THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action to be taken, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent professional adviser authorised under the Financial Services and Markets Act 2000 (as amended) if you are in the United Kingdom or, if not, another appropriately authorised independent financial adviser. If you have sold or otherwise transferred all of your ordinary shares of 0.1 pence each (Ordinary Shares) in the capital of Sosandar plc (Company), or will have sold or transferred all of your Ordinary Shares prior to the annual general meeting of the Company to be held at the Company's offices at 2nd Floor, Springfield House, Water Lane, Wilmslow, Cheshire, SK9 5BG on 17 September 2026 at 10.00 a.m., please forward 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 transmission to the purchaser or transferee. If you have sold or otherwise transferred only some of your Ordinary Shares you should retain this document and consult with the stockbroker, bank or other agent through whom the sale or transfer was effected.

SOSANDAR PLC

(Incorporated and registered in England and Wales with registered number 05379931)

Directors:

Nick Mustoe *(Non-Executive Chairman)*
Ali Hall *(Joint-CEO)*
Julie Lavington *(Joint-CEO)*
Stephen Dilks *(Chief Financial Officer)*
Andrew Booth *(Non-Executive Director)*
Adam Reynolds *(Non-Executive Director)*

Registered office:

40 Water Lane
Wilmslow
Cheshire
SK9 5AP

20 August 2026

Dear Shareholder,

Notice of Annual General Meeting of Sosandar plc (the Company)

I am pleased to inform you that the Annual General Meeting (**AGM**) of the Company will be held at the Company's offices at 2nd Floor, Springfield House, Water Lane, Wilmslow, Cheshire, SK9 5BG on **17 September 2026 at 10.00 a.m**. The formal notice of the AGM is set on pages 3 to 8 of this document and an explanation of the resolutions to be considered at the AGM can be found on pages 9 to 11.

Action to be taken

Your vote is important. Whether or not you propose to attend the AGM, I would encourage you to vote on each of the resolutions set out in the notice of the AGM by appointing a proxy to act on your behalf and by giving your voting instructions. I would encourage you to appoint the chair of the meeting as your proxy. This will ensure that your vote will be counted if you are (or any other proxy you might otherwise choose to appoint) is not able to attend the meeting for any reason. If you appoint the chair of the meeting as your proxy, the chair will vote in accordance with your instructions. If the chair is given discretion as to how to vote, they will vote in favour of each of the resolutions in the notice. You can appoint a proxy and give your voting instructions by:

- using our electronic voting facility at https://vote.shareregistrars.uk.com/ and following the on-screen instructions;

- in the case of shareholders who have elected to receive documentation in hard-copy form or have otherwise requested a hard-copy form of proxy, by completing and signing the accompanying hard-copy form of proxy and returning it by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX; or

- in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in note 8 to the notice of the AGM.

In each case, your proxy appointment and voting instruction must be received by the Company's registrar, Share Registrars Limited, **no later than 10.00 a.m. on 15 September 2026** to be valid. Further information regarding the different means of appointing a proxy are set out in the notes to the notice of the AGM.

Attendance

You will be able to attend the AGM in person. Shareholders intending to attend the AGM in person are asked to register their intention as soon as practicable by sending an email to sosandar@almastrategic.com.

Given the lack of demand for remote participation at previous annual general meetings of the Company, there will be no live broadcast of the AGM. The Company will continue to review shareholder demand for remote participation in respect of our future annual general meetings.

Voting at the AGM

In line with corporate governance best practices, it is our current intention that the chair of the meeting will direct that voting on all resolutions set out in the notice of the AGM will take place by way of a poll. This means that shareholders will have one vote for each ordinary share held. The Company believes this will result in a more accurate reflection of the views of shareholders by ensuring that every vote is recognised, including the votes of all shareholders who are unable to attend the AGM but who have appointed a proxy.

Recommendation

The Directors consider that all the resolutions to be proposed at the AGM are in the best interests of the Company and its shareholders as a whole and unanimously recommend that shareholders vote in favour of all the resolutions, as the Directors intend to do in respect of their own beneficial holdings.

The results of the voting on all resolutions will be announced via the Regulatory News Service and published on our website as soon as practicable following the conclusion of the AGM.

Yours faithfully

Nick Mustoe
Non-Executive Chairman

NOTICE OF ANNUAL GENERAL MEETING

SOSANDAR PLC

Incorporated and registered in England and Wales with registered number 05379931

Notice is hereby given that the Annual General Meeting of Sosandar plc (the **Company**) will be held at the Company's offices at 2nd Floor, Springfield House, Water Lane, Wilmslow, Cheshire, SK9 5BG on 17 September 2026 at 10.00 a.m. for the following purposes:

<u>Ordinary Business</u>

To consider and, if thought fit, to pass the following resolutions, in each case as ordinary resolutions:

1. To receive the Company’s annual report and accounts for the period ended 31 March 2026, together with the reports of the directors and the auditors of the Company thereon.

2. To re-elect Andrew Michael Booth as a director of the Company.

3. To re-elect Stephen James Dilks as a director of the Company.

4. To re-elect Alison Sarah Hall as a director of the Company.

5. To re-elect Julie Christina Lavington as a director of the Company.

6. To re-elect Nicholas Mustoe as a director of the Company.

7. To re-elect Adam Reynolds as a director of the Company.

8. To re-appoint Saffery LLP as auditors of the Company to hold office until the conclusion of the next annual general meeting of the Company and to authorise the directors of the Company to determine their remuneration.

<u>Special Business</u>

To consider and, if thought fit, to pass the following resolutions, as to the resolution numbered 9 as an ordinary resolution and as to the resolutions numbered 10, 11 and 12 as special resolutions:

9. That the directors of the Company be generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (the **Act**) to exercise all powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company up to an aggregate nominal amount of £72,133.87, being approximately one third of the current issued share capital of the Company (excluding shares held in treasury), provided that this authority shall, unless renewed, varied or revoked by the Company, expire at the conclusion of the next annual general meeting of the Company or, if earlier, 15 months after the passing of this resolution, save that the Company may, before such expiry, make offers or agreements which would or might require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted and the directors of the Company may allot shares

or grant rights to subscribe for or convert securities into shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority shall be in substitution for and shall replace any existing authority pursuant to section 551 of the Act to the extent not utilised at the date this resolution is passed but without prejudice to any allotment of shares or grant of securities already made or offered or agreed to be made pursuant to such authorities.

10. That, if resolution 9 is passed, the directors of the Company be authorised to allot equity securities (as defined in the Act) for cash under the authority given by that resolution and/or to sell ordinary shares held by the Company as treasury shares for cash as if section 561 of the Act did not apply to any such allotment or sale, such authority to be limited:

    (a) in connection with or pursuant to an offer by way of rights, open offer or other pre-emptive offer to the holders of shares in the Company and other persons entitled to participate therein in proportion (as nearly as practicable) to their respective holdings, subject to such exclusions or other arrangements as the directors of the Company may consider necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of any territory or the regulations or requirements of any regulatory authority or any stock exchange in any territory;

    (b) to the allotment of equity securities or sale of treasury shares (otherwise than under paragraph (a) above) up to a nominal amount of £21,640.16; and

    (c) to the allotment of equity securities or sale of treasury shares (otherwise than under paragraph (a) or paragraph (b) above) up to a nominal amount equal to 20 per cent. of any allotment of equity securities or sale of treasury shares from time to time under paragraph (b) above, such authority to be used only for the purposes of making a follow-on offer which the directors of the Company determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

    such authority to expire at the conclusion of the next annual general meeting or, if earlier, 15 months after the passing of this resolution, save that the Company may, before the expiry of such period, make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and treasury shares to be sold) after the authority expires and the directors of the Company may allot equity securities (and sell treasury shares) under any such offer or agreement as if the authority had not expired.

11. That, if resolution 9 is passed, the directors of the Company be authorised in addition to any authority granted under resolution 10 to allot equity securities (as defined in the Act) for cash under the authority given by resolution 9 and/or to sell ordinary shares held by the Company as treasury shares for cash as if section 561 of the Act did not apply to any such allotment or sale, such authority to be:

    (a) limited to the allotment of equity securities or sale of treasury shares up to a nominal amount of £21,640.16 such authority to be used only for the purposes of financing (or refinancing, if the authority is to be used within 12 months after the original transaction) a transaction which the directors of the Company determine to be either an acquisition or a specified capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice; and

(b) limited to the allotment of equity securities or sale of treasury shares (otherwise than under paragraph (a) above) up to a nominal amount equal to 20 per cent. of any allotment of equity securities or sale of treasury shares from time to time under paragraph (a) above, such authority to be used only for the purposes of making a follow-on offer which the directors of the Company determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

such authority to expire at the conclusion of the next annual general meeting or, if earlier, 15 months after the passing of this resolution, save that the Company may, before the expiry of such period, make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and treasury shares to be sold) after the authority expires and the directors of the Company may allot equity securities (and sell treasury shares) under any such offer or agreement as if the authority had not expired.

12. To authorise the Company generally and unconditionally for the purposes of section 701 of the Act to make market purchases (within the meaning of section 693(4) of the Act) of any of the ordinary shares of 0.1 pence each in the capital of the Company (**ordinary shares**) on such terms and in such manner as the directors of the Company may from time to time determine, such ordinary shares to be either held as treasury shares or cancelled as the directors of the Company may from time to time determine provided that:

(a) the maximum aggregate number of ordinary shares which may be purchased shall be 21,640,161, or, if less, the number representing approximately 10 per cent. of the issued ordinary share capital of the Company (excluding shares held in treasury) as at the date of passing this resolution;

(b) the minimum price that may be paid for each ordinary share, excluding expenses, shall be 0.1 pence, being the nominal value per ordinary share;

(c) the maximum price that may be paid for each ordinary share, excluding expenses, shall not be more than the higher of:

i. an amount equal to 105 per cent. of the average of the middle market quotations for an ordinary share (as derived from the London Stock Exchange Daily Official List) for the five business days immediately preceding the day on which such ordinary share is contracted to be purchased; and

ii. an amount equal to the higher of the price of the last independent trade of an ordinary share and the highest current independent bid for a ordinary share on the trading venue where the purchase is carried out;

(d) this authority shall expire at the conclusion of the next annual general meeting or, if earlier, 15 months after the passing of this resolution; and

(e) the Company may make a contract for the purchase of ordinary shares under this authority before it expires, notwithstanding that such contract will, or might, have its terms executed wholly or partly after this authority expires, and the Company may make a purchase pursuant to such a contract after the expiry of this authority.

By order of the board of directors of the Company:

Stephen Dilks
(Company Secretary)

Registered office:

40 Water Lane
Wilmslow
Cheshire
SK9 5AP

20 August 2026

Notes:

1. To be entitled to attend, speak and vote at the meeting (and for the purpose of the determination by Company of the number of votes they may cast), members must be entered in the register of members of the Company at 10.00 a.m. on 15 September 2026 (the **specified time**). If the meeting is adjourned to a time not more than 48 hours after the specified time applicable to the original meeting (excluding non-business days), that time will also apply for the purpose of determining the entitlement of members to attend and vote (and for the purpose of determining the number of votes they may cast) at the adjourned meeting. If, however, the meeting is adjourned for a longer period then, to be so entitled, members must be entered on the Company's register of members at the time which is not less than 48 hours before the time fixed for the adjourned meeting (excluding non-business days) or, if the Company gives notice of the adjourned meeting, at the time specified in that notice. Changes to the register of members of the Company after the specified time shall be disregarded in determining the rights of any person to attend and vote at the meeting.

2. A member entitled to attend and vote at the meeting may appoint a proxy or proxies to attend, speak and vote at the meeting on their behalf. A member may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. A member may not appoint more than one proxy to exercise rights attached to any one share. A proxy does not need to be a member of the Company but must attend the meeting to represent you. Members are encouraged to appoint the chair of the meeting as their proxy.

3. You can register your vote for the AGM either:

   - by visiting https://vote.shareregistrars.uk.com/ and following the on-screen instructions;

   - by completing and signing the hard-copy form of proxy accompanying this Notice of Annual General Meeting and returning it by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX; or

   - in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in note 8 below.

4. To be effective, a proxy appointment must be received by the Company's registrar, Share Registrars Limited, by no later than 10.00 a.m. on 15 September 2026.

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

6. You may terminate a proxy instruction, but to do so you will need to inform the Company in writing by sending a signed hard-copy notice clearly stating your intention to revoke your proxy appointment to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX. In the case of a shareholder 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 by no later than 10.00 a.m. on 15 September 2026.

7. A corporation that is a shareholder can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a shareholder provided that they do not do so in relation to the same shares.

8. 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 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.

   For a proxy appointment or instructions 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 Ltd'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 Share Registrars Limited (ID: 7RA36) by no later than 10.00 a.m. on 15 September 2026, or, in the event of an adjournment of the meeting, 48 hours before the adjourned meeting (excluding non-business days). For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

   CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular message. 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 their 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 (SI 2001/3755).

9. Voting on the resolutions to be proposed at the meeting will be conducted by way of a poll rather than a show of hands. As soon as practicable following the meeting, the results of the voting and the numbers of all votes cast for and against and the number of votes actively withheld in respect of each resolution to be proposed at the meeting will be announced via a Regulatory Information Service and also placed on the Company's website.

10. As at 19 August 2026 (being the latest practicable date prior to publication of this notice), the Company's issued share capital consists of 248,226,513 ordinary shares of 0.1 pence each, of which 31,824,902 ordinary shares are held in treasury, therefore, the total number of ordinary shares carrying voting rights is 216,401,611.

EXPLANATORY INFORMATION TO THE NOTICE OF ANNUAL GENERAL MEETING

Resolution 1 – ordinary resolution

The directors of the Company are required by law to present to the meeting the annual accounts for the period ended 31 March 2026 and the reports of the directors and auditors of the Company thereon. For those shareholders who have requested to receive documentation in hard-copy form, a copy of the annual report and accounts is enclosed with this notice. For all other shareholders, a copy of the annual report and accounts is available on the Company's website: https://www.sosandar-ir.com/investors/results-centre.

Resolutions 2 to 7 (inclusive) – ordinary resolutions

The Company's articles of association require one-third of the total number of directors to retire and stand for re-election at the Company's annual general meeting (including any director who was not elected or re-elected at either of the two preceding annual general meetings of the Company). Notwithstanding the provisions of the Company's articles of association, the board of directors of the Company has determined that all of the Company's directors shall retire from office and stand for re-election in accordance with the recommendations of the UK Corporate Governance Code. Brief biographical details of each of the directors can be found on pages 30 to 32 (inclusive) of the annual accounts and on the Company's website: https://www.sosandar-ir.com/about/board-of-directors/.

Resolution 8 – ordinary resolution

The auditor of the Company is required to be appointed (or re-appointed) at each annual general meeting of the Company at which the Company's annual report and accounts are presented. The directors of the Company are proposing the re-appointment of Saffery LLP as auditor. This resolution also authorises the directors to fix the auditor's remuneration.

Resolution 9 - authority to allot shares – ordinary resolution

The Companies Act 2006 provides that directors shall only allot shares with the authority of shareholders in general meeting. The authority given to the directors of the Company at the last annual general meeting to allot (or issue) shares pursuant to section 551 of the Companies Act 2006 expires at the conclusion of this year's annual general meeting.

Resolution 9 will be proposed as an ordinary resolution for the renewal of the directors' general authority to issue shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal amount of £72,133.87 representing approximately one third of the current issued share capital of the Company (excluding treasury shares) as at 19 August 2026 (being the latest practicable date prior to publication of this notice). The directors have no present intention of exercising this authority.

Resolutions 10 and 11 – disapplication of pre-emption rights – special resolutions

The Companies Act 2006 also provides that any allotment of new shares for cash must be made pro rata to each individual shareholders' holdings, unless such provisions are disapplied under section 570 of the Companies Act 2006.

Resolution 10 will be proposed as a special resolution for the renewal of the directors' authority to allot equity securities for cash, without first offering them to shareholders pro rata to their holdings. This authority facilitates issues made by way of rights to shareholders which are not strictly in accordance with section 561(1) of the Companies Act 2006, and authorises allotments of shares up to a maximum aggregate nominal amount of £21,640.16, representing approximately 10 per cent. of the current issued ordinary share capital of the Company (excluding treasury shares) as at 19 August 2026, being the latest practicable date prior to publication of this notice. The authority also authorises the directors of the Company to issue an additional number of shares up to a nominal amount equal to 20 per cent of any allotment pursuant to the amount authorised, to be used for the purposes of a follow-on acquisition.

Resolution 11 will be proposed as a special resolution. It will, in addition to any authority granted pursuant to resolution 10 above, give the directors of the Company authority to allot equity securities free of pre-emption rights, up to a nominal value of £21,640.16, representing an additional 10 per cent. of the issued share capital of the Company (excluding treasury shares) as at 19 August 2026, being the latest practicable date prior to publication of this notice, for transactions which the directors determine to be an acquisition or other specified capital investment. The authority also authorises the directors of the Company to issue an additional number of shares up to a nominal amount equal to 20 per cent of any allotment pursuant to the amount authorised, to be used for the purposes of a follow-on acquisition

The disapplication authority proposed by resolutions 10 and 11 is in line with institutional shareholder guidance and, in particular, with the Pre-Emption Group's Statement of Principles on Disapplying Pre-Emption Rights of 2022 (the "**Pre-Emption Principles**"). The Directors confirm, in accordance with the Pre-Emption Principles that, to the extent that the authority in resolution 11 is used for an issue of ordinary shares in addition to the amount referred to at paragraph (b) of resolution 10, it intends that it will only be used in connection with an acquisition or specified capital investment which is announced contemporaneously with the issue, or which has taken place in the preceding twelve month period and is disclosed in the announcement of the issue.

To reflect best practice, as set out in the Pre-Emption Principles, resolutions 10 and 11 are proposed as two separate resolutions and are based on the template resolutions published by the Pre-Emption Group. The authorities granted under resolutions 10 and 11 will expire at the conclusion of the next annual general meeting of the Company, or, if earlier, 15 months after the passing of the resolutions. The directors of the Company have no present intention of exercising these authorities.

Resolution 12 – market purchases of own shares – special resolution

This resolution seeks authority for the Company to make market purchases of its own ordinary shares, as permitted by the Companies Act 2006 and is proposed as a special resolution. If passed, the resolution gives authority for the Company to purchase up to 21,640,161 ordinary shares, representing approximately 10 per cent. of the Company's issued ordinary share capital (excluding treasury shares) as at 19 August 2026, being the latest practicable date prior to the publication of this notice. The authority specifies the minimum and maximum prices that may be paid for any ordinary shares and shall expire (unless previously renewed, varied or revoked by the Company in general meeting) at the conclusion of the next annual general meeting of the Company, or, if earlier, 15 months after the passing of the resolution. The directors of the Company intend to seek renewal of the authority at each annual general meeting of the Company.

The directors of the Company consider that it is in the best interests of the Company to have this authorisation available in case circumstances arise when it would be appropriate to use it. The authority would only be used after consideration of the effect on earnings per share and the longer-term benefit for the Company and shareholders generally. The fact that such authorisation is being sought should not be taken to imply that shares would be purchased at any particular price or indeed at all. Any ordinary shares purchased pursuant to this authority may either be held as treasury shares or cancelled by the Company, depending on which course of action is considered by the directors of the Company to be in the best interests of shareholders at the time.