

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

IF YOU ARE IN ANY DOUBT AS TO WHAT ACTION TO TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, SOLICITOR, ACCOUNTANT OR OTHER APPROPRIATE INDEPENDENT FINANCIAL ADVISER AUTHORISED UNDER THE FINANCIAL SERVICES AND MARKETS ACT 2000.

If you have sold or otherwise disposed of all of your ordinary shares in Haydale Plc (the “**Company**”), please forward this document and the accompanying Form of Proxy to the person through whom the sale or transfer was effected, for transmission to the purchaser or transferee.

HAYDALE PLC

(Registered in England and Wales with company number 07228939)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the “**AGM**”) of Haydale plc (the “**Company**”) will be held on 26 March 2026 at 10.00 a.m. at the offices of Cavendish plc, One Bartholomew Close, London, EC1A 7BL to consider and, if thought fit, to pass the following resolutions, of which Resolutions 1 to 6 (inclusive) will be proposed as Ordinary Resolutions and Resolution 7 will be proposed as a Special Resolution.

The Board recognises the importance of the AGM to shareholders and will ensure that they are able to speak and vote at the meeting. The Board recognises that some shareholders may not wish to attend the AGM and so has put in place alternative measures to ensure that they may submit questions and vote without attending the AGM. If Shareholders are unable to attend, they are advised to submit their votes in respect of the business to be transacted via proxy as early as possible. If shareholders do not have a nominated proxy who is able to attend the AGM on their behalf, they are advised to appoint the Chair of the AGM as their proxy. Further information on submitting a proxy, asking a question or on other matters related to the AGM can be found in the Notes on pages 7 to 8 of this document.

The Notice of AGM is set out on pages 5 to 6 of this document.

LETTER FROM THE CHAIR

HAYDALE PLC

(Registered in England and Wales with company number 07228939)

Directors:

Gareth Kaminski-Cook *(Non-Executive Chair)*
Simon Turek *(Chief Executive Officer)*
Patrick Carter *(Chief Financial Officer)*
Mark Sait *(Chief Commercial Officer)*
Theresa Wallis *(Non-Executive Director)*
Jeremy Nesbitt *(Non-Executive Director)*

Registered office address:

Clos Fferws, Park Hendre
Capel Hendre
Ammanford
Carmarthenshire
SA18 3BL

3 March 2026

To the shareholders of Haydale Plc

Dear Shareholder

Notice of Annual General Meeting

I have pleasure in sending you notice convening the annual general meeting (the “**AGM**”) of Haydale Plc (the “**Company**”). The AGM will take place at 10.00 a.m. on 26 March 2026 at the offices of Cavendish plc, One Bartholomew Close, London, EC1A 7BL. As you will see from the formal Notice of Meeting which follows this letter, there are a number of items of business to be considered and the purpose of each resolution to be proposed is set out in the explanatory notes to the Resolutions starting on the next page.

You can vote in respect of your shareholding by attending the meeting or by appointing one or more proxies to attend the meeting and vote on your behalf.

Proxies may be appointed by either:

- completing and returning the enclosed proxy form; or
- registering an online proxy vote at www.shareregistrars.uk.com, clicking on the “Proxy Vote” button and then following the on-screen instructions; or
- using the CREST electronic proxy appointment service (for CREST members only).

In either case, the notice of appointment of a proxy should reach the Company's registrar, Share Registrars Limited, by no later than 10.00 a.m. on 24 March 2026. Please refer to the Notes to the Notice of Meeting starting on page 7 and the enclosed proxy form for detailed instructions.

This letter is intended to help you understand the effect of, and reasons for, the resolutions. An explanation of each of the resolutions contained in the Notice of Meeting is set out below.

Resolutions 1 to 6 (inclusive) will be proposed as ordinary resolutions. For an ordinary resolution to be passed, more than half of the votes cast must be in favour of the resolution.

Resolution 7 will be proposed as a special resolution. For a special resolution to be passed, at least three quarters of the votes cast must be in favour of the resolution.

Explanatory notes to the Resolutions

Resolution 1: Annual Report and Accounts

Under the Companies Act 2006 (the “**Act**”), the Directors of the Company are required to lay before shareholders in general meeting copies of its audited financial statements, the strategic report, the Auditor’s Report and the Directors’ Report for the financial period ended 30 September 2025.

Resolution 2: Approval of Directors’ remuneration report

In accordance with Principle 9 of the QCA Corporate Governance Code 2023 (the “QCA Code”), shareholders are asked to approve the Directors’ Remuneration Report for the financial period ended 30 September 2025, as set out on pages 24 to 26 of the annual report and financial statements of the Company. This vote is advisory only and the Directors’ entitlement to remuneration is **not conditional on the Resolution being passed**.

Resolution 3: Retirement and re-appointment of Director

Jeremy Nesbitt has been appointed as a director since the Company’s last AGM. In accordance with Article 20.8 of the Company’s Articles of Association (the “Articles”), a Director appointed by the board shall retire at the next following annual general meeting.

A brief biography of Jeremy can be found on page 15 of the Annual Report and on the Company’s website at <https://www.haydale-ir.com/corporate/board.asp>

After due and careful consideration, the Board recommends his re-appointment to shareholders.

Resolution 4: Retirement and re-appointment of Director

Mark Sait has been appointed as a director since the Company’s last AGM. In accordance with Article 20.8 of the Articles, a Director appointed by the board shall retire at the next following annual general meeting.

A brief biography of Mark can be found on page 15 of the Annual Report and on the Company’s website at <https://www.haydale-ir.com/corporate/board.asp>

After due and careful consideration, the Board recommends his re-appointment to shareholders.

Resolution 5: Auditors and their remuneration

At each general meeting at which accounts are laid before the shareholders, the Company is required to appoint auditors who will remain in office until the conclusion of the next general meeting at which accounts are laid. Crowe UK LLP has indicated its willingness to continue in office and this Resolution proposes to make this appointment. This Resolution also authorises the Directors to agree the auditor’s remuneration. It is normal practice for shareholders to resolve at the annual general meeting that the Directors decide on the level of remuneration of the auditors for the audit work to be carried out by them in the next financial year. The amount of remuneration paid to the auditors for the next financial year will be disclosed in the next audited accounts.

Resolution 6: Authority to allot shares

Under the Act, the Directors may allot shares and grant rights to subscribe for or convert any securities into shares if they are authorised to do so by shareholders in a general meeting. The authority being sought will permit the Directors to allot ordinary shares or grant rights to subscribe for or convert any securities into ordinary shares up to an aggregate nominal amount equal to £259,157. This amount represents approximately one third of the nominal value of the issued ordinary share capital of the Company on 2 March 2026, the latest practicable date prior to publication of this Notice of Meeting.

The authorisations sought under this resolution are consistent with those obtained at the Company’s last annual general meeting and will expire at the close of business on the date falling 15 months from the passing of the resolution or, if earlier, at the conclusion of the next annual general meeting of the Company. The resolution complies with the Investment Association Share Capital Management Guidelines.

Resolution 7: Disapplication of pre-emption rights

This resolution, subject to the passing of Resolution 6, disapplies the pre-emption rights under the Act which would otherwise apply on an allotment of ordinary shares. It is limited to allotments up to an aggregate nominal amount of £116,621 representing approximately 15 per cent. of the issued ordinary share capital of the Company on 2 March 2026, the latest practicable date prior to publication of this Notice of Meeting.

The power sought under this resolution will expire at the close of business on the date falling 15 months from the passing of the resolution or, if earlier, at the conclusion of the next annual general meeting of the Company. The Directors consider that the power proposed to be granted by this Resolution is necessary to retain flexibility in relation to the management of the Company's share capital.

Section 656 of the Act

In addition, under section 656 of the Act, where the net assets of a public company are half or less of its called-up share capital, the directors must call a general meeting of the company to consider whether any, and if so what, steps should be taken to deal with the situation. It is proposed that this will be discussed at the AGM.

Recommendation

Your directors consider that the resolutions to be proposed will promote the success of the Company for the benefit of its shareholders as a whole. Accordingly, your directors unanimously recommend that shareholders vote in favour of all of the resolutions, as they intend to do in respect of their own beneficial holdings.

Yours faithfully

Gareth Kaminski-Cook

Non-Executive Chair

Haydale Plc

HAYDALE PLC

(Registered in England and Wales with company number 07228939)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“**AGM**”) of Haydale plc (the “**Company**”) will be held at 10.00 a.m. on 26 March 2026 at the offices of Cavendish plc, One Bartholomew Close, London, EC1A 7BL.

The AGM is convened to consider and, if thought fit, to pass the following resolutions, of which Resolutions 1 to 6 (inclusive) will be proposed as Ordinary Resolutions and Resolution 7 will be proposed as a Special Resolution:

ORDINARY RESOLUTIONS

1. To receive the audited accounts of the Company for the financial period ended 30 September 2025 and the reports of the directors and auditors thereon.
2. To approve the directors’ remuneration report set out on pages 24 to 26 of the annual report and financial statements of the Company for the financial period ended 30 September 2025.
3. To re-appoint Jeremy Nesbitt, who retires and offers himself for reappointment in accordance with the Company’s articles of association, as a director of the Company.
4. To re-appoint Mark Sait, who retires and offers himself for reappointment in accordance with the Company’s articles of association, as a director of the Company.
5. To re-appoint Crowe UK LLP as auditors of the Company, to hold office from the conclusion of this meeting until the conclusion of the next general meeting at which audited financial statements of the Company are laid before the members of the Company, and to authorise the directors to determine their remuneration.
6. **THAT** the directors of the Company (the “Directors”) are generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (the “**Act**”) to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or convert any security into shares in the Company (“**Rights**”) up to an aggregate nominal amount of £259,157 and such authority shall, unless previously revoked or varied by the Company in general meeting, expire at the close of business on the date that is 15 months from the passing of this Resolution or, if earlier, at the conclusion of the next annual general meeting of the Company. The Company may, at any time before such expiry, make offers or enter into agreements which would or might require shares to be allotted or Rights to be granted after such expiry and the Directors may allot shares or grant Rights pursuant to any such offer or agreement as if the authority conferred hereby had not expired.

SPECIAL RESOLUTION

7. **THAT**, subject to and conditional upon the passing of Resolution 6, the Directors be authorised to allot equity securities (as defined in the Act) for cash pursuant to the authority conferred by Resolution 6 as if section 561 of the Act did not apply to any such allotment or sale, such authority to be limited to the allotment of equity securities or sale of treasury shares up to an aggregate nominal amount of £166,621, such authority to expire at the conclusion of the next annual general meeting of the Company or, if earlier, at the close of business on the date falling 15 months from the passing of this Resolution but, in each case, prior to its expiry the Company may make offers, and enter into agreements which would, or might, require equity securities to be allotted after the authority expires and the Directors may allot equity securities under any such offer or agreement as if the authority had not expired.

In addition, in accordance with section 656 of the Act, the meeting will consider the steps that the Directors propose to take to deal with the situation where the net assets of a public company are half or less of its called up share capital.

BY ORDER OF THE BOARD:

Mark Heycock

Company Secretary

3 March 2026

-Registered office address:

Clos Fferws
Parc Hendre
Capel Hendre
Ammanford
Carmarthenshire
SA18 3BL

Notes to the Notice of AGM

Entitlement to attend, speak and vote

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 and paragraph 18 (c) of The Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009, the Company has specified that only those members entered on the register of members at 10.00 a.m. on 24 March 2026 (or in the event that this meeting is adjourned, on the register of members 48 hours before the time of any adjourned meeting excluding non-business days) shall be entitled to attend, speak and vote at the meeting in respect of the number of ordinary shares in the capital of the Company held in their name at that time. Changes to the register after 10.00 a.m. on 24 March 2026 shall be disregarded in determining the rights of any person to attend, speak and vote at the meeting.

Appointment of proxies

2. Members are entitled to appoint a proxy or proxies to exercise all or any of their rights to attend, speak and vote at the meeting. A proxy need not be a shareholder of the Company. A shareholder may appoint more than one proxy in relation to the Annual General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. Please see the instructions on the enclosed Form of Proxy.
3. The completion and return of a Form of Proxy whether in hard copy form, via the Share Registrars online portal or in CREST will not preclude a member from attending in person at the meeting and voting should they wish to do so.

Appointment of proxy using the hardcopy proxy form

4. A form of proxy is enclosed for your use. Further copies of the form of proxy may be downloaded from our website <https://www.haydale-ir.com/>
5. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you) in the boxes indicated on the form. Please also indicate if the proxy instruction is one of multiple instructions being given. To appoint more than one proxy please see the instructions on the enclosed Form of Proxy. All forms must be signed and should be returned together in the same envelope.
6. To be valid, the Form of Proxy and the power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority must be lodged at the offices of the Company's registrars, Share Registrars Limited ("**Share Registrars**"), 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX by hand, or sent by post, so as to be received not less than 48 hours (excluding non-business days) before the time fixed for the holding of the meeting or any adjournment thereof (as the case may be).
7. You may vote or provide a Form of Proxy by visiting the Share Registrars online portal at www.shareregistrars.uk.com, You should then click on the "Proxy Vote" button and then follow the on-screen instructions.

Appointment of proxy through CREST

8. CREST members who wish to appoint a proxy or proxies for the Annual General Meeting, including any adjournments thereof, through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual (available via 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 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 & International Limited's specifications and must contain the information required for such instruction as described in the CREST Manual. The message, regardless of whether it relates to the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the Registrar, Share Registrars Ltd, (ID 7RA36) by not less than 48 hours (excluding non-business days) before the time fixed for the holding of the meeting or any adjournment thereof (as the case may be). 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 Share Registrars 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.
10. CREST members and, where applicable, their CREST sponsors, or voting service provider(s) should note that Euroclear UK & International Limited does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST Personal Member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting system 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 a CREST Proxy Instruction as invalid in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

Appointment of proxy by joint holders

12. 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 name being the most senior).

Changing proxy instructions

13. 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 also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. If you submit more than one valid proxy appointment, the appointment received last before the latest time for receipt of proxies will take precedence.

Termination of proxy appointments

14. In order to revoke a proxy appointment you must send a hard copy notice clearly stating your intention to revoke your proxy appointment to the offices of the Company's registrars, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX by hand, or sent by post, so as to be received not less than 48 hours excluding non-business days before the time fixed for the holding of the meeting or any adjournment thereof (as the case may be). Appointment of a proxy does not normally 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.

Corporate representatives

15. 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.

Issued shares and total voting rights

16. As at 6.00 p.m. on 2 March 2026, the Company's issued share capital comprised 7,774,709,099 ordinary shares of 0.01 pence each fully paid. 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 6.00 p.m. on 2 March 2026 is 7,774,709,099. The Company does not hold any shares in treasury.

Shareholder Questions

17. The Company will answer any question you ask relating to the business being dealt with at the meeting, unless:
 - answering the question would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information;
 - the answer has already been given on a website in the form of an answer to a question; or
 - it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.
18. If any shareholder who is not intending to attend the AGM has a question they would like to pose to the Board, this should be submitted to the Chair via email to AGM@Haydale.com by no later than 10.00 a.m. on 24 March 2026. Please title your email "Haydale AGM Question" and include your full name and address in the body of the email. Questions may also be submitted in writing to our registered office, by the same deadline. We will endeavour to respond to all questions asked via email within seven days following the AGM.

Communication

19. Members who have general queries about the Annual General Meeting should use the following means of communication (no other methods of communication will be accepted):
 - Submitting questions related to the business of the AGM via AGM@Haydale.com; or
 - calling the Share Registrars telephone number on 01252 821390. Lines are open from 9.00 a.m. to 5.00 p.m., Monday to Friday.

You may not use any electronic address provided either:

- in this Notice of AGM; or
- any related documents (including the Form of Proxy),

to communicate with the Company for any purposes other than those expressly stated.

Documents on display

20. The following documents will be available at the registered office of the Company on any weekday (except Saturdays, Sundays and public holidays) during normal business hours from the date of this notice until the date of the Annual General Meeting:
 - a copy of the service agreements for the executive Directors;
 - a copy of the letters of appointment for the non-executive Directors; and
 - a copy of the directors' and auditor's reports and the financial statements for the period from 1 July 2024 to 30 September 2025.