THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action to be taken, you should consult your stockbroker or other financial advisor authorised pursuant to the Financial Services and Markets Act 2000 immediately.

If you have sold or transferred all of your ordinary shares in Pristine Capital Plc (the "Company"), please forward this document and 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 transmission to the purchaser or transferee.

The distribution of this document in jurisdictions other than the United Kingdom may be restricted by law and therefore persons into whose possession this document comes should inform themselves and observe such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

Pristine Capital Plc

NOTICE OF
ANNUAL GENERAL MEETING

Notice of the Annual General Meeting of the Company to be held at the offices of Allenby Capital Limited, 5 St. Helen's Place, London, EC3A 6AB on 2nd December 2026 at 10.00 a.m. is set out on pages 5 to 8 of this document. If you are a person who is entitled to attend and vote at the meeting, you are entitled to appoint one or more proxies to exercise all or any of your rights at the meeting and you should have received a proxy form with this notice of meeting. Forms of proxy should be completed and returned to the Company's Registrars, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX as soon as possible and in any event so as to be received not later than 48 hours (excluding non-working days) before the time fixed for the Annual General Meeting. Alternatively, you can register your vote(s) for the Annual General Meeting by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions (you can locate your username and access code on the top of the proxy form).

Copies of this document will be available free of charge from the Company's website at: http://www.pristinecapitalplc.com/

Pristine Capital Plc

Registered Office
6 Heddon Street
London
W1B 4BT

6 November 2026

To the Shareholders and, for information only, to the Option Holders and Warrant Holders

Notice of Annual General Meeting

Dear Shareholder,

I am writing to explain the business to be considered and resolutions to be proposed at this year's Annual General Meeting which is to be held at 10.00 a.m. on 2nd December 2026 at the offices of Allenby Capital Limited, 5 St. Helen's Place, London, EC3A 6AB (the "**AGM**").

You will be asked to consider and vote on the resolutions below. Resolutions 1 to 7 inclusive will be proposed as ordinary resolutions and resolution 8 will be proposed as a special resolution.

The resolutions are set out in the Notice of Annual General Meeting on pages 5 to 8 of this document.

Ordinary Resolutions to be considered at the AGM (the "Ordinary Resolutions")

Resolutions 1 and 2 - Annual Report and Accounts and Directors' remuneration report

These are proposed Ordinary Resolutions to receive and consider the audited Statement of Accounts and the Reports of the Directors and the Auditor of the Company and to approve the Directors' remuneration report for the year ended 30 October 2025.

As a company admitted to the Official List (shell company category) of the Financial Conduct Authority, the Company is required separately to include and propose an Ordinary Resolution to receive and approve the directors' remuneration report for the financial period ended 30 October 2025 set out in the audited accounts for the financial year ended 30 October 2025.

Resolution 3 - Auditors' reappointment and remuneration

The proposed Ordinary Resolution relating to the auditors' re-appointment and remuneration are usual business for the AGM.

Resolution 4 – Re-election of Ronald Neil Sinclair as a director

Ronald Neil Sinclair retires by rotation in accordance with the Company's Articles of Association and offers himself for re-election.

Resolution 5 – Election of Dr Joe Wong Kai Fatt as a director

Dr Joe Wong Kai Fatt was appointed by the Board since the last AGM and therefore retires from office in accordance with Article 22.1 of the Company's Articles of Association and offers himself for election.

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Resolution 6 – Election of Charles Woodgate as a director

Charles Woodgate was appointed by the Board since the last AGM and therefore retires from office in accordance with Article 22.1 of the Company's Articles of Association and offers himself for election.

Resolution 7 – Section 551 authority

This is a proposed Ordinary Resolution authorising the directors to allot and issue ordinary shares and grant rights to subscribe for shares up to an aggregate nominal value of £11,478.70 representing approximately 50% of the nominal value of the issued ordinary share capital of the Company as at 5 November 2026, being the latest practicable date before publication of this notice. The authority will expire at the commencement of the next Annual General Meeting following this meeting or 2nd March 2028, whichever is the earlier to occur.

Special Resolution to be considered at the AGM (the "Special Resolution")

Resolution 8 – Section 570 authority and dis-application of Section 561(1)

This is a proposed Special Resolution authorising the directors to issue equity securities wholly for cash on a non-pre-emptive basis pursuant to the authority conferred by resolution number 7 above (representing approximately 50% of the nominal value of the issued ordinary share capital of the Company as at 5 November 2026, being the latest practicable date before publication of this notice). Provided it is passed as a Special Resolution, this will allow the Board to allot shares without recourse to the Shareholders so that it can move quickly from time to time as and when it deems appropriate. This authority will expire at the commencement of the next Annual General Meeting following this meeting or on 2nd March 2028, whichever is the earlier to occur.

Form of proxy

A form of proxy for use at the AGM is enclosed. **If you are a person who is entitled to attend and vote at the** meeting**, you are entitled to appoint one or more proxies to exercise all or any of your rights at the** meeting **and you should have received a proxy form with this notice of meeting.** Please complete and sign the form of proxy and return it to the Company's Registrars so as to arrive no later than 48 hours (excluding non-working days) before the time fixed for the AGM.

Alternatively, you can register your vote(s) for the AGM by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions (you can locate your username and access code on the top of the proxy form).

The return of proxy instruction will not, however, prevent you from attending the AGM and voting in person should you wish to do so.

Overseas shareholders

It is the responsibility of any person receiving a copy of this document outside of the United Kingdom to satisfy himself/herself as to the full observance of the laws and regulatory requirements of the relevant territory in connection therewith, including obtaining any governmental or other consents which may be required or observing any other formalities required to be observed in such territory and paying any other issue, transfer or other taxes due in such territory. Persons (including, without limitation, nominees and trustees) receiving this document should not send it into any jurisdiction when to do so would, or might, contravene local securities laws or regulations.

Board recommendation

The Board considers that each of the Ordinary Resolutions and the Special Resolution are in the best interests of the Company and its Shareholders as a whole **and it unanimously recommends to Shareholders that they should vote in favour of each of them**.

Yours faithfully

Neil Sinclair
Chairman
By Order of the Board

Registered in England as a public limited liability company under company number 13628889

PRISTINE CAPITAL PLC

(incorporated and registered in England and Wales no. 13628889)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the "**Meeting"**) of Pristine Capital Plc (the **"Company**") will be held on 2nd December 2026 at 10.00 a.m. at the offices of Allenby Capital Limited, 5 St. Helen's Place, London, EC3A 6AB for the purpose of considering and, if thought fit, passing the following resolutions, of which resolutions 1 to 7 (inclusive) will be proposed as ordinary resolutions and resolution 8 as a special resolution:

ORDINARY RESOLUTIONS

Resolution 1: To receive and consider the Annual Report and Accounts for the year ended 30 October 2025 together with the Directors' Report and Auditors' Report thereon.

Resolution 2: To approve the directors' remuneration report for the financial period ended 30 October 2025 set out in the audited accounts for the financial period ended 30 October 2025.

Resolution 3: To re-appoint Pointon Young as auditors of the Company to act as such until the conclusion of the next Annual General Meeting of the Company at which the accounts are laid before the members and to authorise the Directors of the Company to fix their remuneration.

Resolution 4: To re-elect Ronald Neil Sinclair as a Director of the Company, who retires in accordance with the Company's Articles of Association and offers himself for re-election.

Resolution 5: To elect Dr Joe Wong Kai Fatt as a Director of the Company, who was appointed by the Board since the last AGM and therefore retires from office in accordance with Article 22.1 of the Company's Articles of Association.

Resolution 6: To elect Charles Woodgate as a Director of the Company, who was appointed by the Board since the last AGM and therefore retires from office in accordance with Article 22.1 of the Company's Articles of Association.

Resolution 7: THAT, in accordance with section 551 of the Companies Act 2006 ("**CA 2006**"), the Directors be generally and unconditionally authorised to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company (the "**Rights**") up to an aggregate nominal amount of £11,478.70 (representing approximately 50% of the nominal value of the issued ordinary share capital of the Company) provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the commencement of the next Annual General Meeting of the Company or 2nd March 2028, whichever is earlier to occur, save that the Company may, before such expiry, make offer(s) or enter agreement(s) 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 in pursuance of such offers or agreements notwithstanding that the authority conferred by this resolution has expired; and all unexercised authorities previously granted to the Directors to allot shares and grant Rights be and are hereby revoked.

SPECIAL RESOLUTION

Resolution 8: THAT, conditional on the passing of Resolution 7 above, and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) for cash pursuant to the authority conferred by Resolution 7 or by way of a sale of treasury shares, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall be limited to:

(a) the allotment of equity securities in connection with an offer of equity securities to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings; and 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 arrangements as the Directors may deem necessary or expedient in relation to the treasury shares, fractional entitlements, record dates, arising out of any legal or practical problems under the laws of any overseas territory or the requirements of any regulatory body or stock exchange; and

(b) the allotment of equity securities (otherwise than pursuant to sub paragraph (a) above) up to an aggregate nominal amount of £11,478.70 (representing approximately 50% of the nominal value of the issued ordinary share capital of the Company); and provided that this power shall expire on the commencement of the next Annual General Meeting of the Company or 2nd March 2028, whichever is earlier to occur (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry, make offer(s) or agreement(s) 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 offers or agreements notwithstanding that the power conferred by this resolution has expired.

Westend Corporate LLP
Company Secretary

By Order of the Board

Dated: 6 November 2026
Registered office:
6 Heddon Street
London
W1B 4BT

Registered in England as a public limited liability company under company number 13628889

Notes:

1 A member of the Company entitled to attend, speak and vote at the meeting convened by this notice may appoint one or more proxies to attend, speak and vote in his place. A proxy need not be a member of the Company. A form of proxy is enclosed for use at this meeting.

2 Completing and returning a form of proxy does not preclude a member from attending and voting at the Meeting.

3 Shareholders can register their 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 (username and access code can be located on the top of the proxy form);
- 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; or
- in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in notes 14 to 17 below.

In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by 10.00 a.m. on 30th November 2026.

4 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 and vote in person, your proxy appointment will automatically be terminated.

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.

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 either by post or hand to 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX, UK; and
- received by Share Registrars Limited no later than 10.00 a.m. on 30th November 2026.

7 In the case of a shareholder 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.

8 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.

9 If you have not received a proxy form and believe that you should have one, or if you require additional proxy forms, please contact Share Registrars Limited on 01252 821390 or at 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX, UK.

10 To change your proxy instructions simply submit a new form of proxy using the method set out above. Note that the cut-off time for receipt of forms of proxy (see above) also applies in relation to amended instructions; any amended form of proxy received after the relevant cut-off time will be disregarded. If you submit more than one valid form of proxy, the appointment received last before the latest time for the receipt of proxies will take precedence.

11 In order to revoke a form of proxy you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Share Registrars Limited at 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. The revocation notice must be received by Share Registrars Limited no later than 10.00 a.m. on 30th November 2026, or 48 hours (excluding non-business days) before any adjourned AGM.

12 Information regarding the meeting, including the information required by section 311A of the Companies Act 2006 ("Act"), can be found at www.pristinecapitalplc.com.

13 You may not use any electronic address provided either in this notice of Annual General Meeting or in any related documents (including a proxy form) to communicate with the Company for any purposes other than those expressly stated.

14 CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the meeting and any adjournment(s) of it by using the procedures described in the CREST Manual (available via http://www.euroclear.com/CREST). 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.

15 In order for a proxy appointment made using the CREST service to be valid, the appropriate CREST message (the "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & International Limited's (EUI) specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes 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 our agent, Share Registrars Limited (ID 7RA36), no later than 10.00 a.m. on 30th November 2026, or, in the event of an adjournment of the meeting, 48 hours (excluding non-business days) before the adjourned meeting. 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 our 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.

16 CREST members and, where applicable, their CREST sponsors or voting service providers 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 their CREST sponsor or voting service provider take) 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.

17 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.

18 Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 (SI 2001/3755). Reg. 41(1) and (2), only those shareholders on the Register of Shareholders at the time which is 48 hours (excluding non-business days) before the time appointed for the holding of the meeting shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. If the meeting is adjourned, then to be so entitled, shareholder must be entered on the Company's Register of Shareholders at the time which is 48 hours (excluding non-business days) before the time appointed for holding of the adjourned meeting or, if the Company gives notice of the adjourned meeting, at the time specified in that notice.

19 In the case of joint holders of shares, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.

20 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, you may photocopy the form of proxy. 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). A failure to specify the number of shares each proxy appointment relates to or specifying a number in excess of those held by you, may result in the appointment being invalid. Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together.

21 As at the close of business on 5 November 2026 (the last business day prior to the publication of this notice), the Company's issued ordinary share capital comprised 2,295,741 ordinary shares of £0.01p 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 as at the time and date given above is 2,295,741.

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