THIS DOCUMENT AND THE ENCLOSED PROXY FORM ARE IMPORTANT AND REQUIRE YOUR IMMEDIATE ATTENTION.

If you are in any doubt about the contents of this document and/or as to what action you should take, you are recommended to seek your own independent financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) who are specialists in advising in connection with shares and other securities if you are a resident of the United Kingdom or, if not, from another appropriately authorised independent adviser.

If you sell or have sold or otherwise transferred all of your holding of ordinary shares in the Company you should forward this document and the accompanying form of proxy 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 onward transmission to the purchaser or transferee. Such documents should not, however, be forwarded or transmitted in or to any jurisdiction in which such act would constitute a violation of the relevant laws in such jurisdiction. If you sell or have sold or otherwise transferred only part of your holding of ordinary shares in the Company, you should retain these documents and consult the stockbroker, bank or other agent through whom the sale or transfer was effected immediately.

QUADRISE PLC

(Registered in England and Wales with company number 05267512)

Directors:

Andrew Morrison *(Non-Executive Chairman)*
Peter Borup *(Chief Executive Officer)*
Jason Miles *(Chief Technology Officer)*
Laurie Mutch *(Non-Executive Director)*
Anthony Foster *(Non-Executive Director)*
Dilip Shah *(Non-Executive Director)*
Vicky Su Yin Lee *(Non-Executive Director)*

Registered office:

Eastcastle House
27/28 Eastcastle Street
London
W1W 8DH

28 October 2025

Dear Shareholder,

Notice of Annual General Meeting of Quadrise plc

I have pleasure in sending you a formal notice (the "**Notice of AGM**") convening the annual general meeting (the "**Annual General Meeting**" or "**AGM**") of Quadrise plc (company number 05267512) (the "**Company**"). The AGM will be held on Friday 28 November 2025 at 12.00 noon at Eventspace at Salisbury House, 114 London Wall, London, EC2M 5QD. The Notice of AGM is set out on pages 4 to 8 of this document.

Following the conclusion of the AGM, the Company will give an investor presentation that will also be available via the Investor Meet Company ('IMC') platform. Shareholders can sign up to the Investor Meet Company platform via https://www.investormeetcompany.com/quadrise-plc/register-investor. Investors who have already registered will be invited automatically. Questions can be submitted pre-event via email at ir@quadrise.com or via the IMC dashboard. At the conclusion of the investor presentation, the Company will invite questions from those attending in person and will also seek to answer as many of the pre-submitted questions as possible during a live Q&A session. Investor feedback can also be submitted directly to management post-event to ensure the Company can gather the views of its shareholder base.

Explanatory notes to the resolutions to be proposed at the AGM

An explanation of each of the resolutions contained in the Notice of AGM is set out below.

Resolutions 1 to 7 (inclusive) are proposed as ordinary resolutions. For each ordinary resolution to be passed, more than half of the votes cast must be in favour of the resolution. **Resolutions 8 and 9** are proposed as special resolutions. For a special resolution to be passed, at least three quarters of the votes cast must be in favour of the resolution.

Resolution 1: To receive the Company's Annual Report and Accounts for 2025

The Board asks that shareholders receive the Annual Report and Accounts of the Company for the year ended 30 June 2025 together with the auditors' report thereon.

Resolution 2: To approve the Directors' Remuneration Report

Resolution 2 is an advisory and non-binding resolution. The Board asks that shareholders approve the Directors' Remuneration Report, as set out in the Company's Annual Report and Accounts for the year ended 30 June 2025.

Resolutions 3 to 5: Retirement and re-appointment of directors

In accordance with the Company's Articles of Association (the "**Articles**"), one third of the Company's directors (the "**Directors**") shall retire (or, if their number is not three or divisible by three, the nearest number to, but not greater than one third) and, if they are eligible, offer themselves for re-appointment at the AGM of the Company. The Articles require that the Director who is to retire by rotation is Laurie Mutch who will offer himself for re-appointment at the AGM.

The Articles also require that where the Board has appointed a Director, that Director shall hold office only until the next following AGM and shall not be taken into account in determining the Directors who are to retire by rotation at the meeting and, if they are eligible, offer themselves for appointment at the AGM. Accordingly, having been appointed as a Non-Executive Director by the Board on 1 February 2025, Anthony Foster will offer himself for re-appointment under the Articles of Association. Additionally, Peter Borup will also offer himself for re-appointment having been appointed as Chief Executive Officer and a Director by the Board on 1 October 2025.

Full biographical details of the Directors are set out in the Company's website and annual report and accounts and include the reasons why the Board considers the contributions of the Director seeking re-appointment are, and continue to be, important to the Company's long-term sustainable success. The Board has also confirmed following an annual performance review that the Director standing for re-appointment continues to perform effectively and demonstrates commitment to their role.

Resolution 6: To approve the re-appointment of PKF Littlejohn LLP as auditors and authorise the Directors to determine their remuneration

The Directors propose that PKF Littlejohn LLP ("PKF") be re-appointed as auditors of the Company. PKF has indicated its willingness to continue to act as the Company's auditors. This resolution proposes that, following normal practice, the Directors be authorised to determine the auditors' remuneration.

Resolution 7: Authority to allot shares

Under the Companies Act 2006 (the "**Act**"), the Directors may allot shares and grant rights to subscribe for or convert any securities into shares if they are authorised to do so by shareholders in a general meeting. The authority being sought will permit the Directors to allot ordinary shares or grant rights to subscribe for or convert any securities into ordinary shares up to an aggregate nominal amount equal to £6,687,180.23. This amount represents approximately one third of the issued ordinary share capital of the Company as at the date of the Notice of AGM.

Resolutions 8 and 9: Partial dis-application of pre-emption rights

Resolution 8 will, if approved, provide the Directors with authority to allot equity securities (as defined in the Act) for cash and otherwise than to existing shareholders pro rata to their holdings. The proposed authority is limited to the allotment of (a) equity securities in connection with a rights issue and (b) equity securities up to an aggregate nominal amount of £2,006,154.06 representing approximately 10 per cent. of the Company's issued ordinary share capital as at the date of the Notice of AGM. Resolution 8 also follows the revised Statement of Principles on Disapplying Pre-Emption Rights issued by the Pre-Emption Group in November 2022 (the "2022 Statement of Principles") and provides that an additional follow-on offer, up to a nominal amount equal to 20 per cent. of any allotment made under Resolution 8 (b) (being equal to approximately 2 per cent. of the issued share capital of the Company), can be made to existing holders of securities not allocated shares under such allotment, as contemplated by paragraph 3 of Part 2B of the 2022 Statement of Principles. The Directors have no present intention to use this authority but consider that the proposed disapplication of pre-emption rights is desirable to give the Company the ability to issue a limited number of shares for cash to third parties, where to do so would be of benefit to the Company.

Resolution 9 will, if approved, provide the Directors with authority to allot equity securities (as defined in the Act) for cash and otherwise than to existing shareholders pro rata to their holdings if the proceeds are used for the financing (or refinancing) of an acquisition or other capital investment. This authority is limited to the allotment of equity securities up to an aggregate nominal amount of £1,003,077.03 representing approximately 5 per cent. of the Company's issued ordinary share capital as at the date of the Notice of AGM. The Directors have no present intention to use this authority but consider that the proposed disapplication of pre-emption rights is desirable to give the Company the ability to issue a limited number of shares for cash to third parties, where to do so would be of benefit to the Company.

Action to be taken by shareholders

You can register your vote(s) for the Annual General Meeting either:

- by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions (you can locate your user name and access code 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;
- in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in notes attached to this notice.

In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by 12.00 noon on Wednesday 26 November 2025.

Recommendation

The board considers that the resolutions to be proposed at the AGM are in the best interests of the Company and its shareholders as a whole. Accordingly, your directors unanimously recommend that shareholders vote in favour of all of the resolutions, as they intend so to do (other than in respect of their own appointment as directors) in respect of their own shareholdings.

Yours faithfully

Andrew Morrison
Non-Executive Chairman

QUADRISE PLC

(Registered in England and Wales with company number 05267512)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**AGM**") of Quadrise plc (the "**Company**") will be held on Friday 28 November 2025 at 12.00 noon at the Eventspace at Salisbury House, 114 London Wall, London, EC2M 5QD to consider and, if thought fit, to pass the following resolutions (the "**Resolutions**"), of which Resolutions 1 to 7 (inclusive) will be proposed as ordinary resolutions and Resolutions 8 and 9 (inclusive) will be proposed as special resolutions.

ORDINARY RESOLUTIONS

1. To receive the Annual Report and Accounts of the Company for the year ended 30 June 2025 and the report of the auditors thereon.

2. To approve the Directors' Remuneration Report, as set out in the Company's Annual Report and Accounts for the year ended 30 June 2025.

3. To re-appoint Laurie Mutch as a director of the Company, retiring in accordance with the Company's Articles of Association.

4. To re-appoint Anthony Foster as a director of the Company.

5. To re-appoint Peter Borup as a director of the Company.

6. To re-appoint PKF Littlejohn LLP as auditors of the Company to hold office from the conclusion of this AGM until the conclusion of the next AGM at which accounts are laid before the Company, and to authorise the directors to determine the auditors' remuneration.

7. That pursuant to Section 551 of the Companies Act 2006, the Directors be and are generally and unconditionally authorised to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or convert any security into shares in the Company up to an aggregate nominal amount of £6,687,180.23 being approximately one-third of the current issued share capital of the Company provided that this authority 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 15 months after the passing of this resolution (if earlier) except that the Directors may before the expiry of such period make an offer or agreement which would or might require shares to be allotted or rights granted after the expiry of such period and the Directors may allot shares or grant rights in pursuance of that offer or agreement as if this authority had not expired.

SPECIAL RESOLUTIONS

8. That, subject to the passing of resolution 7 above, the Directors be empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority conferred by resolution 7 above as if section 561 of the Act did not apply to such allotment, provided that this power shall be limited to the allotment of equity securities as follows:

   (a) the allotment of equity securities in connection with any offer by way of rights or an open offer of relevant equity securities in connection with any offer by way of rights or an open offer of relevant equity securities where the equity securities respectively attributed to the interests of all holders of relevant equity securities are proportionate (as nearly as may be) to the respective numbers of relevant equity securities held by them but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with equity securities which represent fractional entitlements or on account of either legal or practical problems arising in connection with the laws or requirements of any regulatory or other authority in any jurisdiction;

(b) otherwise than pursuant to paragraph (a) above, up to an aggregate nominal amount of £2,006,154.06 being approximately 10 per cent. of the current issued share capital of the Company; and

(c) otherwise than pursuant to paragraphs (a) and (b) above to the allotment of equity securities up to an aggregate nominal amount equal to 20 per cent. of any allotment of equity securities from time to time under paragraph (b) above (being equal to approximately 2 per cent. of the issued share capital of the Company), 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,

provided that the powers conferred by this resolution shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on a date which is either 15 months from the date of the passing of this resolution and the conclusion of the next Annual General Meeting of the Company (the "Section 571 Period") but so that the Company may at any time prior to the expiry of the Section 571 Period make an offer or agreement which would or might require equity securities to be allotted pursuant to these authorities after the expiry of the Section 571 Period and the Directors may allot equity securities in pursuance of such offer or agreement as if the authorities hereby conferred had not expired.

9. That, subject to the passing of resolution 7 above, the Directors be empowered pursuant to section 570 of the Act and in addition to any authority granted under resolution 8, to allot equity securities (within the meaning of Section 560 of the Act) for cash pursuant to the authority conferred by resolution 7 above as if Section 561 of the Act did not apply to such allotment, provided that this power shall be limited to the allotment of equity securities as follows:

(a) up to an aggregate nominal amount of £1,003,077.03 being approximately 5 per cent. of the current issued share capital of the Company; and

(b) used only for the purposes of financing (or refinancing, if the authority is to be used within six months after the original transaction) a transaction which Directors determine to be an acquisition or other capital investment and which is announced contemporaneously with the issue, or which has taken place in the preceding six-month period and is disclosed in the announcement of the issue,

provided that the powers conferred by this resolution shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on a date which is either 15 months from the date of the passing of this resolution and the conclusion of the next Annual General Meeting of the Company (the "Section 571 Period") but so that the Company may at any time prior to the expiry of the Section 571 Period make an offer or agreement which would or might require equity securities to be allotted pursuant to these authorities after the expiry of the Section 571 Period and the Directors may allot equity securities in pursuance of such offer or agreement as if the authorities hereby conferred had not expired.

BY ORDER OF THE BOARD

MSP Corporate Services Limited
Company Secretary
28 October 2025

Registered office:
Eastcastle House
27/28 Eastcastle Street
London
W1W 8DH

Notes:

1. Shareholders will only be entitled to attend and vote at the Annual General Meeting if they are registered as the holders of Ordinary Shares at 12.00 noon on Wednesday 26 November 2025. If the Annual General Meeting is adjourned, the time by which a person must be entered on the register of members of the Company in order to have the right to vote at the adjourned meeting is 48 hours (ignoring any part of a day that is not a working day) prior to the date and time fixed for the adjourned meeting. Changes to entries on the register of members of the Company later than the time and date falling 48 hours (ignoring any part of a day that is not a working day) prior to the meeting (or any adjournment thereof) will be disregarded in determining the rights of any person to vote at the meeting.

2. A shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend, vote and speak at the meeting provided each proxy is appointed to exercise rights attached to different shares. A proxy need not be a shareholder of the Company.

3. You can register your vote(s) for the Annual General Meeting either:

   – by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions (you can locate your user name and access code 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;

   – in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in notes 6 to 9 below.

   In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by 12.00 noon on Wednesday 26 November 2025.

4. Shareholders can:

   - appoint a proxy or proxies and give proxy instructions by voting online or returning the enclosed form of proxy by post (see note 5); or

   - if a CREST member, register their proxy appointment by utilising the CREST electronic proxy appointment service (see notes 6 to 9).

5. A form of proxy is enclosed for use by the shareholders of the Company. To be effective, it must be deposited with the Company's registrars, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX so as to be received no later than 48 hours (ignoring any part of a day that is not a working day) before the time appointed for holding the meeting. Completion of the proxy does not preclude a shareholder from subsequently attending and voting at the meeting if he or she so wishes. In the case of a shareholder which is a company, the form of proxy 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 form of proxy is signed (or a duly certified copy of such power or authority) must be included with the form of proxy.

6. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the Annual General Meeting and any adjournment(s) of it by using the procedures described in the CREST Manual (available via 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.

7. 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 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 the issuer's agent (ID:7RA36) no later than 12.00 noon on Wednesday 26 November 2025, or, in the event of an adjournment of the Annual General Meeting, 48 hours (ignoring any part of a day that is not a working day) 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 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.

8. CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear 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 his/her 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.

9. 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.

10. 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 Annual General Meeting.

11. The notes to the form of proxy explain how to direct your proxy how to vote on each resolution or withhold their vote.

12. To change your proxy instructions, simply submit a new proxy appointment using one of the methods set out above. Note that the cut-off time for receipt of proxy appointments also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. If the Company receives more than one appointment of a proxy in respect of any one share, the appointment received last revokes each earlier appointment and the Company's decision as to which appointment was received last is final.

13. In order to revoke a proxy appointment, 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 12.00 noon on Wednesday 26 November 2025, or 48 hours (ignoring any part of a day that is not a working day) before any adjourned meeting.

14. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

15. 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 provided that no more than one corporate representative exercises powers over the same share.

16. Any person to whom this Notice of Meeting is sent who is a person nominated under Section 146 of the Companies Act 2006 to enjoy information rights (a **Nominated Person**) may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the Annual General Meeting. If a Nominated Person has no such Proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights. The statement of the rights of shareholders in relation to the appointment of Proxies in paragraphs 2 and 3 above does not apply to Nominated Persons. The rights described in those paragraphs can only be exercised by shareholders of the Company.

17. Any shareholder attending a meeting of the Company has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the meeting, but no such answer need be given if:

    a. to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information;

    b. the answer has already been given on a website in the form of an answer to a question; or

    c. it is undesirable in the interests of the Company or the good order of the meeting that the questions be answered.

18. As at 27 October 2025 (being the last practicable date prior to the publication of this notice), the Company's issued share capital comprised 2,006,154,069 ordinary shares of one penny each. The Company does not hold any shares in treasury.

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