THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document, or the action you should take, you are recommended to seek your own personal financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under FSMA if you are resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser.

If you sell or have sold or transferred all of your Ordinary Shares in the Company please send this document as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee. If you sell or have sold or transferred only part of your holding of Ordinary Shares, you should retain these documents and consult the bank, stockbroker or other agent through whom the sale or transfer was made.

This document does not constitute a prospectus for the purposes of the Prospectus Regulation Rules made by the FCA pursuant to sections 73A(1) and (4) of FSMA and accordingly this document has not been, and will not be, approved by the FCA, the London Stock Exchange, any securities commission or any other authority or regulatory body nor has it been approved for the purposes of section 21 of FSMA. In addition, this document does not constitute an admission document drawn up in accordance with the AIM Rules.

# Allergy Therapeutics plc

(Incorporated and registered in England and Wales under the Companies Act 2006 with registered no. 05141592)

# Authority for allotment of up to 610,000,000 New Shares and disapplication of pre-emption rights to facilitate a Potential Equity Raise

**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 of the Company explaining the background to, and reasons for, the Potential Equity Raise which is set out in Part I of this document.

The Notice of General Meeting to be held at the offices of Cooley (UK) LLP, 22 Bishopsgate, London EC2N 4BQ at 11:00 am on 29 December 2025, is set out at the end of this document.

The Company requests that all of its Shareholders appoint the chair of the meeting as their proxy and submit their votes via proxy in advance of the meeting. Appointing a proxy will not preclude Shareholders from attending the General Meeting and voting in person should they wish. Shareholders their proxy votes online via the Investor Centre https://uk.investorcentre.mpms.mufg.com/ or may request a paper proxy form from the Registrars, MUFG Corporate Markets by calling 0371 664 0300 (if calling from the United Kingdom), or +44 371 664 0300 (if calling from outside of the United Kingdom), or emailing shareholderenquiries@cm.mpms.mufg.com. Shareholders will not automatically receive a form of proxy with this document. Shareholders who are CREST members may submit their CREST Proxy Instructions online via the CREST electronic appointment service. Proxy appointments must be completed by Shareholders and returned as soon as possible but in any event so as to be received by the Registrars at MUFG Corporate Markets, PXS1, Central Square, 29 Wellington Street, Leeds LS1 4DL by no later than 11:00 a.m. on 23 December 2025 (or, in the case of an adjournment of the General Meeting, not later than 48 hours before the time fixed for the holding of the adjourned meeting). Shareholders who hold their Ordinary Shares through a nominee should instruct their nominees to appoint a proxy on their behalf. Further details of how to register your proxy vote are contained within the notes to the Notice of General Meeting at the end of this document.

Persons intending to attend the General Meeting in person will need a QR code to access the meeting venue. Such QR code will need to be displayed on a smartphone or similar device. A QR code will be able to be obtained in advance by emailing the Registrars, MUFG Corporate Markets at meetingsadvisoryteam@cm.mpms.mufg.com with your full name, IVC or full address and email address. Persons who have not obtained a QR code in advance will be able to obtain one at the meeting venue.

The distribution of this document in certain jurisdictions may be restricted by law. Accordingly, neither this document nor any other material relating to the Potential Equity Raise noted in this document, may be distributed or published in any jurisdiction except under circumstances that will result in compliance with any applicable laws and regulations. Persons outside the United Kingdom into whose possession this document comes should inform themselves about and observe any such restrictions.

Neither the New Shares, this document or other documents connected with the Potential Equity Raise have been nor will be registered under the securities laws and regulations of any jurisdiction, in particular, Australia, Canada, Japan or the Republic of South Africa, and may not be offered, sold, resold, or delivered, directly or indirectly, within Australia, Canada, Japan or the Republic of South Africa, or in any jurisdiction where it is unlawful to do so, except pursuant to an applicable exemption.

This document (and the information contained herein) does not contain or constitute an offer of securities for sale, or solicitation of an offer to purchase securities, in the United States, Australia, Canada, Japan or the Republic of South Africa or any other jurisdiction where such an offer or solicitation would be unlawful. The securities referred to herein have not been and will not be registered under the US Securities Act of 1933, as amended (the "Securities Act") or with any securities regulatory authority of any state or jurisdiction of the United States and may not be offered, sold, resold, or delivered, directly or indirectly, in or into the United States or to US persons unless the securities are registered under the Securities Act, or pursuant to an exemption from, or in a Potential Equity Raise not subject to, the registration requirements of the Securities Act, in each case in accordance with any applicable securities laws and regulations of any state or jurisdiction of the United States. The securities referred to herein were offered and sold to non-US persons outside the United States in offshore Potential Equity Raises within the meaning of, and in accordance with, Regulation S under the Securities Act. There was no public offer of securities in the United States.

None of this document or any other document connected with the Potential Equity Raise have been or will be approved or disapproved by the US Securities and Exchange Commission or by the securities commissions of any state or other jurisdiction of the United States or any other regulatory authority, nor have any of the foregoing authorities or any securities commission passed comment upon or endorsed the merits of the offering of the New Shares or the accuracy or adequacy of this document or any other document connected with the Potential Equity Raise. Any representation to the contrary is a criminal offence.

Copies of this document will be available free of charge to the public from the Company's website www.allergytherapeutics.com. However, the contents of the Company's website or any hyperlinks accessible from the Company's website do not form part of this document.

#### **Forward Looking Statements**

This document contains "forward-looking statements" which include all statements (other than statements of historical facts) including, without limitation, those regarding the Group's financial position, business strategy, potential clinical trial outcomes, plans and objectives of management for future operations, and any statements preceded by, followed by or that include the words "targets", "believes", "expects", "aims", "intends", "will", "may", "anticipates", "would", "could", "potential" or "similar" expressions or negatives thereof. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors beyond the Company's control that could cause the actual results, performance or achievements of the Group to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements. Such forward-looking statements are based on numerous assumptions regarding the Group's present and future business strategies and the environment in which the Group will operate in the future. These forward-looking statements speak only as at the date of this document. The Company expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statements contained herein to reflect any change in the Company's expectations with regard thereto or any change in events, conditions or circumstances on which any such statements are based unless required to do so by applicable law or the AIM Rules for Companies.

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# **DIRECTORS, SECRETARY AND ADVISERS**

Directors: Peter Jensen (Non-Executive Chairman) Manuel Llobet (Chief Executive Officer) Shaun Furlong (Chief Financial Officer) Cheryl MacDiarmid (Independent Non-Executive Director) Tunde Otulana (Independent Non-Executive Director) David Ball (Independent Non-Executive Director) Anthony Parker (Non-Executive Director) Zheqing (Simon) Shen (Non-Executive Director) Company Secretary: Karley Cheesman **Registered Office: Dominion Way** Worthing West Sussex BN14 8SA Company Website: www.allergytherapeutics.com **Telephone Number:** +44 (0) 1903 844 700 Nominated Adviser & Broker: **Cavendish Capital Markets Limited** 1 Bartholomew Close London EC1A 7BL Legal Advisers to the Company: Cooley (UK) LLP 22 Bishopsgate London EC2N 4BQ Registrars: **MUFG Corporate Markets** Central Square 29 Wellington Street Leeds LS1 4DL **Public Relations:** ICR Healthcare 85 Gresham Street London

EC2V 7NQ

## **EXPECTED TIMETABLE OF PRINCIPAL EVENTS**

Date of this Document and posting of the Form of Proxy

12 December 2025

Latest time and date for receipt of the Form of Proxy

11:00 a.m. on 23 December 2025

General Meeting

11:00 a.m. on 29 December 2025

#### Notes:

- 1) References to times in this Document are to London time (unless otherwise stated).
- 2) The timing of the events in the above timetable and in the rest of this Document in indicative only and may be subject to change.
- 3) If any of the above times or dates should change, the revised times and/or dates will be notified to Shareholders in writing by post or electronically.
- 4) Further details of the Potential Equity Raise (if it proceeds) will be announced on RIS in due course.

### **DEFINITIONS**

The following definitions apply throughout this document, unless the context requires otherwise:

"2025 Annual Report and

Accounts"

the Group's annual report and accounts for the year ended

30 June 2025

"Act" the Companies Act 2006

"AIM" the market of that name operated by the London Stock

Exchange

"AIM Rules" the AIM Rules for Companies and/or the AIM Rules for

Nominated Advisers (as the context may require)

"AIM Rules for Companies" the rules of AIM as set out in the publication entitled "AIM Rules

for Companies" published by the London Stock Exchange from

time to time

"AIM Rules for Nominated

Advisers"

the rules of AIM as set out in the publication entitled "AIM Rules

for Nominated Advisers" published by the London Stock

Exchange from time to time

"Articles" The existing articles of association of the Company, as in effect

as at the date of this document

"Board" or "Directors" the board of directors of the Company, whose names are listed

on page 4 of this document

"Business Day" any day other than (i) a Saturday or Sunday or (ii) any day on

which banks located in London, United Kingdom are authorised

or obligated to close

"Company" or "Allergy

Therapeutics"

Allergy Therapeutics plc, a public limited company incorporated

in England and Wales with company number 05141592

"CREST" the relevant system as defined in the CREST Regulations in

respect of which Euroclear is the operator (as defined in the CREST Regulations) in accordance with which securities may

be held in uncertificated form

"CREST Manual" the manual, as amended from time to time, produced by

Euroclear describing the CREST system and supplied by

Euroclear to users and participants thereof

"CREST Proxy Instruction" the message appointing a proxy (or giving or amending an

instruction to a previously appointed proxy) via the CREST

system

"CREST Regulations" the Uncertificated Securities Regulations 2001 (SI 2001 No.

2001/3755), as amended

"Directors" or "Board" the directors of the Company

"Document" this document

"FCA" the UK Financial Conduct Authority

"FSMA" the Financial Services and Markets Act 2000 (as amended)

"Group" the Company and its subsidiaries

"Last Practicable Date" 10 December 2025, being the latest practicable date prior to

Posting

"London Stock Exchange" London Stock Exchange plc

"MUFG" or "Registrars" MUFG Corporate Markets of Central Square, 29 Wellington

Street, Leeds LS1 4DL

"New Shares" up to 610,000,000 new ordinary shares of £0.001 each in the

capital of the Company which could potentially be issued in

connection with the Potential Equity Raise

"Notice of General Meeting" the notice of General Meeting which is set out in Part II of this

Document

"Ordinary Shares" 6,141,439,951 ordinary shares of £0.001 each in the capital of

the Company

"Posting" the posting of this Document

"Potential Equity Raise" a potential equity raise through the potential issue of New

Shares to as yet unidentified investors in the Company for cash consideration by way of one or more private placements on a

non-pre-emptive basis

"Regulatory Information

Service" or "RIS"

a regulatory information service operated by the London Stock

Exchange as defined in the AIM Rules for Companies

"Resolutions" the resolutions to be proposed at the General Meeting, as set out

in the Notice of General Meeting

"Shareholders" the holders of Ordinary Shares in the Company as at the date of

this Document

"UK" or "United Kingdom" the United Kingdom of Great Britain and Northern Ireland

"£" or "Pounds"

Great British pounds, the basic unit of currency in the

United Kingdom

All references to "this document" are to this circular and incorporating the Notice of General Meeting.

All references in this document to "£", "GBP", "pence" or "p" are to the lawful currency of the United Kingdom.

All references to time in this document are to London time.

#### PART I

#### LETTER FROM THE CHAIRMAN OF ALLERGY THERAPEUTICS PLC

# Allergy Therapeutics plc

(Incorporated and registered in England and Wales with registered no. 05141592)

Directors: Registered Office:

Peter Jensen (Non-Executive Chairman) Manuel Llobet (Chief Executive Officer) Shaun Furlong (Chief Financial Officer) Cheryl MacDiarmid (Independent Non-Executive Director) Tunde Otulana (Independent Non-Executive Director) David Ball (Independent Non-Executive Director)

**Dominion Way** Worthing West Sussex BN14 8SA

Anthony Parker (Non-Executive Director)

Zheqing (Simon) Shen (Non-Executive Director)

12 December 2025

Authority for allotment of up to 610,000,000 New Shares and disapplication of pre-emption rights to facilitate a Potential Equity Raise

and

#### **Notice of General Meeting**

Dear Shareholder,

#### 1. Introduction

I am writing as the Board is considering potentially undertaking an equity raise which would be structured by issuing New Shares to new investors and/or existing shareholders in the Company for cash consideration in one or more private placements on a non-pre-emptive basis (the "Potential Equity Raise").

The purpose of this document is to provide you with information about the background to and reasons for a Potential Equity Raise, to explain why the Board considers a Potential Equity Raise to be in the best interests of the Company and its Shareholders as a whole, and why the Directors recommend that you vote in favour of the Resolutions to be proposed at the General Meeting, notice of which is set out at Part II of this document.

#### 2. The Potential Equity Raise

The Board is exploring a Potential Equity Raise that would be carried out ahead of the potential dual listing of the Company's shares on the Hong Kong Stock Exchange, which was announced on 6 November 2025 and which is expected to occur in the first half of 2026 (the "Hong Kong Listing").

At this point no investors have entered into any agreements to subscribe for New Shares and the amounts and price of any Potential Equity Raise have not been agreed. To the extent that any money is raised from the Potential Equity Raise, it would be applied towards the Company's stated strategy of developing treatments for grass and peanut allergy patients, and general corporate purposes, including the Company's working capital needs prior to the Hong Kong Listing.

In order to facilitate the Potential Equity Raise and to ensure that it could be swiftly concluded if it progresses, the Board is seeking specific shareholder approval at the General Meeting for the allotment and issue of up to 610,000,000 New Shares (which is approximately 10% of the Company's current issued share capital) in connection with the Potential Equity Raise, on terms that the Board may determine.

In order for the Directors to issue New Shares free of statutory pre-emption rights, such statutory pre-emption rights must be dis-applied. Accordingly, the Board wishes to seek separate authorities to dis-apply pre-emption rights in respect of the allotment of the New Shares pursuant to the Potential Equity Raise.

If the authorities sought at the General Meeting in connection with the Potential Equity Raise are approved, the Directors shall have discretion to determine the terms of the Potential Equity Raise, including the number of New Shares to be issued (subject to the limits of the authorities) and the price at which the New Shares will be issued, as well as the identity of who the New Shares will be issued to. Further details of the Potential Equity Raise (if it proceeds) will be announced in due course.

At this time, there is no certainty that the Potential Equity Raise will proceed. If approved, the authorities sought at the General Meeting in connection with the Potential Equity Raise will expire to the extent they are not utilised by 31 December 2026.

#### 3. General Meeting

The General Meeting of the Company, notice of which is set out at the end of this document, is to be held at the offices of Cooley (UK) LLP, 22 Bishopsgate, London EC2N 4BQ at 11:00 a.m. on 29 December 2025. The General Meeting is being held for the purpose of considering and, if thought fit, passing the following resolutions in connection with the Potential Equity Raise.

**Resolution 1** – an ordinary resolution to authorise the Directors to allot the New Shares up to an aggregate nominal amount of £610,000.00 pursuant to the Potential Equity Raise.

**Resolution 2** – a special resolution to empower the Directors to dis-apply statutory pre-emption rights in respect of the allotment of equity securities in Resolution 1. Resolution 2 is conditional upon the passing of Resolution 1.

Please note that the above is not the full text of the Resolutions and you should read this section in conjunction with the Resolutions contained in the Notice of General Meeting in Part II (Notice of General Meeting) of this document.

Note that the General Meeting does not constitute the Company's 2025 'annual general meeting'. The Board intends to convene a further general meeting to function as the annual general meeting (in accordance with section 336 of the Act) to be held in calendar Q1 2026 in order for shareholders to approve the typical ordinary course business of the annual general meeting, including the re-appointment of certain Directors, routine share capital authorities to allot Ordinary Shares and disapply pre-emption rights, the approval of the 2025 Annual Report and Accounts and related matters, including the approval of the Directors' remuneration report, the reappointment of the Company's auditors and approval of the auditors' remuneration.

#### 4. Action to be taken

The Company requests that all of its Shareholders appoint the chair of the meeting as their proxy and submit their votes via proxy in advance of the meeting. Appointing a proxy will not preclude Shareholders from attending the General Meeting and voting in person should they wish. Shareholders their proxy votes online via the Investor Centre app https://uk.investorcentre.mpms.mufg.com/ or may request a paper proxy form from the Registrars, MUFG Corporate Markets by calling 0371 664 0300 (if calling from the United Kingdom), or +44 371 664 0300 (if calling from outside of the United Kingdom), or emailing shareholderenquiries@cm.mpms.mufg.com. Shareholders will not automatically receive a form of proxy with this document. Shareholders who are CREST members may submit their CREST Proxy Instructions online via the CREST electronic appointment service. Proxy appointments must be completed by Shareholders and returned as soon as possible but in any event so as to be received by the Registrars at MUFG Corporate Markets, PXS1, Central Square, 29 Wellington Street, Leeds LS1 4DL by no later than 11:00 a.m. on 23 December 2025 (or, in the case of an adjournment of the General Meeting, not later than 48 hours before the time fixed for the holding of the adjourned meeting). Shareholders who hold their Ordinary Shares through a nominee should instruct their nominees to appoint a proxy on their behalf. Further details of how to register your proxy vote are contained within the notes to the Notice of General Meeting in Part II (Notice of General Meeting) of this document.

Persons intending to attend the General Meeting in person will need a QR code to access the meeting venue. Such QR code will need to be displayed on a smartphone or similar device. A QR code will be

able to be obtained in advance by emailing the Registrars, MUFG Corporate Markets at meetingsadvisoryteam@cm.mpms.mufg.com with your full name and email address. Persons who have not obtained a QR code in advance will be able to obtain one at the meeting venue.

Only the formal business of the Resolutions will be carried out at the General Meeting. If the Company intends to make any changes to the proposed format of the General Meeting, the Company will notify Shareholders of this, or any other change, as soon as possible via RIS and its website at www.allergytherapeutics.com.

#### 5. Documents available for inspection

Copies of this document will be available for inspection free of charge at the registered office of the Company during normal business hours on any Business Day and on the Company's website at www.allergytherapeutics.com. The document will also be available at the location of the General Meeting (being the offices of Cooley (UK) LLP, 22 Bishopsgate, London EC2N 4BQ) 15 minutes before the General Meeting.

A Shareholder may request a copy of this document in hard copy form by written request to Karley Cheesman at the Company's registered address at Dominion Way, Worthing, West Sussex BN14 8SA, by email on cosec@allergytherapeutics.com, or by calling 01903 845 821 or, if calling from overseas, on +44 1903 845 821 between 8:30 a.m. and 5:30 p.m. Monday to Friday (except UK public holidays).

#### 6. Shareholder support

The Board has consulted extensively with its largest shareholders, Southern Fox and ZQ Capital, regarding the Potential Equity Raise. Both Southern Fox and ZQ Capital are supportive of the Potential Equity Raise and have confirmed to the Company that they intend to vote in favour of the Resolutions at the General Meeting in respect of the Ordinary Shares they each hold (representing approximately 94.12 per cent. of the Company's issued share capital in aggregate as at the Last Practicable Date).

#### 7. Recommendation

The Directors believe that, if progressed, the Potential Equity Raise would promote the success of the Company for the benefit of its Shareholders as a whole. Accordingly, the Directors unanimously recommend that Shareholders vote in favour of the Resolutions to be proposed at the General Meeting, as they intend to do in respect of their own beneficial holdings.

Yours faithfully,

Peter Jensen

Non-Executive Chairman

#### **PART II**

#### NOTICE OF GENERAL MEETING

# Allergy Therapeutics plc

(Incorporated and registered in England and Wales under number 05141592)

(the "Company")

Notice is hereby given that the General Meeting of the Company will be held at the offices of Cooley (UK) LLP, 22 Bishopsgate, London EC2N 4BQ on 29 December 2025 at 11:00 a.m. (London time) for the purpose of considering and, if thought fit, passing the following resolutions.

#### **RESOLUTIONS**

### **Ordinary Resolution**

1. **THAT**, the directors of the Company (the "**Directors**") be and are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (the "**Act**") to exercise all the powers of the Company to allot Ordinary Shares of 0.1 pence each in the capital of the Company ("**Ordinary Shares**") up to an aggregate nominal amount of £610,000.00 pursuant to the Potential Equity Raise (as defined in the circular of which this notice forms part (the "**Circular**")), provided that such authority shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on 31 December 2026, save that under this authority the Company may, at any time before such expiry, make an offer or agreement which would or might require Ordinary Shares to be allotted after such expiry and the Directors may allot Ordinary Shares in pursuance of any such offer or agreement as if this authorisation had not expired or been varied or revoked.

#### **Special Resolution**

2. **THAT**, subject to the passing of Resolution 1, the Directors be and are hereby empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority granted by Resolution 1 above as if section 561 of the Act did not apply to any such allotment, provided that such power shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on 31 December 2026, save that under this empowerment the Company may, at any time 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 authorisation had not expired or been varied or revoked.

12 December 2025

By order of the Board

### **Karley Cheesman**

Company Secretary

Allergy Therapeutics plc
Registered in England and Wales No. 05141592
Dominion Way
Worthing
West Sussex
BN14 8SA

#### Notes

- 1. The following notes explain your general rights as a shareholder and your rights to attend and vote at the General Meeting or to appoint someone else to vote at the General Meeting on your behalf. Any changes to the arrangements for the holding of the General Meeting will be communicated to Shareholders in advance through the Company's website at www.allergytherapeutics.com.
- 2. Persons intending to attend the General Meeting in person will need a QR code to access the meeting venue. Such QR code will need to be displayed on a smartphone or similar device. A QR code will be able to be obtained in advance by emailing the Registrars, MUFG Corporate Markets at meetingsadvisoryteam@cm.mpms.mufg.com with your full name and email address. Persons who have not obtained a QR code in advance will be able to obtain one at the meeting venue.
- 3. Shareholders are asked to register their vote in advance by appointing the chair of the meeting as their proxy and giving voting instructions, using the methods, and by the deadline, set out in this Notice. Appointment of a proxy does not preclude you from attending the General Meeting and voting in person. Unless otherwise indicated on the Form of Proxy, CREST or any other electronic voting instruction, the proxy will vote as they think fit or, at their discretion, withhold from voting.
- 4. A proxy form can be requested from the Company's Registrars, MUFG Corporate Markets, whose contact details are provided in note 16 below. To appoint a proxy using the proxy form, the form must be (i) completed and signed; (ii) sent to the Company's Registrars, MUFG Corporate Markets at PXS1, Central Square, 29 Wellington Street, Leeds LS1 4DL; and (iii) received by the Company's Registrars no later than 11:00 a.m. on 23 December 2025 (or, in the case of an adjournment of the General Meeting, not later than 48 hours before the time fixed for the holding of the adjourned 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. 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 Company's Registrars, MUFG Corporate Markets, whose details can be found in note 16 below.
- 5. Shareholders can vote electronically via the Investor Centre, a free app for smartphone and tablet provided by MUFG Corporate Markets (the company's registrar). It allows you to securely manage and monitor your shareholdings in real time, take part in online voting, keep your details up to date, access a range of information including payment history and much more. The app is available to download on both the Apple App Store and Google Play, or by scanning the relevant QR code below. Alternatively, you may access the Investor Centre via a web browser at: https://uk.investorcentre.mpms.mufg.com/.







Google Play

- 6. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the General Meeting and any adjournment(s) of it by using the procedures described in the CREST Manual (available from https://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.
  - In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & International Limited's ("Euroclear") 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 RA10) by no later than 11:00 a.m. on 23 December 2025 (or, in the case of an adjournment of the General Meeting, not later than 48 hours before the time fixed for the holding of the adjourned meeting). 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 Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear 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.

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.

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).

- 8. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.
- 9. 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 applies 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 Company's Registrars, MUFG Corporate Markets, whose details can be found in note 16 below. 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.
- 10. An abstention (or "vote withheld") option has been included on the proxy form and in the available options for electronic proxy voting. The legal effect of choosing the abstention option on any Resolution is that the shareholder concerned will be treated as not having voted on the relevant Resolution. The number of votes in respect of which there are abstentions will however be counted and recorded, but disregarded in calculating the number of votes for or against each Resolution.
- 11. The Company, pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, specifies that only those Shareholders registered in the register of members of the Company as at 6:00 p.m. on 23 December 2025 (or after close of business on the day which is two days before any adjourned meeting, excluding non-working days) shall be entitled to attend or vote at the General Meeting in respect of the number of shares registered in their name at that time. Changes to entries on the register after such time shall be disregarded in determining the rights of any person to attend or vote at the meeting.
- 12. As at 10 December 2025, the Last Practicable Date before the publication of the Circular, the Company's issued share capital comprised 6,141,439,951 Ordinary Shares of 0.1 pence each. 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 on such date is 6,141,439,951.
- 13. Voting on all resolutions will be conducted on a show of hands, unless a poll is validly demanded.
- 14. Shareholders, proxies and authorised representatives will be required to provide their names and addresses for verification against the register of members and proxy appointments received by the Company before entering the meeting. Each authorised representative must produce proof of his or her appointment, in the form of the actual appointment or a certified copy.
- 15. The results of voting on the resolutions will be posted on the Company's website as soon as practicable after the General Meeting.
- 16. Shareholders who have general queries about the General Meeting should contact the Company's Registrars, MUFG Corporate Markets, on 0371 664 0300 or, if calling from overseas, on +44 371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 a.m. and 5:30 p.m., Monday to Friday excluding public holidays in England and Wales. You can also contact the registrar by email at shareholderenquiries@cm.mpms.mufg.com.
- 17. A copy of this notice of General Meeting, is available on the Company's website at www.allergytherapeutics.com.



