THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about the contents of this document and/or the action you should take, you should immediately consult your stockbroker, solicitor or independent financial adviser authorised by the Financial Conduct Authority ("FCA") to give investment advice

If you have sold or transferred all your Ordinary Shares you should hand this document together with the accompanying Form of Proxy 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 have sold or transferred only part of your holding in Ordinary Shares in the Company, you should retain these documents.

This document does not contain any offer to buy, acquire or subscribe for, or the solicitation of any offer to buy, acquire or subscribe for, any securities or any invitation to buy, acquire or subscribe for any securities.

The Directors accept joint and several responsibility for the information contained in this Document. To the best of the knowledge of 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.

Evrima Plc

(Incorporated in England and Wales with Registered No. 06474216)

Directors' Powers to Allot Ordinary Shares

Disapplication of Pre-emption Rights

Notice of Annual General Meeting

Your attention is drawn to the Resolutions to be proposed at the Annual General Meeting of Evrima Plc, as set out in this Circular. The Annual General Meeting has been convened by the Directors for the purpose of considering the Proposals set out in this Circular, and shareholders are encouraged to vote in favour of the Resolutions.

Notice of an Annual General Meeting of Evrima Plc to be held at Birchin Court, 20 Birchin Lane, Bank, London, EC3V 9DU, United Kingdom on 28 July 2025 at 10.30 a.m. is set out at the end of this Circular. The enclosed Form of Proxy should, to be valid, be completed and returned in accordance with the instructions printed on it to the Company's registrar, Share Registrars Limited, so as to be received no later than 10.30 a.m. on 24 July 2025 or 48 hours (excluding non-business days) before any adjourned meeting. Completion and return of the Form of Proxy will not preclude a Shareholder from attending in person and voting at the Annual General Meeting.

The Board encourages all shareholders to vote on the resolutions to be proposed at the Annual General Meeting by proxy before the deadline of 10.30 a.m. on 24 July 2025. Instructions for voting by proxy are set out in the notes at the end of this Notice and on the proxy card sent to shareholders. Shareholders are encouraged to appoint the Chair of the Meeting as their proxy.

Copies of this Circular will be available free of charge upon request from Evrima Plc and at the Company website at https://evrimaplc.com/.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this Document	1 July 2025
Latest time and date for receipt of Forms of Proxy in respect of the Annual General Meeting	10.30 a.m. (Note 1) on 24 July 2025
Record date for the Annual General Meeting	10.30 a.m. on 24 July 2025
Annual General Meeting	10.30 a.m. (Note 1) on 28 July 2025 (Note 2)

Notes

1. References to times in this Document are to BST unless otherwise stated.

2. If any of the above times or dates should change, the revised times and/or dates will be notified to Shareholders by an announcement on a regulatory news service (and posted on the Company's website at https://evrimaplc.com/ any such announcement shall also be visible on https://www.aquis.eu/aquis-stock-exchange/member?securityidaqse=EVA) in accordance with the Rules for Issuers.

DIRECTORS, SECRETARY AND ADVISERS

Directors	Simon Richard Grant-Rennick *(Executive Chairman)* Burns Singh Tennent-Bhohi *(Chief Executive Officer)* David Arthur Eaton *(Non-Executive Director)*
Company Secretary	Michael Bennett 8th Floor 20 Primrose Street The Broadgate Tower London, EC2A 2EW United Kingdom
Evrima Plc company registration no. in the United Kingdom	06474216
Registered Office	Hill Dickinson LLP 8th Floor 20 Primrose Street The Broadgate Tower London EC2A 2EW United Kingdom
Auditors	Edwards Veeder (UK) Limited Ground Floor 4 Broadgate Broadway Business Park Chadderton Greater Manchester OL9 9XA
AQSE Growth Market Corporate Adviser	Bowsprit Partners Limited Birchin Court, 20 Birchin Lane Bank, London EC3V 9DU United Kingdom
Registrars	Share Registrars Limited 3 The Millennium Centre Crosby Way Farnham Surrey GU9 7XX United Kingdom
Principal Bankers	Barclays Bank Plc 75 King Street Hammersmith London, W6 9HY United Kingdom
ISIN	GB00BMDFKP05

IMPORTANT INFORMATION

Forward-looking statements

Certain statements in this Document constitute “forward-looking statements”. Forward-looking statements include statements concerning the plans, objectives, goals, strategies and future operations and performance of the Company and the assumptions underlying these forward-looking statements. The Company uses the words “anticipates”, “estimates”, “expects”, “believes”, “intends”, “plans”, “may”, “would”, “should”, and any similar expressions implying conditionality to identify forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause the Company’s actual results, performances or achievements to be materially different from any future results, performances or achievements expressed or implied by such forward-looking statements. Such forward- looking statements are based on numerous assumptions regarding present and future business strategies and the environment in which the Company will operate in the future. These forward-looking statements speak only as at the date of this Document. The Company is not obliged, and does not intend, to update or to revise any forward-looking statements, whether as a result of new information, future events or otherwise except to the extent required by any applicable law or regulation. All subsequent written or oral forward-looking statements attributable to the Company, or persons acting on behalf of the Company, are expressly qualified in their entirety by the cautionary statements contained throughout this Document. As a result of these risks, uncertainties and assumptions, a prospective investor should not place undue reliance on these forward-looking statements.

DEFINITIONS

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

"Act"	the Companies Act 2006 (as amended)
"Articles"	the articles of association of the Company as at the date of this document
"Annual General Meeting"	the annual general meeting of Shareholders convened for 28 July 2025
"Aquis Exchange"	Aquis Stock Exchange Plc, a recognised investment exchange under section 290 of the Financial Services and Markets Act 2000 (as amended)
"AQSE Growth Market"	the primary market for unlisted securities operated by Aquis Exchange
"Board" or "Directors"	The directors of the Company as at the date of this Document whose names appear on pages 4 and 8 of this Document
"Bowsprit"	Bowsprit Partners Limited, a company registered in England and Wales with company number 05126460 (authorized by the FCA with firm reference number 403139) and having its registered office at Birchin Court, 20 Birchin Lane, Bank, London, EC3V 9DU
"Circular" or "Document"	this document dated 1 July 2025
"Company" or "Evrima"	Evrima Plc, a company registered in England and Wales with registered number 06474216
"Form of Proxy"	the form of proxy accompanying the Circular for use at the Annual General Meeting
"Issued Share Capital"	the 39,436,728 Ordinary Shares in issue as at the date of this Document
"Ordinary Shares"	the ordinary shares of £0.001 nominal value in the capital of the Company
"Proposals"	The proposals set out in this Circular, whereby Shareholders are being asked to consider and, if thought fit, approve namely, (i) the

	authority to allot new Ordinary Shares and (ii) the dis-application of pre-emption rights
"Resolutions"	the resolutions set out in the notice of Annual General Meeting contained within this Circular
"Rules for Issuers"	the AQSE Growth Market Access Rulebook, which set out the admission requirements and continuing obligations of companies seeking admission to and whose shares are admitted to trading on the AQSE Growth Market
"Shareholders"	holders of Ordinary Shares in the capital of the Company from time to time
"United Kingdom"	the United Kingdom of Great Britain and Northern Ireland
"£"	pound(s) Sterling, being the unit of account of the United Kingdom, consisting of 100 pence

All references to legislation in this Document are to the legislation of England and Wales unless the contrary is indicated, or the legislation applies to England and Wales and to other United Kingdom jurisdiction(s). Any reference to any provision of any legislation shall include any amendment, modification, re-enactment or extension thereof. Words imparting the singular shall include the plural and vice versa; words imparting the masculine gender shall include the feminine and neuter genders.

EVRIMA PLC

(Incorporated in England and Wales with Registered No. 06474216)

(the "**Company**")

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Annual General Meeting of the members of the Company will be held at Birchin Court, 20 Birchin Lane, Bank, London, EC3V 9DU, United Kingdom, on 28 July 2025 at 10.30 a.m. Resolutions 1 to 5 are proposed as ordinary resolutions and Resolution 6 is proposed as a special resolution.

The Board encourages all shareholders to vote on the resolutions to be proposed at the Annual General Meeting by proxy before the deadline of 10.30 a.m. on 24 July 2025. Instructions for voting by proxy are set out in the notes at the end of this Notice and on the proxy card sent to shareholders. Shareholders are encouraged to appoint the Chair of the Meeting as their proxy.

ORDINARY RESOLUTIONS

1 To receive the report of the directors of the Company and the audited financial statements of the Company for the year ended 31 December 2024.

2 THAT in accordance with section 551 of the Companies Act 2006 (the **"Act"**), the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot Relevant Securities (as defined in the notes to this Resolution) PROVIDED THAT this authority shall be limited to:

(a) equity securities (as defined by section 560 of the Companies Act 2006 (the "Act") up to an aggregate nominal amount of Relevant Securities allotted pursuant to the authority in paragraph (d) below) in connection with an offer by way of a rights issue:

(i) to holders of Ordinary Shares in proportion (as nearly as may be practicable) to their respective holdings; and

(ii) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary,

but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and

(b) in any case a nominal amount of £25,000,

provided that this authority shall, unless renewed, varied or revoked by the Company, expire fifteen months after the passing of this resolution or, if earlier, the date of the next annual general meeting of the Company save that the Company may, before such expiry, make offers or agreements which would or might require Relevant Securities to be allotted after such expiry and the Directors may allot Relevant Securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This resolution revokes and replaces all unexercised authorities previously granted to the

Directors to allot Relevant Securities but without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made pursuant to such authorities.

In this resolution, **Relevant Securities** means:

- shares in the Company, other than shares allotted pursuant to:
  - an employee share scheme (as defined in section 1166 of the Act);
  - a right to subscribe for shares in the Company where the grant of the right itself constituted a Relevant Security; or
  - a right to convert securities into shares in the Company where the grant of the right itself constituted a Relevant Security; and
- any right to subscribe for or to convert any security into shares in the Company other than rights to subscribe for or convert any security into shares allotted pursuant to an employee share scheme (as defined in section 1166 of the Act). References to the allotment of Relevant Securities in this resolution include the grant of such rights.

3 To re-elect as a Director, David Arthur Eaton, who was appointed by the Board since the last Annual General Meeting and, being eligible, offers himself for re-election

4 To re-elect as a Director, Burns Singh Tennent-Bhohi, who retires by rotation under the Articles of Association of the Company and, being eligible, offers himself for re-election.

5 To re-appoint Edwards Veeder (UK) Limited as auditors of the Company to act until the conclusion of the next Annual General Meeting and to authorise the Directors to determine their remuneration.

SPECIAL RESOLUTION

6 THAT, subject to the passing of Ordinary Resolution 2, the Directors be and are hereby empowered pursuant to section 570 of the Act to allot equity securities wholly for cash, within the meaning of section 560 (1) of the Act, pursuant to the general authority conferred by that resolution as if section 561 (1) of the Act did not apply to any such allotment of equity securities, provided that this power shall be limited to:

(a) the allotment of equity securities in connection with an offer of equity securities by way of rights issue:

(iii) to the holders of Ordinary Shares in proportion (as nearly as may be practicable) to their respective holdings; and

(iv) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary, but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and

(b) the allotment (otherwise than pursuant to paragraph (a) above) of equity securities additionally and in a nominal amount of £25,000. The power granted by this Resolution will expire fifteen months after the passing of this resolution or, if earlier, the conclusion of the Company's next annual general meeting (unless renewed, varied or revoked by the Company prior to or on such date) save that the Company may, before such expiry make offers or agreements 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 notwithstanding that the power conferred by this resolution has expired.

This resolution revokes and replaces all unexercised powers previously granted to the Directors to allot equity securities as if section 561(1) of the Act did not apply but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to such authorities.

Burns Singh Tennent-Bhohi
Executive Director

for and on behalf of the Board

Registered Office:
8th Floor 20 Primrose Street,
The Broadgate Tower
London, EC2A 2EW
United Kingdom

Date: 1 July 2025

NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that to be entitled to attend and vote at the meeting (and for the purposes of the determination by the Company of the number of votes they may cast), holders of Ordinary Shares must be entered on the relevant register of securities by 10.30 a.m. on 24 July 2025.
2. If you are a member of the Company at the time set out in note 1 above, you are entitled 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. 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.
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.
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. Failure to specify the number of shares each proxy appointment relates to or specifying a number of shares in excess of those held by you on the record date will result in the proxy appointments being invalid.
5. The notes to the proxy form explain how to direct your proxy how to vote on the resolutions or withhold their vote.
6. 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).
7. 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.
8. You can register your vote(s) for the Annual General Meeting either:

   • by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions;

   • by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX using the proxy form accompanying this notice;

   • in the case of CREST members, by utilitising the CREST electronic proxy appointment service in accordance with the procedures set out in not 10 below.

   In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by 10.30 a.m. on 24 July 2025.
9. To appoint a proxy using the proxy form, the form must be completed and signed and deposited (during normal business hours only) at the office of the Company's registrars, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX so as to be received not later than 48 hours (excluding non-business days) before the time appointed for holding the meeting.

10. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Annual General Meeting to be held on 28 July 2025 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 should refer to their CREST sponsors 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 by means of CREST to be valid, the appropriate CREST Proxy Instruction must be properly authenticated in accordance with Euroclear UK & International Limited's 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 Company's Registrars, Share Registrars Limited (CREST Participant ID: 7RA36), no later than 48 hours (excluding non-working days) before the time appointed for the 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 Application Host) from which the Company'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 sponsor or voting service provider 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, to procure that his CREST sponsor or voting service provider takes) 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 sponsor or voting service provider 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 CREST Regulations.

11. 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 note 8 above) also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

12. 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.

13. In order to revoke a proxy instruction, you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to the Company's registrars, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX. 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.

14. The revocation notice must be received by the Company's registrars, Share Registrars Limited, no later than 48 hours (excluding non-business days) before the time appointed for holding the meeting.

15. As at 6.00 p.m. on 30 June 2025, the Company's issued ordinary share capital comprised 39,436,728 Ordinary Shares. Each Ordinary Share carries the right to one vote at an annual general meeting of the Company and the Company does not hold any Ordinary Shares in treasury. Therefore, the total number of shares carrying voting rights in the Company as at 6.00 p.m. on 30 June 2025 was 39,436,728.