It is short sighted to suggest Mr Lofgran's removal. The Board has listened to shareholder concerns and implemented numerous changes including a substantial reduction in Mr Lofgran's package, however, we consider Eridge to have breached the terms of the original settlement by lodging two further requisitions in short order. This level of disruption is not helpful operationally or financially and must in the Board's opinion be rejected.

The Board believes that the confidence that Matt Lofgran has brought to WAFD, not only in negotiating the Loan Facility initially, but also in managing it since, through the drawdown and repayment of funds, and the structured hedging of the oil price for the Company's production, should not be underestimated by Eridge or other Shareholders. Matt Lofgran has also worked actively with WAFD on potential acquisition opportunities and WAFD has been very supportive, providing letters of support regarding the potential for a significant increase in the facility size and borrowing base.

Notwithstanding the Commitment, given this material and important relationship that the Company has with WAFD, not only with regard to the existing Loan Facility, but also potential access to further funds if the right growth opportunity presents itself, the Board believes that the removal of Matt Lofgran from the Board is counter-productive to shareholders' interests.

The Board recommends that Shareholders vote AGAINST resolution 1.

The Placing and Subscription

As announced on 8 April 2020, the Company has raised £318,055 before expenses via a placing and subscription. Directors participated in the subscription, amounting to, in aggregate, £90,000. Admission of the Fundraise Shares issued pursuant to the placing

and subscription, is expected to occur at 8.00 a.m. on or around 20 April 2020. Every two of the Fundraise Shares had one warrant attached, exercisable at a price of 0.6p per share for the period of two years (the “Fundraise Warrants”).

The Fundraise Shares will be issued out of the existing authorities granted to the Directors at the 2019 annual general meeting. However, as noted in the Background section of this circular above, the Company does not have sufficient authority to issue all of the shares on exercise of the Fundraise Warrants and accordingly, resolution 2 and resolution 3 are proposed.

Resolution 2: authority of Directors to allot shares

This is an ordinary resolution granting authority to the Directors to allot new Ordinary Shares up to an aggregate nominal amount of £73,612.00. The authority will expire at the commencement of the next annual general meeting of the Company.

Resolution 3: dis-application of pre-emption rights

This is a special resolution authorising the Directors to allot new Ordinary Shares for cash up to the thresholds described in Resolution 2 on a non pre-emptive basis pursuant to the authority conferred by Resolution 2 above. This will allow the Directors to allot the shares on exercise of the Fundraise Warrants for cash. This authority will expire at the commencement of the next annual general meeting of the Company.

The Board recommends that Shareholders vote in FAVOUR of resolution 2 and resolution 3.

Action to be taken

You will find enclosed with this document a Form of Proxy for use in connection with the General Meeting. Please complete and return the Form of Proxy in accordance with the instructions printed on it so as to be received by Share Registrars Limited as soon as possible, but in any event no later than 11.00 a.m. on 11 May 2020. Alternatively, if you hold shares in CREST, you can appoint a proxy electronically by using the CREST electronic proxy appointment service.

The return of the Form of Proxy does not normally prevent you from attending the General Meeting and voting in person, however given the unprecedented circumstances resulting from the COVID-19 outbreak, and as noted above, unless the UK government relaxes the current Stay at Home measures Shareholders who attempt to attend the meeting in person will not be admitted to the General Meeting.

EVERY SHAREHOLDER’S VOTE IS IMPORTANT – PLEASE COMPLETE AND RETURN YOUR FORM OF PROXY AS SOON AS POSSIBLE.

Recommendation

For the reasons set out in this letter, your Board believes that resolution 1 will not promote the success of, and are not in the best interests of, the Company and its

Shareholders as a whole, and resolution 2 and resolution 3 will promote the success of, and are in the best interests of, the Company and its Shareholders as a whole.

Your Board therefore unanimously recommends that you vote AGAINST resolution 1, and IN FAVOUR of resolution 2 and resolution 3, as the Directors intend so to do in respect of their own beneficial holdings, when taking into account admission of the Fundraise Shares to trading on AIM, of, in aggregate, 42,525,976 Ordinary Shares, representing approximately 12 per cent. of the issued share capital of the Company.

Yours faithfully

Dr George Henry Stephen Staley
Chairman

NOSTRA TERRA OIL AND GAS COMPANY PLC

Finsgate, 5-7 Cranwood Street, London EC1V 9EE

Notice of General Meeting

Notice is hereby given that a General Meeting of Nostra Terra Oil and Gas Company Plc (the "Company" or "Nostra Terra") will be held at the offices of Druces LLP at Salisbury House, London Wall, London EC2M 5PS on 13 May 2020 at 11:00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions, of which resolutions 1 and 2 will be proposed as ordinary resolutions and resolution 3 as a special resolution.

ORDINARY RESOLUTIONS

1. That, pursuant to the provisions of Section 168 of the Companies Act 2006 (the "Act") and Article 132 of Nostra Terra's Articles of Association, Matthew Lofgran shall be removed as a director of Nostra Terra.
2. THAT, conditional on the passing of Resolution 3, in addition to all existing and unexercised authorities granted pursuant to section 551 of the Companies Act 2006 (the "Act"), the directors of the Company (the "Directors") be and are hereby generally and unconditionally authorised for the purpose of section 551 of the Act to exercise all the powers of the Company to allot equity securities (within the meaning of Section 560 of the Act) up to a nominal amount of £73,612.00 provided that this authority shall expire at the conclusion of the annual general meeting of the Company to be held in 2020, save that the Company may before such expiry make an offer or agreement which would or might require shares in the Company to be allotted, or rights to be granted, after such expiry and the Directors may allot shares or grant rights in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

SPECIAL RESOLUTION

3. THAT, conditional on the passing of Resolution 2, in addition to all existing authorities granted pursuant to section 570(1) of the Act, the Directors be and are hereby generally and unconditionally empowered pursuant to section 570(1) of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash, pursuant to the authority conferred by resolution 2, as if section 561(1) of the Act did not apply to such allotment, provided that the power conferred by this resolution shall be limited to the allotment of equity securities for cash up to a maximum nominal amount of £73,612.00 and shall expire at the conclusion of the annual general meeting of the Company to be held in 2020, save that the Company may before such expiry make an offer or agreement which would or might require shares in the Company to be allotted, or rights to be granted, after such expiry and the Directors may allot shares or grant rights in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

Registered Office:
Finsgate
5-7 Cranwood Street
London EC1V 9EE

By order of the Board
International Registrars Limited
Company Secretary

17 April 2020

Notes to the Notice of General Meeting Entitlement to attend and vote

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Company's register of members 48 hours (excluding non-business days) before the time of the Meeting shall be entitled to attend and vote at the Meeting.

Appointment of proxies

2. If you are a member of the Company at the time set out in note 1 above, whether or not you are able to attend the meeting, you may use the enclosed form of proxy to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
3. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. 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 Chairman) and give your instructions directly to them.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact the registrars of the Company, Share Registrars Limited on 01252 821 390.
5. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

Appointment of proxy using hard copy proxy form

6. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote.

To appoint a proxy using the proxy form, the form must be: completed and signed;

sent or delivered to Share Registrars Limited at The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR, emailed to voting@shareregistrars.uk.com or by facsimile transmission to 01252 719 232; and

received by Share Registrars Limited no later than 48 hours (excluding non-business days) prior to the Meeting.

In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the Company or an attorney for the Company.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Appointment of proxy by joint members

7. 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).

Changing proxy instructions

8. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Share Registrars Limited on 01252 821 390.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointments

9. In order to revoke a proxy instruction you will need to inform the Company using one of the following methods:

By sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Share Registrars Limited at The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR or by facsimile transmission to 01252 719 232. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the Company or an attorney for the Company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

In either case, the revocation notice must be received by Share Registrars Limited no later than 48 hours (excluding non-business days) prior to the Meeting.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.

Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Issued shares and total voting rights

10. As at 16 April 2020 the Company's issued share capital comprised 198,606,226 Ordinary Shares. Each Ordinary Share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 16 April 2020 is 198,606,226. On 20 April 2020, the Company's issued share capital will comprise 356,828,226 Ordinary Shares. Each Ordinary Share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 20 April 2020 will be 356,828,226.

Communications with the Company

11. Except as provided above, members who have general queries about the Meeting should telephone Share Registrars Limited on 01252 821390 (no other methods of communication will be accepted). You may not use any electronic address provided either in this notice of general meeting; or any related documents (including the chairman's letter and proxy form), to communicate with the Company for any purposes other than those expressly stated.

CREST

12. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the General Meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual.

CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s) should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (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 instructions, as described in the CREST Manual (available via euroclear.com/CREST).

The message, regardless of whether it relates to the appointment of a proxy or to 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: 7RA36) by the latest time(s) for receipt of proxy appointments specified 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. 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 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 CREST 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.

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.