

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you sell or otherwise transfer or have sold or otherwise transferred all of your EQTEC plc Ordinary Shares ("Shares"), please forward this Circular and the accompanying Form of Proxy to the purchaser or transferee of such Shares or to the stockbroker, or other agent through whom the sale or transfer is/was effected for onward transmission to the purchaser or transferee.

EQTEC plc

(Incorporated in Ireland under the Companies Act 2014 with registered number 462861)

**Notice of Annual General Meeting
and
Proposed Reorganisation of Share Capital**

A Notice of the Annual General Meeting of EQTEC plc to be held at the offices of Philip Lee LLP, Connaught House, One Burlington Road, Dublin 4, D04 C5Y6, Ireland at 12.00 noon. on 25 September 2025 (the "Annual General Meeting or AGM") is set out at the end of this document and a form of proxy for use at the Annual General Meeting accompanies this document. The action to be taken in respect of the Annual General Meeting is set out in the letter from the Chairman of the Company contained in this document.

Shareholders whose name appears on the register of members of the Company (i.e. those shareholders who hold their shares in book-entry form and who do not hold their interests in shares through the Euroclear system or as CREST Depositary Interests ("CDIs") through the CREST system) can appoint a proxy to attend, speak and vote at the AGM by completing and returning the enclosed Form of Proxy. To be valid, the Forms of Proxy, completed in accordance with the instructions printed thereon, must be returned to the Company's Registrar, MUFG CM as soon as possible but in any event as to be received by no later than 12:00 noon. on 23 September 2025.

Persons who hold their interests in ordinary shares as Belgian law rights through the Euroclear system or as CDIs should consult with their custodian, stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines for submitting proxy votes for the AGM through the respective systems. For voting services offered by custodians holding Irish corporate securities directly with Euroclear Bank SA/NV ("Euroclear Bank"), please contact your custodian. Persons holding through the EB System or CREST will also need to comply with any additional voting deadlines imposed by the respective service offerings. All relevant persons are recommended to consult with their stockbroker or other intermediary at the earliest opportunity.

The appointment of a proxy will not prevent you from attending in person at the AGM, or any adjournment thereof, should you wish to do so.

Further instructions on how to appoint a proxy are set out in the notes to the Notice of AGM and on the Form of Proxy.

This document is dated 29 August 2025.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Date of this Document and Form of Proxy	29 August 2025
Latest time and date for receipt of Forms of Proxy	12.00 a.m. on 23 September 2025
Annual General Meeting	12.00 a.m. on 25 September 2025
Announcement of the Results of the Annual General Meeting	25 September 2025
Record date for share capital reorganization	21 September 2025
Admission effective and dealings commence in the New Ordinary Shares and Credit of Euroclear Bank Participant Accounts and CREST Member accounts (where applicable)	start of business on 29 September 2025

Should the Share Sub-Division be approved, the Company's ISIN code for the New Ordinary Shares of €0.0001 the SEDOL code and the TIDM all will remain unchanged..

Note

(1) Unless otherwise stated, all references in this document are to Dublin time. The dates given are based on the Directors expectations and may be subject to change. Any change to the timetable will be notified to the London Stock Exchange and to the market via a regulatory announcement.

DEFINITIONS

In this document and in the Form of Proxy the following expressions have the following meanings.

“AIM”	the AIM market of the London Stock Exchange;
“AIM Rules”	the rules for AIM companies issued by the London Stock Exchange governing the admission to and the operation of AIM, as amended or re-issued from time to time;
“Articles of Association” or “Articles”	the articles of association of the Company as amended from time to time and filed with the Registrar of Companies;
“Amended Articles”	the articles of association of the Company as amended following the passing of Resolutions 1 and 2 at the AGM to approve the Capital Reorganisation;
“Business Day”	a day (other than Saturdays, Sundays, public holidays or bank holidays) on which banks are generally open for normal business in Ireland;
“Capital Reorganisation”	the reorganisation of the Company’s share capital in the matter proposed in the Chairman’s Letter and effected by Resolutions 1 and 2;
“Circular” or “Document”	this document dated 29 August 2025 containing information about the Resolutions and the Notice of Annual General Meeting;
“Company” or “EQTEC”	EQTEC plc;
“Companies Act”	the Companies Act 2014 of Ireland as amended;
“2008 Deferred Shares”	the Deferred Convertible A Ordinary Shares of €0.01 each in the Company having the rights set out in the Existing Articles;
“2013 Deferred Shares”	the Deferred Ordinary Shares of €0.40 each in the Company having the rights set out in the Existing Articles;
“2017 Deferred Shares”	the Deferred B Ordinary Shares of €0.099 each in the Company having the rights set out in the Existing Articles;
“2023 Deferred Shares”	the Deferred C Ordinary Shares of €0.10 each in the Company having the rights set out in the Existing Articles;
“2025 Deferred Shares”	the Deferred D Ordinary Shares of €0.0099 each in the Company arising from the Capital Reorganisation and having the rights set out in the Amended Articles;
“Existing Articles”	the articles of association of the Company as at the date of this document;
“Existing Ordinary Shares”	the 640,657,138 ordinary shares of €0.01 each in the capital of the Company in issue as at the date of this document (being the entire issued ordinary share capital of the Company);
“Annual General Meeting” or “AGM”	the annual general meeting of the Company convened for 25 September 2025 to approve the Resolutions

“EUI”	Euroclear UK & International Limited, the operator of the CREST System;
“Form of Proxy”	means the form of proxy for use at the General Meeting which accompanies this document;
“Group” or “EQTEC Group”	the Company and its subsidiary undertakings;
“Ireland”	Ireland, excluding for the avoidance of doubt, Northern Ireland;
“MUFG CM” or “Registrars”	MUFG Corporate Markets, the Company’s registrars, who have their registered office at Suite 149, The Capel Building, Mary’s Abbey, Dublin 7, D07 DP79, Ireland;
“New Ordinary Shares”	the new ordinary shares of nominal value €0.0001 each in the capital of the Company to be created pursuant to the Capital Reorganisation;
“Ordinary Shares”	prior to the Reorganisation, the Existing Ordinary Shares and, thereafter, the New Ordinary Shares;
“Resolutions”	the shareholder resolutions to be voted upon by Shareholders at the AGM;
“Shareholders”	holders of shares (of any class) in the capital of the Company;
“UK” or “United Kingdom”	the United Kingdom of Great Britain and Northern Ireland;
“UK Listing Authority” or “UKLA”	the Financial Conduct Authority acting in its capacity as the competent authority for the purposes of Part VI of the Financial Services and Markets Act 2000.

LETTER FROM THE CHAIRMAN OF EQTEC PLC
(Incorporated in Ireland under the Companies Act 2014 registered number 462861)

Directors

Ian Pearson (Non-Executive Chairman)
David Palumbo (CEO)
Yoel Aleman (CTO)
Thomas Quigley (Non-executive Director)
Brian Cole (Non-executive Director)

Head and Registered Office

Building 1000
Citygate
Mahon
Cork
Ireland

29 August 2025

To the Shareholders of EQTEC plc and, for information only, to the holders of warrants, and options over Ordinary Shares.

Dear Shareholder,

**Proposed Capital Reorganisation
and
Notice of Annual General Meeting**

1. Introduction

The purpose of this document is to provide notice of the Annual General Meeting of the Company to be held at the offices of Philip Lee LLP, Connaught House, One Burlington Road, Dublin 4, D04 C5Y6, Ireland at 12.00 noon. on 25 September 2025 and details regarding the Proposed Capital Reorganisation and explain why the Board believes this is in the best interests of EQTEC plc and its Shareholders.

The Capital Reorganisation is conditional on, among other things, the passing of the Resolutions by Shareholders at the AGM. The formal Notice of AGM is set out at the end of this document and a form of proxy is also enclosed for you to complete, sign and return.

The Board considers that the Capital Reorganisation is in the best interests of the Shareholders taken as a whole and unanimously recommends that Shareholders vote in favour of the Resolutions to be proposed at the Annual General Meeting.

2. Background and reasons for the Capital Reorganisation

The Ordinary Shares have for some time been trading on AIM at a price below their nominal value of €0.01 per share. The issue of new shares by an Irish company at a price below their nominal value is prohibited by Irish company law and accordingly the ability of the Company to raise funds by way of the issue of further equity has been inhibited. Accordingly the Directors are seeking Shareholders' authority to implement the Proposed Reorganisation to create a differential between the nominal value of the Ordinary Shares and their market price to facilitate future share issues.

To give effect to the Proposed Reorganisation the Articles will need to be amended to make changes to allow the creation of the 2025 Deferred Shares. These amendments will also require Shareholders' approval at the General Meeting.

Details of the Proposed Reorganisation and the proposed amendments to the Articles are set out below.

Share Capital Reorganisation

As at 28 August 2025, being the latest practicable date prior to the publication of this document, the total issued ordinary share capital of the Company was €6,406,571 divided into 640,657,138 Existing Ordinary Shares.

It is proposed that, in relation to the Company's share capital and to effect the Reorganisation, each of the 640,657,138 Existing Ordinary Shares will be subdivided and redesignated as one new ordinary share of €0.0001 each and one 2025 Deferred Share of €0.0099 each.

Ordinary Shares

As a result of the Proposed Reorganisation becoming effective, each Shareholder's holding of new ordinary shares will equal the number of existing ordinary shares held by them on the Record Date. Accordingly, each Shareholder's proportionate interest in the Company's issued ordinary share capital, and the aggregate value of their holding, will remain unchanged. The new ordinary shares will carry the same rights as the existing ordinary shares. The 2025 Deferred Shares will carry the rights and restrictions set out in the Articles of Association, as summarised below.

The last day of trading on AIM in the Existing Ordinary Shares is expected to be 25 September 2025.

If approved, following the Proposed Reorganisation becoming effective taking into account Admission as set out above, and assuming no shares are issued between 28 August 2025 (being the latest practicable date prior to the printing of this document) and the date the Proposed Reorganisation becomes effective (expected to be 8.30 am 29 September 2025), the Company's issued ordinary share capital will still comprise 640,657,138 New Ordinary Shares.

If the Proposed Reorganisation is approved, the New Ordinary Shares will be admitted to trading on AIM on 29 September 2025.

Shareholders who hold their Existing Ordinary Shares in shares through the Euroclear system or as CREST Depositary Interests ("CDIs") through the CREST system, should expect to see the security description updated for the existing ISIN number IE000955MAJ1, in order to reflect their holding in New Ordinary Shares on 29 September 2025.

Deferred Shares

The 2025 Deferred Shares will be effectively valueless, as they carry no voting or dividend rights. Holders of 2025 Deferred Shares will not be entitled to any payment on a return of capital or in the event of a winding-up of the Company. The 2025 Deferred Shares will not be listed or traded on AIM and will not be transferable except as permitted under the amended Articles of Association. No Euroclear or CREST accounts will be credited in respect of any entitlement to 2025 Deferred Shares.

Changes to the Articles

In connection with the Share Capital Reorganisation, the Company also proposes to amend the Existing Articles of Association to reflect the rights and restrictions attaching to the 2025 Deferred Shares, as described above. The resolution relating to the Share Capital Reorganisation and the associated amendment of the Articles will be proposed as a special resolution, numbered Resolution 2.

3. Annual General Meeting

Set out at the end of this document is a notice convening the Annual General Meeting to be held on 25 September 2025 at 12.00 a.m. in the offices of Philip Lee LLP, Connaught House, One Burlington Road, Dublin 4, D04 C5Y6, Ireland at which the Resolutions will be proposed.

Shareholders wishing to vote but who are unable to attend the Annual General Meeting in person, are urged to appoint the Chairman of the meeting as their proxy, in accordance with the relevant instructions on the form of proxy, and to submit their form of proxy so as to be received as soon as possible and by no later than 12:00 a.m. on 23 September 2025. This will ensure that your vote will be counted even if you are unable to attend in person.

4. The Resolutions

Resolution 1

The Capital Reorganisation, which involves the subdivision of each Existing Ordinary Share and the redesignation of part of each share as a new class of deferred shares, requires the approval of Shareholders by way of a special resolution. Under the proposed Reorganisation, each of the issued ordinary shares of €0.01 each will be subdivided and redesignated as one ordinary share of €0.0001 and one deferred D ordinary share of €0.0099 (the "2025 Deferred Share"), with the rights attaching to the 2025 Deferred Shares as set out in the new memorandum and articles of association referred to in Resolution 2 below. In addition, each of the unissued ordinary shares of €0.01 each in the capital of the Company will be subdivided into 100 ordinary shares of €0.0001 each.

Resolution 2

Approval of Shareholders is required by special resolution to adopt the proposed amendments to the Memorandum and Articles of Association of the Company, reflecting the subdivision of the ordinary share capital as set out in Resolution 1 above. A copy of the amended Memorandum and Articles of Association, marked to highlight the proposed changes, is available on the Company's website at www.eqtec.com and may also be inspected at the Company's registered office during business hours on any business day from the date of this AGM notice up to and including the date of the AGM. Copies will also be available for inspection at the AGM on 25 September 2025. Resolution 2 is conditional on the passing of Resolution 1.

Resolution 3

In Resolution 3, the Board asks that Shareholders receive and consider the Directors' Report and the Audited Accounts for the financial year ended 31 December 2024 and a review of the affairs of the Company. A copy of the 2024 Annual Report is available on the Company's website at www.eqtec.com.

Resolution 4

The Board asks that Shareholders consider resolutions 4(a), 4(b) and 4(c), which are proposed as separate resolutions. Resolutions 4(a) and (b) propose the re-election of Directors Ian Pearson and Tom Quigley, who will retire by rotation and offer themselves for re-election in accordance with Article 87(a) of the Company's Articles of Association. Resolution 4(c) proposes the re-election of Brian Cole as a Director of the Company, a director appointed during the period in accordance with Article 90(b) of the Company's Articles of Association. The Board undertakes a formal annual evaluation of the performance of each of the Directors and is satisfied that each Director standing for re-appointment continues to make an effective and valuable contribution to the Board and demonstrates commitment to the role.

Resolution 5

The Board asks that Shareholders consider Resolution 5, which proposes that the Company re-appoint Grant Thornton as Auditors of the Company to hold office until the conclusion of the next AGM at which accounts are laid before the Company and to authorise the Directors to agree the remuneration of the Auditors. This resolution also seeks to authorise the Directors to fix the remuneration of the Auditors for the 2025 financial year, ending 31 December 2025.

Resolution 6

Approval of the Shareholders is requested by way of an ordinary resolution, to authorise the Directors to issue Ordinary Shares up to an aggregate nominal value equal to €4,500,000 (which, subsequent to implementation of the Capital Reorganisation, shall be €45,000). This authority shall expire at the close of business on the date of the next AGM of the Company unless previously renewed, varied or revoked by the Company.

Resolution 7

Approval of Shareholders is required by special resolution to authorise the Directors' authority to disapply the statutory pre-emption provisions relating to the issue of new shares for cash up to the aggregate nominal value of €4,500,000 (which, subsequent to implementation of the Capital Reorganisation, shall be €45,000). This authority shall expire at the close of business on the date of the next AGM of the Company unless previously renewed, varied or revoked by the Company.

5. Action to be taken by Shareholders

A form of proxy for use at the Annual General Meeting is enclosed. Whether or not you intend to be present at the Annual General Meeting, you are requested to complete, sign and return the form of proxy in accordance with the instructions thereon.

For Shareholders whose name appears on the register of members of the Company (i.e. those shareholders who hold their shares in book-entry form and who do not hold their interests in shares through the Euroclear system or as CREST Depositary Interests ("CDIs") through the CREST system), your proxy may be submitted by post, and returning it to the Company's Registrar Link Registrars Limited at P.O. Box 7117, Dublin 2, Ireland (if delivered by post) or at Link Registrars Limited, Suite 149, The Capel Building, Mary's Abbey, Dublin 7, D07 DP79, Ireland (if delivered by hand) so as to arrive no later than 12.00 noon on 23 September 2025. The return of the form of proxy will not prevent you from attending the Annual General Meeting and voting in person should you wish to do so.

Persons who hold their interests in ordinary shares as Belgian law rights through the Euroclear system or as CDIs should consult with their custodian, stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines for submitting proxy votes for the AGM through the respective systems. For voting services offered by custodians holding Irish corporate securities directly with Euroclear Bank SA/NV ("Euroclear Bank"), please contact your custodian.

To be effective, all proxy voting instructions (whether submitted directly or through the EB System or CREST) together with any power of attorney or other authority under which it is executed, or a notarially certified copy thereof, must be received by the Company's Registrars, no later than 12.00 noon. on 23 September 2025. However, persons holding through the EB System or CREST will also need to comply with any additional voting deadlines imposed by the respective service offerings. All relevant persons are recommended to consult with their stockbroker or other intermediary at the earliest opportunity.

6. Board Recommendations

The Directors consider the resolutions proposed at the AGM to be in the best interests of the Company and its Shareholders as a whole. Accordingly, the Directors unanimously recommend that Shareholders vote in favour of each of the resolutions set out in this AGM Notice, as they intend to do in respect of their beneficial holdings.

Yours sincerely

Ian Pearson

Chairman

NOTICE OF ANNUAL GENERAL MEETING EQTEC PUBLIC LIMITED COMPANY (the Company”)

NOTICE IS HEREBY GIVEN that the Annual General Meeting (AGM) of the Company will be held at the offices of Philip Lee LLP, Connaught House, One Burlington Road, Dublin 4, D04 C5Y6, Ireland at 12.00 noon on 25 September 2025 to consider and, if thought fit, pass the resolutions below.

Resolutions 1,2 and 7 will be proposed as special resolutions and resolutions 3 to 6 will be proposed as ordinary resolutions.

Capital Reorganisation

1. **THAT** each of the issued ordinary shares of €0.01 each in the capital of the Company be and is hereby subdivided into one ordinary share of €0.0001 each and one deferred D ordinary share of €0.0099 each (the “2025 Deferred Shares”), the 2025 Deferred Shares to have the rights and restrictions attaching thereto as set out in the Articles of Association of the Company as proposed to be adopted pursuant to Resolution 2 below; and **THAT** each of the unissued ordinary shares of €0.01 each in the capital of the Company be and is hereby subdivided into 100 ordinary shares of €0.0001 each.

Amendments to Memorandum and Articles of Association

2. **THAT** subject to and conditional upon the passing of Resolution 1 above, the draft Memorandum and Articles of Association produced to the meeting and initialled by the Chairman of the meeting for the purposes of identification be and are hereby approved and adopted as the Memorandum and Articles of Association of the Company in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association of the Company.

Financial Statements

3. Following a review of the Company’s affairs, to receive and consider the Directors’ Report and the Audited Accounts for the financial year ended 31 December 2024 together with the Auditors’ Report thereon.

Re-election of Directors

4. To re-elect the following Directors who retire by rotation and who are eligible for re-election in accordance with Article 87(a) of the Company’s Articles of Association:

- (a) Ian Pearson; and
- (b) Tom Quigley

To re-elect the following Director appointed during the period in accordance with Article 90(b) of the Company’s Articles of Association:

- (c) Brian Cole

Re-appointment of Auditors

5. To re-appoint Grant Thornton as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at which accounts are laid before the Company and to authorise the Directors to agree the remuneration of the Auditors

Authority to allot shares

6. **THAT** the Directors be and are hereby generally and unconditionally authorised pursuant to Section 1021 of the Companies Act 2014 to exercise all the powers of the Company to allot relevant securities (within the meaning of Section 1021 of the Companies Act 2014) up to an aggregate nominal amount of €4,500,000 (which, following the implementation of the Capital Reorganisation, shall be €45,000).

The authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company (unless previously renewed, varied or revoked by the Company in general meeting), provided that the Company may, before such expiry, make an offer or agreement 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 as if the power conferred by this resolution had not expired

Disapplication of Pre-emption rights

7. **THAT** the Directors of the Company are hereby empowered pursuant to section 1022 and section 1023(3) of the Companies Act 2014 to allot equity securities (within the meaning of said section 1023) for cash pursuant to the authority conferred by Resolution 3 above as if section 1022 (1) of the said Act did not apply to any such allotment up to an aggregate nominal amount of €4,500,000 (which, following the implementation of the Capital Reorganisation, shall be €45,000), provided that this power shall expire on the conclusion of the next annual general meeting of the Company unless and to the extent that such authority is renewed, revoked or extended prior to such date, save that the Company may before such expiry make an offer or arrangement which would or might require securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred by this resolution has not expired.

DATED THIS 29TH DAY OF AUGUST 2025

BY ORDER OF THE BOARD

CANCO NOMINEES LIMITED

COMPANY SECRETARY

REGISTERED OFFICE: BUILDING 1000, CITY GATE, MAHON, CORK.

REGISTERED IN CORK, IRELAND - NO. 462861



NOTES

ENTITLEMENT TO ATTEND AND VOTE

1. The Company, pursuant to Section 1087G of the Companies Act 2014, specifies that only those persons holding Ordinary Shares in the capital of the Company registered in the register of members of the Company at 7.00 p.m. on 21 September 2025 or if the AGM is adjourned, at 7.00 p.m. on the day that falls four days before the date appointed for the adjourned meeting (for the purpose of these notes only, "Shareholders") shall be entitled to attend, speak, ask questions and in respect of the number of Ordinary Shares registered in their name, vote (by proxy) at the meeting, or if relevant, any adjournment thereof. Changes in the register after that time and date will be disregarded in determining the right of any person to attend and/or vote at the meeting or any adjournment thereof.
2. A member entitled to attend, speak, ask questions and vote at the Annual General Meeting is entitled to appoint a proxy as an alternative to attend, speak, ask questions and vote instead of him/her. A proxy need not be a member of the Company. The deposit of an instrument of proxy will not preclude a member from attending the Annual General Meeting or at any adjournment thereof. Should you wish to appoint more than one proxy, please read carefully the explanatory notes accompanying the Form of Proxy. Holders of CREST Depository Interests ("CDIs") ("CDI Holders") and/or participants of the Euroclear Bank SA/NV ("Euroclear Bank") system (the "EB System") ("EB Participants") wishing to attend, speak or ask questions at the AGM must arrange to have themselves appointed as their own proxy as explained in notes 3 and 4 respectively below.
3. As a member, you can exercise your right to vote in the following ways:
 - (a) by appointing the Chairman or another person as a proxy to vote on your behalf;
 - (b) CDI Holders may (i) send electronic voting instructions to Euroclear Bank via Broadridge Financial Solutions Limited ("Broadridge"); or (ii) appoint a proxy via the Broadridge Global Proxy Voting service; or
 - (c) EB Participants may (i) send electronic voting instructions to Euroclear Bank; or (ii) send a proxy voting instruction to Euroclear Bank to appoint the Chairman or a third party (other than the Chairman of the meeting) to vote at the meeting.
4. Persons who hold their interests in the ordinary shares of the Company (the "Ordinary Shares") as Belgian law rights through the EB System or as CDIs should consult with their stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines for submitting proxies and voting instructions for the AGM through the respective systems.
5. All resolutions at the AGM will be put to a poll. Pursuant to Section 190(b) of the Companies Act 2014, where a poll is taken at the AGM, a Shareholder, present in person or by proxy, holding more than one share need not cast all his/her votes in the same way.
6. A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of the votes for and against a resolution.
7. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other registered 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.

APPOINTMENT OF PROXY

8. For Shareholders whose name appears on the register of members of the Company (being those who hold their shares in book-entry form), your proxy may be submitted by post, by completing the enclosed Form of Proxy and returning it to the Company's Registrar, MUFG CM, at P.O. Box 7117, Dublin 2, Ireland (if delivered by post) or at MUFG CM, Suite 149, The Capel Building, Mary's Abbey, Dublin 7, D07 DP79, Ireland (if delivered by hand).
9. Additionally, MUFG CM has launched a shareholder app: Vote+. It's free to download and use and gives Shareholders the ability to access their shareholding record at any time and allows users to submit a proxy appointment quickly and easily online rather than through the post. The app is available to download on both the Apple App Store and Google Play, or by scanning the relevant QR code below.

Apple App Store	GooglePlay
	

10. Persons who hold their interests in ordinary shares as Belgian law rights through the Euroclear system or as CDIs should see notes 11 to 15 below and consult with their custodian, stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines for submitting proxy votes for the AGM through the respective systems.
11. For voting services offered by custodians holding Irish corporate securities directly with Euroclear Bank SA/NV ("Euroclear Bank"), please contact your custodian.

FURTHER INFORMATION FOR EB PARTICIPANTS

12. Participants in the Euroclear system ("EB Participants") can submit proxy appointments (including voting instructions) electronically in the manner described in the document issued by Euroclear Bank entitled "Euroclear Bank as issuer CSD for Irish corporate securities – Service description." (as amended or replaced from time to time) and available on the Euroclear Bank website (www.euroclear.com) (the "Euroclear Bank Service Description").
13. EB Participants can send electronic voting instructions to instruct the sole registered shareholder of all Ordinary Shares held through the Euroclear system, Euroclear Nominees Limited ("Euroclear Nominees") on how to vote.
14. In following instructions from EB Participants, Euroclear Nominees will either vote itself or appoint the Chair as proxy, in respect of all or specific resolution(s) to:
 - (a) vote in favour;
 - (b) vote against;
 - (c) abstain; or
 - (d) give a discretionary vote to the Chair.
15. Euroclear Bank will, wherever practical, aim to have a voting instruction deadline of one (1) hour prior to the Company's proxy appointment deadline (being 48 hours before the relevant meeting).
16. Voting instructions cannot be changed or cancelled after Euroclear Bank's voting deadline. There is no facility to offer a letter of representation/appoint a corporate representative other than through the submission of third party proxy appointment instructions.

FURTHER INFORMATION FOR HOLDERS OF CDIs

17. Euroclear UK & International Limited ("EUI"), the operator of the CREST system has arranged for voting instructions relating to the CDIs held in CREST to be received via a third party service provider, Broadridge Financial Solutions Limited ("Broadridge"). CDI holders can complete and submit electronic voting instructions or proxy appointment instructions electronically through Broadridge.
18. If you hold CDIs and wish to submit electronic voting instructions or proxy appointment instructions you must use the Broadridge Global Proxy Voting service. To avail of the voting service, you will need to complete the Meetings and Voting Client Set-up Form (CRT408) prescribed by Broadridge. Completed application forms should be returned to EUI (signed by an authorised signatory with another relevant authorised signatory copied for verification purposes) to the following email address: eui.srd2@euroclear.com. Fully completed application forms will be shared by EUI with Broadridge. This will enable Broadridge to contact you and share further detailed information on the service offering and initiate the process for granting your access to the Broadridge platform.
19. Broadridge will set a voting deadline by which time electronic voting instructions or proxy appointment instructions must be received by it for use at the AGM. Broadridge's voting deadline will be earlier than Euroclear Bank's voting instruction deadline. Voting instructions cannot be changed or cancelled after Broadridge's voting deadline.

DEADLINES FOR RECEIPT BY THE COMPANY OF PROXY VOTING INSTRUCTIONS

19. To be effective, all proxy voting instructions (whether submitted directly or through the EB System or CREST) together with any power of attorney or other authority under which it is executed, or a notarial certified copy thereof, must be received by the Company's Registrars, MUFG CM, at P.O. Box 7117, Dublin 2, Ireland (if delivered by post) or to MUFG CM, Suite 149, The Capel Building, Mary's Abbey, Dublin 7, D07 DP79, Ireland (if delivered by hand during normal business hours) not less than 48 hours before the time appointed for the holding of the meeting (i.e. by 12.00 noon on 23 September 2025) or any adjournment thereof. However, persons holding through the EB System or CREST will also need to comply with any additional voting deadlines imposed by the respective service offerings. All relevant persons are recommended to consult with their stockbroker or other intermediary at the earliest opportunity.

EQTEC PLC
Annual General Meeting
Form of Proxy

Note: Please indicate with an 'X' in the boxes below how you wish your votes to be cast in respect of each of the resolutions detailed in the notice convening the Meeting. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

Resolutions to be voted on are set out in detail in the Notice of Annual General Meeting.

	For	Against	Withheld
1 That each of the issued ordinary shares of €0.01 each in the capital of the Company will be subdivided into and redesignated as one ordinary share of €0.0001 and one deferred D ordinary share of €0.0099 ("2025 Deferred Share"), the 2025 Deferred Shares having the rights attaching thereto set out in the new memorandum and articles of association referred to in Resolution 2 below and that each of the unissued ordinary shares at €0.01 each in the capital of the Company be and hereby sub-divided into 100 ordinary shares of €0.0001 each.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 That in order to give effect to Resolution 1 the draft memorandum and articles of association produced to the meeting and initialled by the Chairman of the meeting for the purposes of identification be adopted as the memorandum and articles of association of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To receive and consider the Directors' Report and the Audited Accounts for the year ended 31 December 2024 together with the Auditors' Report thereon.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4(a) To re-elect Mr. Ian Pearson, who retires by rotation in accordance with Article 87 (a) of the Company's Articles of Association.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(b) To re-elect Mr. Tom Quigley who retires by rotation in accordance with Article 87 (a) of the Company's Articles of Association.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
(c) To re-elect Mr. Brian Cole who was appointed during the period in accordance with Article 90(b) of the Company's Articles of Association.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To re-appoint Grant Thornton as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at which accounts are laid before the Company and to authorise the Directors to agree the remuneration of the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 That the Directors be authorised to exercise all powers of the Company to allot relevant securities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 That the Directors be empowered to disapply statutory pre-emption rights.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

for use by members of EQTEC plc at the Annual General Meeting to be held at the offices of Philip Lee LLP, Connaught House, One Burlington Road, Dublin 4, D04 C5Y6 Ireland at 12.00 noon on 25 September 2025.

I/we (Block Letters)

of
being a member/members of the above-named Company hereby irrevocably appoint the Chairman of the Annual General Meeting, with full power of substitution

or §

of
as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company convened for 25 September 2025 at 12:00 noon or at any adjournment thereof for the purposes of considering and, if thought fit, passing the Resolutions referred to in the Notice convening the Annual General Meeting and in respect of other resolutions that may arise at the Meeting. I/We direct that my/our vote(s) be cast on the Resolutions as indicated by an X in the appropriate box.

Signature _____ Date _____

§ If it is desired to appoint another person as a proxy these words should be deleted and the name and address of the proxy, who need not be a member of the Company, inserted.

* Unless otherwise directed, and in respect of any other resolution properly moved at the meeting, the proxy will vote, or may abstain from voting, as he/she thinks fit.

NOTES

- (1) Only holders of Ordinary Shares are entitled to attend and vote at the Annual General Meeting of the Company.
- (2) A holder of Ordinary Shares may appoint a proxy or proxies to attend, speak and vote on their behalf at the Annual General Meeting. A proxy so appointed need not be a member of the Company. The deposit of an instrument of proxy will not preclude a member from attending the Annual General Meeting or at any adjournment thereof.
- (3) To be effective, the Form of Proxy duly signed, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of authority, must be deposited at the offices of the Company's registrars, MUFG Corporate Markets (Ireland) Limited, P.O. Box 7117, Dublin 2, Ireland (if delivered by post) or to MUFG Corporate Markets (Ireland) Limited, Suite 149, The Capel Building, Mary's Abbey, Dublin 7, DO7 DP79, Ireland (if delivered by hand during normal business hours) not later than 48 hours before the commencement of the Annual General Meeting (i.e. by 12:00 noon on 23 September 2025).
- (4) If the Form of Proxy is given by a body corporate it must be given under its common seal or under the hand of an attorney or officer duly authorised.
- (5) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other registered holders and, for this purpose, seniority shall be determined by the order in which the names stand in the Register of Members in respect of the joint holding.
- (6) The appointment of a proxy does not preclude a shareholder from attending and voting at the Annual General Meeting of the Company or at any adjournment thereof.
- (7) Any alteration to the Form of Proxy should be initialled by the person who signs it.
- (8) Please indicate how you wish to vote by marking the appropriate box next to the listed resolution on the proxy form. You may direct your proxy to vote For, Against or to Withhold your vote. The Withheld option is provided to enable you to instruct your proxy not to vote on any particular resolution, however, a vote withheld in this way is not a 'vote' in law and will not be counted in the calculation of the proportion of votes 'For and Against' each resolution. If no specific directions as to voting are given by you marking a box on the proxy form, the proxy will vote or abstain from voting at his/her discretion.
- (9) Only those Shareholders registered in the register of members of the Company as at 7:00 p.m. (Dublin time) on 21 September 2025 (or if the AGM is adjourned, at 7.00 p.m. on the day that falls four days before the date appointed for the adjourned 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. Changes to entries in the register after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.
- (10) Persons who hold interests in the Company through the Euroclear Bank system or as CREST depository interests (CDIs) through the CREST system, wishing to appoint a proxy or submit voting instructions, should consult with their custodian, stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines of the respective systems.
- (11) Members who wish to clarify any requirements in respect to completion of a proxy or their shareholding should do so in writing to MUFG Corporate Markets (Ireland) Limited, P.O. Box 7117, Dublin 2, Ireland (if delivered by post) or to MUFG Corporate Markets (Ireland) Limited, Suite 149, The Capel Building, Mary's Abbey, Dublin 7, DO7 DP79, Ireland (if delivered by hand during normal business hours) or by phone on 01 553 0050 (+353 1 553 0050 if calling from outside Ireland). No other methods of communication will be accepted, in particular you may not use any electronic address provided in the Form of Proxy, or elsewhere in the Notice or in any related documents (including the Form of Proxy for use at the Annual General Meeting) for any purposes other than those expressly stated.
- (12) Additionally, MUFG Corporate Markets (Ireland) Limited has launched a shareholder app: Vote+. It's free to download and use and gives shareholders the ability to access their shareholding record at any time and allows users to submit a proxy appointment quickly and easily online rather than through the post. The app is available to download on both the Apple App Store and Google Play, or by scanning the relevant QR code below.



Apple App Store



Google Play