

PROVEN LEGACY LIMITED

Company number: 10024220

NOTICE OF GENERAL MEETING

Notice is hereby given that a General Meeting (**Meeting**) of ProVen Legacy Limited (**Company**) will be held at Charter House, 55 Drury Lane, London, England, WC2B 5SQ on Monday 17 July 2023 at 2:30pm.

You will be asked to consider and vote on the resolution below. The resolution will be proposed as a special resolution.

Special Resolution

THAT the share premium account of the Company be cancelled and the amount of the share premium account so cancelled be credited to a distributable reserve.

By order of the Board

Beringea LLP

Company Secretary

Registered Office: Charter House, 55 Drury Lane, London, England, WC2B 5SQ

Company number: 10024220

Date: 30 June 2023

NOTES TO THE NOTICE OF GENERAL MEETING

- 1 Any member of the Company entitled to attend and vote at the meetings is also entitled to appoint one or more proxies to attend, speak and vote instead of that member. A member may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. Subject to the Articles of Association of the Company, a proxy may demand, or join in demanding, a poll. A proxy need not be a member of the Company but must attend the General Meeting in order to represent his appointer. A member entitled to attend and vote at the General Meeting may appoint the Chairman or another person as his proxy although the Chairman will not speak for the member. A member who wishes his proxy to speak for him should appoint his own choice of proxy (not the Chairman) and give instructions directly to that person.

- 2 You may submit your proxy electronically using the Share Portal service at www.signalshares.com. Shareholders can use this service to vote or appoint a proxy online. The same voting deadline of 48 hours (excluding non-working days) before the time of the meeting applies. Shareholders will need to use the unique personal identification Investor Code (“IVC”) printed on your share certificate. If you need help with voting online, please contact our Registrar, Link Group’s portal team on 0371 664 0391. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30, Monday to Friday excluding public holidays.

- 3 A hard copy form of proxy has not been sent to you but you can request one directly from the registrars, Link Group’s general helpline team on Tel: 0371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 – 17:30, Monday to Friday excluding public holidays in England and Wales or via email at shareholderenquiries@linkgroup.co.uk or via postal address at Link Group 10th Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DL. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form. For the purposes of

determining the time for delivery of proxies, no account has been taken of any part of a day that is not a working day.

- 4 To be valid, a form of proxy and the power of attorney or other written authority, if any, under which it is signed or an office or notarially certified copy or a copy certified in accordance with the Powers of Attorney Act 1971 of such power and written authority, must be delivered to our registrar, Link Group, 10th Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DL or submitted electronically, not less than 48 hours (excluding weekends and public holidays) before the time appointed for holding the Annual General Meeting or adjourned meeting at which the person named in the form of proxy proposes to vote.
- 5 In order to revoke a proxy instruction a member will need to inform the Company by sending a signed hard copy notice clearly stating the intention to revoke the proxy appointment to Link Group, 10th Floor, Central Square, 29 Wellington Street, Leeds, LS1 4DL. 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 ProVen Legacy Limited, c/o Beringea LLP before the General Meeting or the holding of a poll subsequently thereto. If a member attempts to revoke his or her proxy appointment but the revocation is received after the time specified then the proxy appointment will remain valid.
- 6 Copies of the Directors' Letters of Appointment and the Register of Directors' interests in the Ordinary Shares of the Company, may be requested by contacting Beringea LLP via email at info@beringea.co.uk or calling +44 (0) 207 845 7820 from the date of this notice, until the end of the General Meeting.
- 7 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. A member has the right to ask questions in accordance with the Companies Act 2006.
- 8 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, the proxy will vote or abstain from voting at his or her discretion. The proxy

will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the General Meeting.

- 9 Members who have general queries about the General Meeting should write to the Chairman at the registered office set out above or email at info@beringea.co.uk.
- 10 Members may not use any electronic address provided either in this notice of General Meeting or any related documents (including the Chairman's letter and Form of Proxy), to communicate with the Company for any purposes other than those expressly stated.