THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to what action you should take, you are recommended to seek your own financial advice from your stockbroker or other independent adviser authorised under the Financial Services and Markets Act 2000 if you are in the United Kingdom, or, if not, another appropriately independent professional adviser, without delay.

If you have recently sold or transferred all of your ordinary shares of £0.01 each ("Ordinary Shares") in More Acquisitions plc (the "Company"), please forward this document, together with the accompanying documents, as soon as possible either 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 the transferee. If you have sold or transferred only part of your holding of Ordinary Shares, you should retain this document, and consult the person through whom the sale or transfer was effect.

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

#### MORE ACQUISITIONS PLC

Incorporated in England and Wales under the Companies Act 2006 with registered number 13628889

## **NOTICE OF ANNUAL GENERAL MEETING**

This document should be read as a whole. Your attention is drawn to the Letter from the Chairman of the Company, which includes the recommendation of the Directors of the Company that you vote in favour of all of the resolutions to be proposed (the "Resolutions") at the Annual General Meeting of the Company (the "AGM").

The AGM is being convened to be held at the offices of Hill Dickinson LLP, 8<sup>th</sup> Floor, The Broadgate Tower, 20 Primrose Street, London, EC2A 2EW at 10:30 a.m. (BST) on Monday 10 July 2023, notice of which is set out at the end of this document (the "Notice of AGM").

A copy of this document is available on the website of the Company at <a href="http://www.moreacquisitions.co.uk/">http://www.moreacquisitions.co.uk/</a>. Shareholders of the Company ("Shareholders") are encouraged to complete and return the enclosed form of proxy (the "Form of Proxy") to Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX. Alternatively, they can register their vote(s) for the Annual General Meeting by logging on to www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the onscreen instructions (log-in details can be located on the top of the proxy form). CREST members can vote by utilising the CREST electronic proxy appointment service with the procedures set out in notes to the Notice. In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited as soon as possible, and in any event not later than 10:30 a.m. (BST) on 6 July 2023.

#### LETTER FROM THE CHAIRMAN OF MORE ACQUISITIONS PLC

Directors:	3rd Floor
Roderick Claude McIllree	80 Cheapside
Charles Edouard Goodfellow	London, EC2V 6EE

16 June 2023

## To Shareholders and, for information only, to Warrant Holders

# **Notice of Annual General Meeting**

Dear Shareholder.

#### Introduction

I am pleased to enclose the formal notice ("Notice") of the Annual General Meeting ('AGM') of the Company. The AGM will be held at the offices of Hill Dickinson LLP, 8<sup>th</sup> Floor, The Broadgate Tower, 20 Primrose Street, London, EC2A 2EW at 10:30 a.m. on Monday 10 July 2023.

Shareholders should read the contents of this document carefully and in conjunction with the annual report and financial statements of the Company for the period ended 31 October 2022 (including the Directors' and the auditor's reports thereon) (the "Annual Report & Financial Statements") enclosed with this document.

# Voting and asking questions

The Company will include all valid proxy votes (whether submitted electronically or in hard copy form) in its polls at the AGM and the Chairman of the meeting will call for a poll on each resolution. Shareholders are strongly encouraged to appoint the Chairman of the meeting as their proxy. The Company accordingly requests that shareholders submit their proxy votes in respect of the resolutions as set out in this Notice as early as possible, electronically or by post in advance, in accordance with the instructions set out in this Notice.

However, any shareholders who have questions they would like answered in advance of the meeting can send them to <a href="mailto:info@moreacquisitions.co.uk">info@moreacquisitions.co.uk</a> and they will be responded to promptly.

The resolutions are explained below and are set out in the Notice of Annual General Meeting at the end of this document.

## **Annual General Meeting**

### Ordinary business at the AGM

## Resolution 1: Auditors' reappointment and remuneration

This resolution relating to the auditors' re-appointment and remuneration constitutes usual business for the AGM.

### Resolution 2: Re-election of Director

The resolution will be proposed as an ordinary resolution, and seeks to re-elect as a Director, Charles Goodfellow, who offers himself for re-election as a Director of the Company.

## Resolution 3: Re-election of Director

The resolution will be proposed as an ordinary resolution, and seeks to re-elect as a Director, Roderick McIllree, who offers himself for re-election as a Director of the Company.

# Resolution 4: Annual report and financial statements

The resolution will be proposed as an ordinary resolution to receive and adopt the Company's audited annual report and financial statements for the period ended 31 October 2022 together with the reports of the Directors and auditors on those accounts.

## Special business at the AGM

## Resolution 5: Section 551 authority

This is an ordinary resolution authorising the Directors to allot shares in the Company, and grant rights up to an aggregate nominal amount representing 205% (representing the total number of outstanding warrants in issue) of the nominal value of the Company's entire issued share capital. The Company, whilst not having any plans currently in place to issue any such securities, will benefit from the flexibility of having preapproved authority should the right transaction become available. The company intends to make any future transaction subject to shareholder approval.

Such authority, unless previously revoked or varied by the Company in a General Meeting, will expire at the commencement of the Company's next Annual General Meeting or the date falling eighteen months from the date of the approval of this Resolution, whichever is the earlier.

## Resolution 6: Section 570 authority and dis-application of Section 561(1)

This is a special resolution authorising the Directors to issue equity securities (including warrant shares and option shares) wholly for cash on a non-pre-emptive basis pursuant to the authority conferred by resolution number 5 above. This will allow the Board to allot shares without recourse to the Company's shareholders so that it can move quickly from time to time as it deems appropriate. Such authority, unless previously revoked or varied by the Company in a General Meeting, will expire at the commencement of the next Annual General Meeting or the date falling eighteen months from the date of the approval of this Resolution, whichever is the earlier.

#### Action to be taken

A Form of Proxy for use at the Annual General Meeting accompanies this document and, to be valid, must be completed and returned by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX as soon as possible but in any event to be received not later than 10:30 a.m. (London Time) on 6 July 2023, being 48 hours (excluding non-business days) before any adjourned meeting.

Alternatively, you can register your vote(s) for the Annual General Meeting by logging on to <a href="https://www.shareregistrars.uk.com">www.shareregistrars.uk.com</a>, clicking on the "Proxy Vote" button and then following the onscreen instructions (you can locate your log-in details on the top of the proxy form).

CREST members can vote by utilising the CREST electronic proxy appointment service with the procedures set out in notes to the Notice.

# Form of Proxy

A Form of Proxy for use at the AGM is enclosed. Please complete and sign the Form of Proxy and return it to the Company's Registrars at the address set out above, so as to arrive no later than 48 hours (excluding non-business days) before the time fixed for the AGM (being 10:30 a.m. on 6 July 2023).

## **Board Recommendation**

The Board considers that each of the Resolutions to be proposed at the AGM are in the best interests of the Company and its shareholders as a whole and it unanimously recommends that shareholders vote in favour of each of them as the Board intend to do so in respect of the Ordinary Shares held by them.

Yours faithfully

Roderick McIllree Executive Director

## **MORE ACQUISITIONS PLC**

Incorporated in England and Wales as a public limited company under number 13628889

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting (the "AGM") of the members of More Acquisitions plc ("**the Company**") will be held at the offices of Hill Dickinson LLP, 8<sup>th</sup> Floor, The Broadgate Tower, 20 Primrose Street, London, EC2A 2EW at 10:30 a.m. on 10 July 2023.

The resolutions are set out below:

## Ordinary business at the AGM

To consider and, if thought fit, to pass the following resolutions which shall be proposed as ordinary resolutions:

- 1. To re-appoint Pointon Young Limited as auditors of the Company, to hold office until the commencement of the Company's next Annual General Meeting and to authorise the Directors to determine their remuneration.
- 2. To re-elect Charles Goodfellow who is offering himself up for re-election as a Director of the Company.
- 3. To re-elect Roderick McIllree who is offering himself up for re-election as a Director of the Company.
- 4. To receive and adopt the Company's audited annual report and financial statements for the period ended 31 October 2022 together with the reports of the Directors and auditors on those accounts.

#### Special business at the AGM

To consider and, if thought fit, to pass the following resolutions, of which resolution 5 will be proposed as an Ordinary Resolution and resolution 6 will be proposed as a Special Resolution:

5. THAT, the Directors be and are hereby generally and unconditionally authorised for the purposes of Section 551 of the Companies Act 2006 (the "Act") to exercise all the powers of the Company to allot equity securities (as defined in Section 560 of the Act) up to an aggregate nominal amount representing 205% (representing the total number of outstanding warrants in issue) of the nominal value of the Company's entire issued share capital to such persons and at such times and conditions as the Directors think proper, provided that such authority, unless previously revoked or varied by the Company in a General Meeting, shall expire at the commencement of the Annual General Meeting next held after the passing of this resolution or the date falling eighteen months from the date of the approval of this Resolution (whichever is the earlier to occur) save that the Company may pursuant to the authority make an offer or agreement or other arrangement before the expiry of the authority which would or might require relevant securities to be allotted after such expiry, and the Directors may allot relevant securities in pursuance of such an offer or agreement or other arrangement as if the power conferred hereby had not expired. This authority is in substitution for all previous authorities conferred upon the Directors pursuant to Section 551 of the Act, but without prejudice to the allotment of any relevant securities already made or to be made pursuant to such authorities.

- 6. THAT (subject to and conditional upon the passing of Resolution 5 above), the Directors of the Company be and are hereby empowered pursuant to Section 570 of the Act to allot equity securities (within the meaning of Section 560 of the Act) wholly for cash pursuant to the general authority conferred by Resolution 5 as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall:
  - i. be limited to the allotment of equity securities or otherwise and grant rights to subscribe for or to convert any security into shares of the Company up to a nominal amount representing 205% of the Company's entire issued share capital; and
  - ii. will expire when the authority conferred by Resolution 5 (above) shall expire, save that the Company may before such expiry make an offer or agreement which would or might require the equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuant of such an offer or agreement as if the power conferred hereby had not been revoked.

#### BY ORDER OF THE BOARD

Registered Office: 3rd Floor, 80 Cheapside, London, EC2V 6EE 16 June 2023

Roderick McIllree Executive Director

#### NOTES:

- 1. A member is entitled to attend, speak and vote at the AGM and is entitled to appoint a proxy to vote on his/her behalf. A proxy need not be a member of the Company.
- 2. You can register your vote(s) for the Annual General Meeting either:
  - by logging on to www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions (you can locate your log-in details 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 11-14 below.

In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by 10:30 a.m. on 6 July 2023.

- 3. Forms of Proxy, together with any power of attorney or other authority under which it is executed or a notarially certified copy thereof, must be completed and, to be valid, must reach the Company's Registrars at Share Registrars Limited, at 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX not less than 48 hours (excluding non-business days) before the time appointed for the holding of the meeting.
- 4. If the appointer is a corporation, the form of proxy must be under its common seal or under the hand of an officer or attorney duly authorised.

- 5. 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 vote of the other registered holder(s) and for this purpose seniority shall be determined by the order in which the names stand in the register of members.
- 6. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 (SI 2001/3755) Reg. 41(1) and (2) and paragraph 18 (c) The Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009, only those shareholders on the Register of Members at 48 hours (excluding non-business days) before the time appointed for the holding of the meeting shall be entitled to vote in respect of the number of shares registered in their names at that time.
- 7. If the meeting is adjourned by more than 48 hours, then to be so entitled, a shareholder must be entered on the Company's Register of Members at the time which is 48 hours (excluding non-business days) before the time appointed for holding the adjourned meeting or, if the Company gives notice of the adjourned meeting, at the time specified in that notice.
- 8. To appoint more than one proxy, you may photocopy the form of proxy. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which in aggregate shall not exceed the number of shares held by you). Please also indicate if the proxy is part of a multiple set of instructions being given. All forms must be signed and should be returned together in the same envelope. A failure to specify the number of shares each proxy appointment relates to or specifying a number in excess of those held by you, may result in the appointment being invalid. If you do not have a proxy form and believe that you should have one, or if you require additional forms, please contact the Company's registrar.
- 9. To change your proxy instructions simply submit a new Form of Proxy using the method set out above. Note that the cut-off time for receipt of Forms of Proxy (see above) also applies in relation to amended instructions; any amended Form of Proxy received after the relevant cut-off time will be disregarded. If you submit more than one valid Form of Proxy, the appointment received last before the latest time for the receipt of proxies will take precedence.
- 10. In order to revoke a Form of Proxy you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice. The revocation notice must be received by Share Registrars Limited no later than 10:30 a.m. on 6 July 2023, or 48 hours (excluding non-business days) before any adjourned AGM.
- 11. 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.
- 12. 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 10:30 a.m. on 6 July 2023, or, in the event of an adjournment of the Annual General Meeting, 48 hours (excluding non-business days) before the adjourned meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which 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.

- 13. 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.
- 14. 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.
- 15. As at the close of business on 15 June 2023, the Company's issued share capital comprised 125,000,100 ordinary shares of 1p each. Each ordinary share carries the right to one vote at a general meeting of the Company, and therefore the total number of voting rights in the Company as at the time and date given above is 125,000,100.