THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or as to the action you should take, you should seek your own financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other appropriate independent financial adviser authorised under the Financial Services and Markets Act 2000 (as amended) if you are in the United Kingdom, or, if not, another appropriately authorised independent financial adviser.

If you sell or transfer or have sold or otherwise transferred all of your Existing Ordinary Shares, please immediately forward this document, together with the accompanying Form of Proxy, to the purchaser or transferee or to the stockbroker, bank or other agent through whom or by whom the sale or transfer was effected, for delivery to the purchaser or transferee, except that such documentation should not be sent into any jurisdiction where to do so may constitute a violation of applicable securities laws or regulation. If you sell or transfer or have sold or otherwise transferred only part of your holding of Existing Ordinary Shares, please contact your stockbroker, bank or other agent through whom or by whom the sale or transfer was effected immediately.

The Placing Shares will only be made available where the offer is conditional on the admission of the Placing Shares to trading on AIM (in reliance on the exception in paragraph 6(a) of Schedule 1 of the Public Offers and Admissions to Trading Regulations 2024 (SI 2024/105) ("**POATR**")) or otherwise in circumstances not resulting in an offer of relevant securities to the public in the UK within the meaning of Regulation 12 of the POATR. This document does not constitute, and is not required to be, an MTF admission prospectus for the purposes of the FCA's Prospectus Rules: Admission to Trading on a Regulated Market sourcebook. In addition, it does not constitute, and is not required to be, an admission document for the purposes of the AIM Rules. Accordingly, this document has not been, and will not be, reviewed or approved by the FCA, the London Stock Exchange or any other authority or regulatory body.

The AIM market of the London Stock Exchange is designed primarily for emerging or smaller companies to which a higher investment risk tends to be attached than to larger or more established companies. AIM securities are not admitted to the Official List of the FCA of the United Kingdom. A prospective investor should be aware of the risks of investing in such companies and should make the decision to invest only after careful consideration and, if appropriate, consultation with an independent financial adviser. The AIM Rules are less demanding than those of the Official List of the FCA. Neither the London Stock Exchange nor the FCA has itself examined or approved the contents of this document. Prospective investors should read this document in its entirety.

Applications will be made to the London Stock Exchange for the Placing Shares to be admitted to trading on AIM. The Placing Shares will not be admitted to trading on any other investment exchange. On the assumption that the Resolutions are passed, it is expected that Admission will become effective, and dealings for normal settlement in the Placing Shares will commence, at 8.00 a.m. on 27 August 2026. The Placing Shares will, when issued, rank *pari passu* in all respects with the Existing Ordinary Shares.

Oxford BioDynamics PLC

(incorporated in England and Wales under the Companies Act 1985 with registered number 06227084)

Proposed Placing of 9,150,000,000 Placing Shares at £0.001 per share

Issue of Warrants

and

Notice of General Meeting

This document should be read as a whole. Your attention is drawn to the letter from the Non-Executive Chairman of the Company, which is set out on pages 12 to 20 of this document and contains the Directors' unanimous recommendation that you vote in favour of the Resolutions to be proposed at the General Meeting referred to below.

Notice of a General Meeting of the Company, to be held at 3140 Rowan Place, John Smith Drive, Oxford Business Park South, Oxford, OX4 2WB, UK on 26 August 2026 at 10 a.m., is set out at the end of this document. To be valid, the accompanying Form of Proxy for use in connection with the General Meeting should be completed, signed and returned as soon as possible and, in any event, so as to reach the Company's registrar, Neville Registrars Limited at Neville House, Steelpark Road, Halesowen, B62 8HD by no later than 10 a.m. on 24 August 2026. As an alternative to completing a hard copy Form of Proxy, Shareholders can register their vote electronically by using the link www.sharegateway.co.uk and completing the authentication requirements. Shareholders will need to use their personal proxy registration code that is printed on the Form of Proxy to validate submission of their proxy online. The same deadline of 10 a.m. on 24 August 2026 applies. Completion and return of Forms of Proxy will not preclude Shareholders from attending and voting at the General Meeting should they so wish.

The Directors, whose names appear on page 12 of this document, and the Company accept responsibility for the information contained in this document. To the best of the knowledge of the Directors and the Company, the information contained in this document is in accordance with the facts, and this document contains no omission likely to affect its import.

If you have any questions relating to the return of the Form of Proxy, please telephone the Company's registrar, Neville Registrars Limited, on 0121 585 1131. If you are outside the United Kingdom please call +44 121 585 1131. Calls originating outside the United Kingdom will be charged at the applicable international rate. The Registrar is open between 9.00 a.m. – 5.00 p.m. Monday to Friday, excluding public holidays in England and Wales. Calls may be recorded and randomly monitored for security and training purposes. The helpline cannot provide advice on the merits of the Resolutions nor give any financial, legal or tax advice. If you hold your Existing Ordinary Shares in uncertificated form (i.e., in CREST), you may appoint a proxy by completing and transmitting a CREST Proxy Instruction in accordance with the procedures set out in the CREST Manual so that it is received by the Registrar (under CREST ID: 7RA11) by no later than 10 a.m. on 24 August 2026. The time of receipt will be taken to be the time from which the Registrar is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

Singer Capital Markets Advisory LLP ("**SCMA**"), which is authorised and regulated in the United Kingdom by the FCA, is acting as nominated adviser to the Company for the purposes of the AIM Rules in connection with the matters described in this document and is not acting for any other person (including a recipient of this document) and will not be responsible to any other person for providing the protections afforded to customers of SCMA, or for advising any other person in connection with Admission. The responsibilities of SCMA, as nominated adviser, are owed solely to the London Stock Exchange and are not owed to the Company or the Directors or any other person. No representation or warranty, express or implied, is made by SCMA or any of its directors, officers, partners, employees, agents or advisers as to the contents of this document including its accuracy, completeness or verification, or for any other statement made or purported to be made by it or on its behalf, in connection with the Placing (without limiting the statutory rights of any person to whom this document is issued). SCMA has not approved the contents of, or any part of, this document for any purpose and no liability whatsoever is accepted by SCMA or any of its directors, officers, partners, employees, agents or advisers for the accuracy of any information or opinions contained in this document or for the omission of any material information for which it is not responsible.

Singer Capital Markets Securities Limited ("**SCMS**" and, together with SCMA, "**Singer**"), which is authorised and regulated in the United Kingdom by the FCA, is acting exclusively for the Company as joint bookrunner and joint broker in connection with the Placing and is not acting for any other person (including a recipient of this document) and will not be responsible to any other person for providing the protections afforded to customers of SCMS, or for advising any other person in connection with Admission. No representation or warranty, express or implied, is made by SCMS or any of its directors, officers, partners, employees, agents or advisers as to the contents of this document including its accuracy, completeness or verification, or for any other statement made or purported to be made by it or on its behalf, in connection with the Placing (without limiting the statutory rights of any person to whom this document is issued). SCMS has not approved the contents of, or any part of, this document for any purpose and no liability whatsoever is accepted by SCMS or any of its directors, officers, partners, employees, agents or advisers for the accuracy of any information or opinions contained in this document or for the omission of any material information for which it is not responsible.

OAK Securities (a trading name of Merlin Partners LLP) ("**OAK Securities**"), which is authorised and regulated in the United Kingdom by the FCA, is acting exclusively for the Company as joint bookrunner and joint broker in connection with the Placing and is not acting for any other person (including a recipient of this document) and will not be responsible to any other person for providing the protections afforded to customers of OAK Securities, or for advising any other person in connection with Admission. No representation or warranty, express or implied, is made by OAK Securities or any of its directors, officers, partners, employees, agents or advisers as to the contents of this document including its accuracy, completeness or verification, or for any other statement made or purported to be made by it or on its behalf, in connection with the Placing (without limiting the statutory rights of any person to whom this document is issued). OAK Securities has not approved the contents of, or any part of, this document for any purpose and no liability whatsoever is accepted by OAK Securities or any of its directors, officers, partners, employees, agents or advisers for the accuracy of any information or opinions contained in this document or for the omission of any material information for which it is not responsible.

This document does not constitute or form part of an offer or instruction to purchase, subscribe for or sell any shares or other securities in the Company nor shall it or any part of it or the fact of its distribution form the basis of, or be relied on in connection with any such contract. The distribution of this document in jurisdictions other than the United Kingdom may be restricted by law, and, therefore, persons into whose possession this document and/or the accompanying Form of Proxy comes should inform themselves about and observe such restrictions. Any failure to comply with such restrictions may constitute a violation of the securities laws of any such jurisdiction.

Copies of this document will be available free of charge during normal business hours on any weekday (except Saturdays, Sundays and public holidays) from the Company's registered office from the date of this document to the date of the General Meeting. A copy of this document is available on the Company's website at www.oxfordbiodynamics.com.

IMPORTANT NOTICE

Cautionary note regarding forward-looking statements

This document includes statements that are, or may be deemed to be, "forward-looking statements". These forward-looking statements can be identified by the use of forward-looking terminology, including the terms "targets", "aims", "believes", "shall", "estimates", "plans", "projects", "anticipates", "expects", "intends", "may", "will", "would", "could" or "should" or, in each case, their negative or other variations or comparable terminology. These forward-looking statements include matters that are not historical facts. They appear in a number of places throughout this document and include statements regarding the Directors' current intentions, beliefs or expectations concerning, amongst other things, the Group's results of operations, financial condition, liquidity, prospects, growth, strategies and the Group's markets.

By their nature, forward-looking statements involve risk and uncertainty because they relate to future events and circumstances. Actual results and developments could and do differ materially from those expressed or implied by the forward-looking statements. Forward-looking statements are not guarantees of future performance and have not been reviewed by the auditors of the Company.

Any forward-looking statements in this document are based on certain factors and assumptions, including the Directors' current view with respect to future events, and are subject to risks relating to future events and other risks, uncertainties and assumptions relating to the Group's operations, results of operations, growth strategy and liquidity. Whilst the Directors consider these assumptions to be reasonable based upon information available at the date of this document, they may prove to be incorrect and the posting or receipt of this document shall not give rise to any implication that there have been no changes in the facts set forth herein since such date. Readers should not place undue reliance on such forward-looking statements, and save as required by law or by the AIM Rules or by the UK Market Abuse Regulation, the Company undertakes no obligation to release publicly the results of any revisions to any forward-looking statements in this document that may occur due to any change in the Directors' expectations or to reflect events or circumstances after the date of this document. All subsequent oral or written forward-looking statements attributed to the Company or any persons acting on its behalf are expressly qualified in their entirety by the cautionary statement above.

Notice to overseas persons

This document is for information purposes only. The Placing Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "**Securities Act**"), or with any securities regulatory authority of any state or other jurisdiction of the United States, and the Placing Shares may not be offered, sold, resold, pledged, distributed, transferred or delivered, directly or indirectly, in or into the United States except in transactions exempt from, or not subject to, the registration requirements of the Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the United States. The Placing Shares are being offered and sold solely outside the United States in "offshore transactions" as defined in, and pursuant to, Regulation S under the Securities Act. This document does not constitute an offer to issue or sell, or the solicitation of an offer to subscribe for or purchase, any Placing Shares to any person with a registered address, or who is resident or located in, the United States. There will be no public offer of the Placing Shares in the United States.

The distribution of this document and/or the Form of Proxy in certain jurisdictions may be restricted by law and therefore persons into whose possession these documents come should inform themselves about and observe any such restrictions. This document and the Form of Proxy may not be forwarded or distributed to any other person and may not be reproduced in any manner whatsoever. Any forwarding, distribution of reproduction of this document and the Form of Proxy in whole or in part is unauthorised. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

Basis on which information is presented

In this document, references to "**£**" are to the lawful currency of the United Kingdom.

In this document, references to "**$**" are to the lawful currency of the United States of America.

References to defined terms

Certain terms used in this document are defined and explained in the section of this document headed '*Definitions*'.

All times referred to in this document are, unless otherwise stated, references to London time.

Website

In accordance with the AIM Rules, this document will be available on the Company's website (www.oxfordbiodynamics.com) from the date of this document, free of charge.

CONTENTS

DEFINITIONS

The following definitions apply throughout this document (unless the context otherwise requires):

"2026 AGM"	the annual general meeting of the Company held on 26 January 2026;
"Act"	the Companies Act 2006 (as amended from time to time);
"Admission"	admission of the Placing Shares to trading on AIM becoming effective in accordance with Rule 6 of the AIM Rules;
"AIM"	AIM, the market of that name operated by the London Stock Exchange;
"AIM Rules"	the 'AIM Rules for Companies' published by the London Stock Exchange (as amended from time to time);
"CIRT"	the Company's EpiSwitch® Checkpoint Inhibitor Response Test;
"Company" or **"Oxford BioDynamics"**	Oxford BioDynamics PLC, a company incorporated and registered in England and Wales with registered number 06227084;
"CREST"	the relevant system (as defined in the CREST Regulations) in respect of which Euroclear is the operator (as defined in those regulations), which facilitates the transfer of title to shares in uncertificated form;
"CREST Manual"	the CREST reference manual as published by Euroclear;
"CREST Member"	a person who has been admitted to Euroclear as a system-member (as defined in the CREST Regulations);
"CREST Regulations"	the Uncertificated Securities Regulations 2001 (S.I. 2001 No. 3755) (as amended from time to time);
"CREST sponsor"	a CREST participant admitted to CREST as a CREST sponsor;
"CREST sponsored member"	a CREST Member admitted to CREST as a sponsored member;
"Directors" or **"Board"**	the directors of the Company whose names are set out on page 12 of this document or any duly authorised committee thereof;
"EIS"	the Enterprise Investment Scheme under part 5 of the Income Tax Act 2007 (as amended);
"EIS Relief"	the relief claimed by any holder of the Placing Shares under Part 5 of the ITA 2007 or exemptions or reliefs available under sections 150A, 150C and Schedule 5B of the Taxation of Chargeable Gains Act 1992;
"Enlarged Ordinary Share Capital"	the 13,440,910,967 Ordinary Shares in issue immediately following Admission, including the Placing Shares;
"Euroclear"	Euroclear UK & International Limited, the operator of CREST;

"Existing Ordinary Shares"	the 4,290,910,967 Ordinary Shares in issue at the date of this document;
"FCA"	the UK Financial Conduct Authority;
"Form of Proxy"	the form of proxy accompanying this document for use by Shareholders in connection with the General Meeting;
"General Meeting"	the general meeting of the Company to be held at 10 a.m. on 26 August 2026 or any adjournment or postponement thereof;
"Group"	the Company and its subsidiaries (as defined in the Act) as at the date of this document;
"HMRC"	His Majesty's Revenue and Customs;
"ISIN"	International Securities Identification Number;
"Issue Price"	£0.001;
"ITA 2007"	the Income Tax Act 2007;
"Joint Brokers"	SCMS and OAK Securities;
"London Stock Exchange"	London Stock Exchange plc;
"Notice of General Meeting"	the notice convening the General Meeting, which is set out at the end of this document;
"OAK Securities"	OAK Securities, a trading name of Merlin Partners LLP, the Company's joint broker and joint bookrunner;
"Official List"	the Official List of the FCA;
"Ordinary Shares"	the Company's ordinary shares of £0.001 each (and each an "**Ordinary Share**");
"Overseas Shareholders"	Shareholders who have a registered address in or who are located and/or resident in or are citizens of, in each case, a country other than the United Kingdom;
"Placee"	any person who has agreed to subscribe for Placing Shares pursuant to the Placing;
"Placing"	the conditional placing of the Placing Shares to Placees;
"Placing Agreement"	the agreement dated on or about 10 August 2026 between: (i) SCMA; (ii) SCMS; (iii) OAK Securities; and (iv) the Company, relating to the Placing, further details of which are set out in this document;
"Placing Shares"	the 9,150,000,000 Ordinary Shares to be issued pursuant to the Placing;
"PSE"	EpiSwitch® Prostate Cancer Detection test;
"Registrar"	Neville Registrars Limited;
"Resolutions"	the resolutions set out in the Notice of General Meeting;
"RNS"	a regulatory information service operated by the London Stock Exchange as defined in the AIM Rules;
"SCMA"	Singer Capital Markets Advisory LLP, the Company's nominated adviser for the purposes of the AIM Rules;

“SCMS”	Singer Capital Markets Securities Limited, the Company’s joint broker and joint bookrunner;
“Securities Act”	the United States Securities Act of 1933, as amended;
“Shareholders”	holders of the Existing Ordinary Shares from time to time;
“Singer”	SCMA and SCMS;
“UK”	the United Kingdom of Great Britain and Northern Ireland;
“UK Market Abuse Regulation”	the Market Abuse Regulation (Regulation 596/2014) (as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended);
“uncertificated form”	ordinary shares recorded on the share register as being held in uncertificated form in CREST and title to which, by virtue of the CREST Regulations, may be transferred within the CREST settlement system;
“US”	the United States of America, its territories, possessions and all areas subject to its jurisdiction;
“VCT”	a venture capital trust within the meaning of Part 6 of the ITA 2007;
“Vulpes Investment Management”	Vulpes Investment Management Pte. Ltd;
“Warrant Instrument”	the conditional instrument constituting the Warrants to be executed prior to Admission; and
“Warrants”	260,850,000 unlisted warrants (in aggregate) to be issued to OAK Securities and SCMS, granting them rights to subscribe for new Ordinary Shares (on the basis of one new Ordinary Share for each Warrant), conditional on the passing of the Resolutions and completion of the Placing and exercisable at the price of £0.002 per new Ordinary Share, in accordance with the terms of the Warrant Instrument.

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this document	10 August 2026
Latest time and date for receipt of Forms of Proxy	10 a.m. on 24 August 2026
General Meeting	10 a.m. on 26 August 2026
Announcement of results of General Meeting	26 August 2026
Admission and commencement of dealings in the Placing Shares on AIM	8.00 a.m. on 27 August 2026
Crediting of the Placing Shares in uncertificated form to CREST accounts	as soon as possible after 8.00 a.m. on 27 August 2026
Despatch of share certificates in respect of the Placing Shares	within 10 business days of Admission

Notes:

1. All references to times in this document are to London time.
2. The dates and times set out in the above timetable and in the rest of this document are indicative and are subject to change. If any such dates and times should change, the revised times and/or dates will be notified by announcement via RNS.
3. All events in the above timetable scheduled to take place after the General Meeting are conditional on the approval by the Shareholders of the Resolutions.

KEY STATISTICS

Number of Existing Ordinary Shares in issue at the date of this document	4,290,910,967
Issue Price	£0.001

PLACING STATISTICS

Number of Placing Shares to be issued under the Placing	9,150,000,000
Gross proceeds of the Placing receivable by the Company	£9,150,000
Enlarged Ordinary Share Capital	13,440,910,967
Percentage of the Enlarged Ordinary Share Capital represented by the Placing Shares	c.68.08%
ISIN for the Ordinary Shares	GB00BD5H8572

WARRANTS

Number of Warrants to be issued	260,850,000

LETTER FROM THE NON-EXECUTIVE CHAIRMAN

Oxford BioDynamics PLC

(incorporated in England and Wales under the Companies Act 1985 with registered number 06227084)

Directors:		*Registered office:*
Iain Ross	*Non-Executive Chairman*	3140 Rowan Place
Paul Stockdale	*Chief Financial Officer*	John Smith Drive
Dr Alexandre Akoulitchev	*Chief Scientific Officer*	Oxford Business Park South
Martin Diggle	*Non-executive Director*	Oxford
Dr David Holbrook	*Non-executive Director*	OX4 2WB
Peter Presland	*Non-executive Director*	United Kingdom

10 August 2026

Dear Shareholders,

Proposed Placing of 9,150,000,000 Placing Shares at £0.001 per share

Issue of Warrants

and

Notice of General Meeting

1. Introduction

The Company today announced that it proposes to raise gross proceeds of £9.15 million (before fees and expenses) through a placing of 9,150,000,000 Placing Shares at the Issue Price. The Placing is conditional, among other things, on the passing of the Resolutions to be proposed at the General Meeting.

The Issue Price represents a discount of 9.1% to the closing mid-market price on 7 August 2026 of £0.0011 per Existing Ordinary Share, being the last practicable date prior to the announcement of the Placing.

Further details of the terms of the Placing are set out below under the headings '*5. Details of the Placing*' and '*6. Use of Proceeds*'.

The Placing is conditional upon, amongst other things, the approval by Shareholders of Resolutions to be proposed at the General Meeting. The Placing has not been underwritten. The Resolutions must be passed by Shareholders at the General Meeting in order for the Placing to proceed.

The main purpose of this document is to set out the reasons for, and details of, the Placing, to explain why the Directors consider that the Placing is in the best interests of the Company and its Shareholders as a whole and to unanimously recommend that you vote in favour of the Resolutions to be proposed at the General Meeting, notice of which is set out at the end of this document.

2. Background to and reasons for the Placing

In November 2025, the Company completed a fundraising of £7 million (before fees and expenses) at an issue price of £0.003 per Ordinary Share. The stated purpose of that fundraising was to support the Company's working capital as sales revenues increased, alongside the anticipated completion of a non-dilutive transaction in the form of a distribution, out-licensing or partnership agreement relating to one or more of the Company's tests.

Since November 2025, the Company has continued to grow direct sales of the EpiSwitch® Prostate Cancer Detection ("PSE") test, with monthly orders and cumulative test volumes both increasing as further US clinics and healthcare groups have been onboarded. However, a transaction securing significant non-dilutive funding has not yet been completed.

On 30 June 2026, the Company announced the appointment of Richard Compton as Chief Executive Officer. Richard Compton has 25 years of commercial leadership experience across research, pharma, genetics, clinical and government-funded genomics programmes, and has previously built and scaled commercial organisations within two of the world's leading genomics companies.

Prior to joining the Company, Richard Compton joined Illumina in 2013, latterly as VP & GM EMEA, where he was involved in building the regional EMEA business from approximately $285 million to approximately $600 million over three and a half years, including leading the negotiation of the Genomics England 100,000 Genomes Project agreement, reported at a value of approximately $131 million, and a programme supporting deCODE's sequencing of over 60,000 of the Icelandic population. He subsequently joined Oxford Nanopore Technologies as an early, foundational commercial hire, as SVP Sales & Commercial Operations, where commercial revenues grew from approximately £4 million to more than £200 million, including a $68 million, three-year Emirati Genome Programme contract.

Following his appointment as Chief Executive Officer of the Company, Richard Compton has led a refresh of the Company's commercial strategy, moving the business from a focus predominantly on growing test sales towards a broader set of partnership-led revenue routes built around the Company's EpiSwitch® platform, its 3D genomic knowledgebase and its proprietary AI-driven analysis tool, EpiSwitch® Orion. The refreshed strategy identifies four principal routes to revenue growth:

- Platform services: subscription, project and enterprise-level access to the Company's platform and knowledgebase for researchers in pharma, biotech, academic and clinical settings, and for partners with existing sequencing datasets or biobanks, delivered via the Company's Google Cloud collaboration.
- National healthcare and sovereign programmes: bespoke, population-specific builds of the platform for state and sovereign healthcare initiatives, addressing the gap left by genomic databases weighted towards European-descent populations.
- Pharma programmes: bespoke platform deployments inside a partner's own environment, producing validated biomarkers and tests that the partner owns, without the partner's underlying data leaving its control.
- Diagnostic partnerships: out-licensing, distribution or co-development agreements for the Company's on-market tests (EpiSwitch® PSE and EpiSwitch® CiRT) and pipeline assets (including EpiSwitch® NST, EpiSwitch® SCB, EpiSwitch® for ALS and the recently announced ME/CFS diagnostic test), building on continued growth in direct PSE sales and ongoing clinical evidence generation for CiRT.

The Directors believe that the combination of continued growth in PSE test sales, the refreshed commercial strategy under Richard Compton's leadership, and a broader and more clearly structured set of partnership opportunities across the platform and test portfolio, presents the Company with a significantly improved prospect of building sustainable, partnership-led revenue. Realising this opportunity will, however, take time: the routes to revenue set out above depend on the completion of commercial discussions that are, in many cases, still at an early stage, and the Directors can give no assurance as to whether or when any of them will be concluded on the terms currently anticipated, or at all.

In the meantime, the Company requires immediate additional funding in order to continue its operations. Notwithstanding the progress made across the business, no non-dilutive transaction has yet been secured, and, in the absence of the Placing the Company's existing cash resources are expected to be exhausted by early September 2026. If the Resolutions were not to be passed (or the Placing were not to complete for any reason), the Company would be required urgently to seek alternative funding arrangements in order to continue to operate or, if these were not forthcoming, to seek a sale of the business or its orderly wind-up. Shareholders are therefore urged to vote in favour of the Resolutions, which the Directors consider to be in the best interests of Shareholders and the Company as a whole.

3. Information on Oxford BioDynamics PLC

3.1 *Introduction*

The Company is an international biotechnology company, advancing personalised healthcare through precision clinical diagnostic tests and EpiSwitch® Orion, a cloud-based 3D genomics platform that transforms existing datasets into actionable insights for pharma and biotech partners. The Company is headquartered in Oxford, UK, where it operates its main research laboratory and product development facility together with a clinical laboratory compliant with the requirements of ISO 15189:2012 (Medical Laboratories). In the US, the Company operates a commercial team and a CLIA-registered clinical laboratory in Frederick, Maryland, and it maintains a reference laboratory in Penang, Malaysia. The Company's Ordinary Shares are admitted to trading on AIM.

Founded in 2007 as a spin-out from the University of Oxford, the Company has invested more than £80 million and almost two decades of scientific development into its proprietary technology platform, EpiSwitch®, which maps the three-dimensional architecture of the genome. This 3D regulatory layer, largely inaccessible to conventional 2D sequencing, governs how genes are switched on and off, and underpins the Company's diagnostic tests and its broader platform business.

The Company's technology is supported by a broad and continuously replenished intellectual property estate, comprising more than 150 granted patents across 23 patent families, together with extensive proprietary trade secrets covering its algorithms and laboratory chemistry. The Company has built a 3D genomic knowledgebase spanning more than 40 diseases, containing over 1.5 billion datapoints derived from more than 18,000 patient samples. The Company's recently launched proprietary AI predictive platform, EpiSwitch® Orion, makes the Company's knowledgebase and analytical tools available to researchers and partners, allowing them to generate insights into 3D regulatory biology from existing datasets.

The Company's two commercial reimbursed clinical products are EpiSwitch® PSE (Prostate Cancer Detection Test) and EpiSwitch® CiRT (Checkpoint Inhibitor Response Test). PSE, launched in the US and UK in September 2023, is a blood test shown in a peer-reviewed study to boost the predictive accuracy of a raised PSA result to 94%, and sits ahead of biopsy in guiding which patients should proceed to MRI and biopsy. CiRT, launched in the US as a laboratory-developed test in February 2022, is a host-immune conformation signature with 93% sensitivity and 82% specificity across more than fifteen tumour types, used to predict whether a patient is likely to respond to checkpoint inhibitor treatment; its lead indication is unresectable liver cancer, and it is reimbursed by a number of US insurers as well as by Bupa in the UK.

The Company also has a pipeline of tests at earlier stages of development and validation, including EpiSwitch® NST (colorectal cancer and precancerous polyps), EpiSwitch® SCB (canine multi-cancer, for the animal health market), an EpiSwitch® test for Myalgic Encephalomyelitis/Chronic Fatigue Syndrome, and an early-detection test for breast cancer, together with a progression stratification assay in amyotrophic lateral sclerosis ("ALS"). Each of these pipeline assets is a candidate for grant-funded, foundation-funded or partner-funded validation ahead of out-licensing, co-development or distribution.

Since inception, the Company has participated in more than 40 collaborations with pharmaceutical and academic partners, including Pfizer, EMD Serono, Genentech, Roche, Biogen, Mayo Clinic, Massachusetts General Hospital and Mitsubishi Tanabe Pharma America, and has been awarded funding through the US Foundation for the National Institutes of Health's Partnership for Accelerating Cancer Therapies programme and the EU-funded HIPPOCRATES consortium in psoriatic arthritis.

3.2 *Current trading and prospects*

Under the leadership of Richard Compton, the Company's near-term commercial focus is on closing what the Board believes is a significant gap between the scientific credibility of the platform and awareness of its commercial relevance among potential customers and partners. The Company estimates a serviceable addressable market of approximately 15,000 genomics Principal Investigators across pharma, biotech, academic and clinical settings who already hold whole genome, blood sample or grant resources capable of being deployed on the platform, within a broader annual global spend on sequencing, proteomics and biobanking of in excess of $100 billion.

In July 2026, the Company announced the first commercial agreement for the use of its EpiSwitch Orion® cloud-based 3D genomics discovery platform, which transforms standard genome sequencing data – including legacy whole genome datasets – into 3D regulatory intelligence.

Direct sales of the EpiSwitch® PSE test have continued to grow, with monthly orders reaching 400 tests for the first time in June 2026. The Company's near-term priorities for PSE are to secure a US distribution, licensing or commercial partnership building on the existing test, and to initiate a pilot study within the UK NHS, focused on distinguishing aggressive from indolent prostate cancer, in each case alongside continued organic sales growth.

For CiRT, the Company's priority is to establish a partner-funded evidence programme to support wider clinical adoption, reimbursement and licensing, including a proposed pilot study within the UK NHS on the use of the test in monitoring response to treatment through programmes such as the NHS MANIFEST research initiative.

For the Company's pipeline assets, the near-term priority is to complete a blinded colorectal cancer study currently being conducted with a multinational healthcare partner and to use its results to determine the preferred licensing and development route for EpiSwitch® NST, alongside continued grant-funded and partner-funded validation work on the Company's other pipeline tests.

The Directors believe that the combination of continued PSE sales growth, a clearer and better resourced platform commercialisation strategy, and active partnership discussions across the test portfolio, represents a materially improved set of prospects for the Company. Shareholders should, however, note that these are early-stage commercial discussions and pilot programmes; none of the partnership, licensing or platform revenue opportunities described above has yet been contracted, and there is no guarantee that they will be concluded on the terms, or within the timescales, currently anticipated.

In the course of preparing financial forecasts to support the Placing, the board has become aware that the Company's net assets immediately before the publication of this document are less than half of the nominal value of its called-up share capital, which is deemed to be a "serious loss of capital" within the meaning of section 656 of the Act. Further information is set out under the heading '*9. Section 656 of the Act – Serious Loss of Capital*' below.

4. Working capital

The Directors are of the opinion, having made due and careful enquiry, that, taking into account the net proceeds of the Placing and the revenue and other operating income that the Company expects to generate over the relevant period through platform services, test sales and potential partnerships, collaborations, licensing or platform deals, the working capital available to the Company is sufficient for its requirements for the next twelve months.

Shareholders should note that this working capital statement is based on the current cost base of the business and on the Directors' expectations as to the timing and scale of future revenues, including from transactions that have not yet been agreed. If anticipated revenues or partnership proceeds are delayed or do not materialise, the Company may need to raise further funding, or to reduce costs further, within this period.

5. Details of the Placing

5.1 ***Placing***

The Company has conditionally placed with institutional and other investors 9,150,000,000 Placing Shares in aggregate at the Issue Price, pursuant to placing letters entered into with Placees to raise gross proceeds of £9.15 million (before commissions and expenses). The Placing Shares, when issued, will represent approximately 68.08% of the Enlarged Ordinary Share Capital immediately following Admission.

The Board believes that raising equity finance using the flexibility provided by a non-pre-emptive placing is the most appropriate and optimal structure for the Company at this time. This allows certain existing institutional holders and new institutional and other investors the opportunity to participate in the Placing.

The Placing (which is not being underwritten) is conditional, amongst other things, upon: (a) the Resolutions set out in the Notice of General Meeting being approved by Shareholders; (b) the Placing Agreement not having been terminated prior to Admission; and (c) Admission becoming effective on or before 8.00 a.m. on 27 August 2026 or such later date as the Company and the Joint Brokers may agree (being no later than 8.00 a.m. on 25 September 2026). The Placing Shares are not subject to clawback.

The Company has been advised that the Placing Shares will rank as a qualifying holding for the purposes of investment by VCTs. However, no assurance has been obtained from HMRC or any other person that a subscription for Placing Shares is a 'qualifying holding' for the purpose of investment by VCTs.

The Company has been advised that the Placing Shares will constitute 'eligible shares' and that the Company will be regarded as a 'qualifying company' for the purposes of the EIS rules. However, no assurance has been obtained from HMRC or any other person that a subscription for the Placing Shares will meet the requirements for EIS Relief.

None of the Directors nor the Company give any representation, warranty or undertaking that any VCT investment in the Company is a qualifying holding, or that a subscription for the Placing Shares will meet the requirements for EIS Relief, or that VCT or EIS qualifying status or eligibility will not be withdrawn, nor do they warrant or undertake that the Company will conduct its activities in a way that qualifies for or preserves its status or the status of any investment in Ordinary Shares. Investors considering taking advantage of any of the reliefs available to VCTs or EIS Relief should seek their own professional advice in order that they may fully understand how the rules apply in their individual circumstances and what they are required to do in order to claim any reliefs (if available). The rules governing VCT and EIS reliefs are complex. Any prospective investors who are considering investing in Placing Shares in order to obtain VCT or EIS reliefs are recommended to take independent tax advice from a professional tax adviser.

5.2 ***Warrants***

Pursuant to the terms of the Placing Agreement, the Company has agreed to pay each Joint Broker certain commissions and fees, some of which will be satisfied by the grant of, in aggregate, 260,850,000 Warrants. Each Warrant will, in accordance with the terms of the Warrant Instrument, entitle the relevant Joint Broker to subscribe for one new Ordinary Share at a price of £0.002 per Ordinary Share, exercisable for a period of two years from the date of Admission. The Warrants have not been, and will not be, registered under the Securities Act.

5.3 ***Placing Agreement***

Pursuant to the terms of the Placing Agreement, the Joint Brokers have conditionally agreed to use their reasonable endeavours, as agents for the Company, to procure subscribers for the Placing Shares at the Issue Price, with the Placing to be implemented by way of placing letters entered into with Placees. The Placing Agreement contains customary warranties from the Company in favour of the Joint Brokers in relation to, amongst other things, the accuracy of the information in this document and other matters relating to the Group and its business. In addition, the Company has agreed to indemnify the Joint Brokers in relation to certain liabilities it may incur in respect of the Placing.

The Joint Brokers have the right to terminate the Placing Agreement in certain circumstances prior to Admission, in particular, in the event of a material breach of the warranties given in the Placing Agreement, breach by the Company of any of its material obligations under the Placing Agreement, the occurrence of a force majeure event or a material adverse change affecting, amongst other things, the Placing or dealings in the Placing Shares in the secondary market.

6. Use of proceeds

The net proceeds of the Placing, expected to be approximately £8.4 million after fees and expenses, are expected to provide the Company with at least twelve months of working capital, and to fund the following priorities:

- Platform partnerships: launching the EpiSwitch Orion® platform through a defined commercial structure, comprising multiple pilot projects together with at least one validation and customisation project.
- PSE: continued growth through the Company's existing commercial model, while pursuing a US distribution, licensing or commercial partnership, and initiating a pilot study within the UK NHS focused on distinguishing aggressive from indolent prostate cancer.
- CiRT: establishing a partner-funded evidence programme to support clinical adoption, reimbursement and licensing, and initiating a pilot study within the UK NHS on use of the test in monitoring response to treatment.
- Pipeline assets: completing the current blinded colorectal cancer study with a global healthcare partner, and using its results to determine the preferred licensing and development route for EpiSwitch® NST.

7. Related party transactions

Martin Diggle, a non-executive director of the Company is the co-founder of Vulpes Investment Management and Chairman and director of the Vulpes Life Sciences Fund. Through the Vulpes Life Sciences Fund and Vulpes Testudo Fund, Vulpes Investment Management has an existing interest over 618,542,844 Existing Ordinary Shares, representing 14.4% of the Existing Ordinary Shares. Vulpes Investment Management has agreed to subscribe for 500,000,000 Placing Shares, bringing their aggregate holding to 1,118,542,844 Ordinary Shares, representing 8.32% of the Enlarged Ordinary Share Capital. Accordingly, the transaction between the Company and Vulpes Investment Management is a 'related party' transaction pursuant to Rule 13 of the AIM Rules (the "**Vulpes Transaction**").

The Directors of the Company who are not participating in the Placing (being Dr David Holbrook and Peter Presland), having consulted with the Company's nominated adviser, SCMA, consider the terms of the Vulpes Transaction to be fair and reasonable insofar as Shareholders are concerned.

Pentwater Capital Management LP has an existing interest over 500,000,000 Existing Ordinary Shares, representing 11.7% of the Existing Ordinary Shares. Pentwater Capital Management LP has agreed to subscribe for 700,000,000 Placing Shares, bringing its aggregate holding to 1,200,000,000 Ordinary Shares, representing 8.9% of the Enlarged Ordinary Share Capital. Accordingly, the transaction between the Company and Pentwater Capital Management LP is a 'related party' transaction pursuant to Rule 13 of the AIM Rules (the "**Pentwater Transaction**").

The Directors of the Company who are not participating in the Placing (being Dr David Holbrook and Peter Presland), having consulted with the Company's nominated adviser, SCMA, consider the terms of the Pentwater Transaction to be fair and reasonable insofar as Shareholders are concerned.

Dr Alexandre Akoulitchev, a director, who holds 14,228,962 Existing Ordinary Shares, representing 0.3% of the Existing Ordinary Shares, has agreed to subscribe for 30,000,000 Placing Shares. Following Admission, Alexandre Akoulitchev will hold 44,228,962 Ordinary Shares, representing 0.3% of the Enlarged Ordinary Share Capital.

Richard Compton, Chief Executive Officer and a person discharging managerial responsibilities ("**PDMR**"), who holds no Existing Ordinary Shares, has agreed to subscribe for 300,000,000 Placing Shares. Following Admission, Richard Compton will hold 300,000,000 Ordinary Shares, representing 2.2% of the Enlarged Ordinary Share Capital.

Iain Ross, a director, who holds 23,333,333 Ordinary Shares, representing 0.5% of the Existing Ordinary Shares, has agreed to subscribe for 100,000,000 Placing Shares. Following Admission, Iain Ross will hold 123,333,333 Ordinary Shares, representing 0.92% of the Enlarged Ordinary Share Capital.

Paul Stockdale, a director, who holds 6,411,252 Existing Ordinary Shares, representing 0.2% of the Existing Ordinary Shares, has agreed to subscribe for 25,000,000 Placing Shares. Following Admission, Paul Stockdale will hold 31,411,252 Ordinary Shares, representing 0.2% of the Enlarged Ordinary Share Capital.

The participation of each of the Directors and Richard Compton in the Placing is a 'related party' transaction pursuant to Rule 13 of the AIM Rules. The Directors of the Company who are not participating in the Placing (being Dr David Holbrook and Peter Presland), having consulted with the Company's nominated adviser, SCMA, consider the terms of each Director and Richard Compton's subscription transaction described above to be fair and reasonable insofar as Shareholders are concerned.

8. Admission, settlement and dealings

Applications will be made to the London Stock Exchange for the Placing Shares to be admitted to trading on AIM. It is expected that Admission will become effective and dealings in the Placing Shares will commence on AIM at 8.00 a.m. on 27 August 2026, subject to the passing of the Resolutions at the General Meeting. The Placing Shares will, on Admission, rank *pari passu* in all respects with the Existing Ordinary Shares, including the right to receive all dividends and other distributions declared, made or paid after the Admission.

9. Section 656 of the Act – serious loss of capital

The Board has become aware that the value of the Company's net assets is now less than half of its called-up share capital. In circumstances where the value of the Company's net assets is less than half of its called-up share capital (constituting a "serious loss of capital" under the Act), its Directors are required, pursuant to section 656 of the Act, to convene a general meeting of the Company for the purpose of allowing Shareholders to consider whether any, and, if so, what, steps should be taken to deal with the situation.

As the General Meeting was already set to be convened, the Directors do not believe it necessary to convene a separate general meeting to consider the serious loss of capital matter as it can be considered at the General Meeting. The Board welcomes dialogue with Shareholders, and the General Meeting will provide a forum for such discussions to take place. The Board does not consider it necessary to propose a specific resolution in relation to the serious loss of capital and Shareholders will not be asked to vote on this matter at the General Meeting.

The Board notes that the status of a "serious loss of capital" under section 656 of the Act imposes no immediate risk to the Company given the current strategy of the Company and the launch of the Placing which will remedy the serious loss of capital. The Company intends that the net proceeds of the Placing be predominantly used for the purposes set out above under the heading '*6. Use of Proceeds*'.

10. General Meeting

The Board is seeking the approval of Shareholders to provide the authority to allot new Ordinary Shares in respect of the Placing and to grant the subscription rights contained in the Warrants. Set out at the end of this document is a notice convening the General Meeting to be held at 3140 Rowan Place, John Smith Drive, Oxford Business Park South, Oxford, OX4 2WB at 10 a.m. on 26 August 2026, at which the Resolutions will be proposed as an ordinary and a special resolution as set out below. The Resolutions to be passed at the General Meeting are as follows:

- Resolution 1 (Authority to allot shares), which will be proposed as an ordinary resolution, is to authorise the Directors: (i) to allot the Placing Shares; and (ii) to grant the subscription rights contained in the Warrants.
- Resolution 2 (Disapplication of pre-emption rights), which will be proposed as a special resolution and which is conditional upon the passing of Resolution 1, grants authority to the Directors to disapply pre-emption rights granted to Shareholders pursuant to the Act, in respect of (i) the allotment of the Placing Shares; and (ii) the grant of the subscription rights contained in the Warrants.

The authorities conferred by the Resolutions are in addition to the existing authorities conferred on the Directors by Shareholders at the 2026 AGM.

An ordinary resolution requires the approval of a simple majority of Shareholders who vote at the General Meeting and a special resolution requires the approval of at least 75% of Shareholders who vote at the General Meeting, in order to be passed.

Shareholders have the right to appoint a proxy to vote at the General Meeting on their behalf. Details of how to appoint a proxy are set out below at '*11. Action to be taken*'.

11. Action to be taken

The Form of Proxy for use at the General Meeting accompanies this document. Whether or not you intend to be present at the General Meeting, the Form of Proxy should be completed and signed in accordance with the instructions thereon and returned to the Company's registrar, Neville Registrars Limited at Neville House, Steelpark Road, Halesowen, B62 8HD as soon as possible, but in any event so as to be received by no later than 10 a.m. on 24 August 2026. Unless the Form of Proxy is received by this date and time, it will be invalid.

As an alternative to completing a hard copy Form of Proxy, Shareholders can register their vote electronically using the link http://www.sharegateway.co.uk and completing the authentication requirements. Shareholders will need to use their personal proxy registration code that is printed on the Form of Proxy to validate submission of their proxy online. The same deadline of 10 a.m. on 24 August 2026 applies.

Alternatively, CREST Members who wish to appoint a proxy or proxies via CREST may do so in accordance with the procedures set out in the Notice of General Meeting and the Form of Proxy, by completing and transmitting a CREST Proxy Instruction in accordance with the procedures set out in the CREST Manual so that it is received by the Registrar (under CREST Participation ID: 7RA11) by no later than 10 a.m. on 24 August 2026. The time of receipt will be taken to be the time from which the Registrar is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. The completion and return of the Form of Proxy or appointment of a proxy via CREST will not preclude Shareholders from attending the General Meeting and voting in person should they so wish.

If you have any questions relating to the return of the Form of Proxy, please telephone the Company's registrar, Neville Registrars Limited, on 0121 585 1131. If you are outside the United Kingdom, please telephone +44 121 585 1131. Calls originating outside the United Kingdom will be charged at the applicable international rate. The Registrar is open between 9.00 a.m. – 5.00 p.m. Monday to Friday, excluding public holidays in England and Wales. Calls may be recorded and randomly monitored for security and training purposes. The helpline cannot provide advice on the merits of the Resolutions nor give any financial, legal or tax advice.

12. Overseas Shareholders

The distribution of this document and the Form of Proxy in jurisdictions other than the UK may be restricted by law, and, therefore, persons into whose possession this document and/or accompanying documents come should inform themselves about and observe any such restrictions. This document and the Form of Proxy may not be forwarded or distributed to any other person and may not be reproduced in any manner whatsoever. Any forwarding, distribution or reproduction of this document or the Form of Proxy in whole or in part is unauthorised. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. Nonetheless, Shareholders who receive this document and a Form of Proxy may vote on the Resolutions set out in the Notice of General Meeting attached at the end of this document, by returning the Form of Proxy to the Registrar, so as to be received by no later than 10 a.m. on 24 August 2026.

13. Importance of the vote

Shareholders are reminded that the Company requires immediate additional funding in order to continue its operations. Notwithstanding the progress made across the business, no non-dilutive transaction has yet been secured, and, in the absence of the Placing, the Company's existing cash resources are expected to be exhausted by early September 2026. If the Resolutions were not to be passed (or the Placing were not to complete for any reason),

the Company would be required urgently to seek alternative funding arrangements in order to continue to operate or, if these were not forthcoming, to seek a sale of the business or its orderly wind-up.

14. Recommendation

The Directors consider the Placing to be in the best interests of the Company and its Shareholders as a whole and, accordingly, unanimously recommend Shareholders to vote in favour of the Resolutions to be proposed at the General Meeting as those Directors who hold Existing Ordinary Shares will do in respect of their beneficial holdings amounting, in aggregate, to 672,408,241 Existing Ordinary Shares as at 7 August 2026 (being the last practicable date prior to the publication of this document), representing 15.7% of the ordinary share capital of the Company at the date of this document.

Shareholders are reminded that the Placing is conditional, amongst other things, upon the passing of the Resolutions at the General Meeting. Shareholders should be aware that, if the Resolutions are not passed at the General Meeting, then the Placing will not proceed.

Yours faithfully,

Iain Ross
Non-Executive Chairman

Oxford BioDynamics PLC

(incorporated in England and Wales under the Companies Act 1985 with registered number 06227084)

NOTICE OF GENERAL MEETING

NOTICE is hereby given that a general meeting of Oxford BioDynamics PLC (the "**Company**") will be held at 3140 Rowan Place, John Smith Drive, Oxford Business Park South, Oxford, OX4 2WB on 26 August 2026 at 10 a.m., for the purpose of considering and, if thought fit, passing the following resolutions ("**Resolutions**"), of which resolution 1 will be proposed as an ordinary resolution and resolution 2 will be proposed as a special resolution, and to consider the serious loss of capital matter referred to below.

In this Notice of General Meeting, words and defined terms shall have the same meanings as words and defined terms in the circular to Shareholders of the Company dated 10 August 2026 of which this Notice of General Meeting forms part (the "**Circular**").

Special business

Ordinary Resolution

1. **THAT**, in addition to all existing authorities granted to the directors of the Company (the "**Directors**") to allot shares in the Company pursuant to section 551 of the Companies Act 2006 (the "**Act**"), the Directors be and are hereby generally and unconditionally authorised for the purposes of section 551 of the Act to exercise all of the powers of the Company:

   (a) to allot shares in the Company and to grant rights to subscribe for or convert any security into shares in the Company up to an aggregate nominal amount of £9,150,000, to such persons at such times and generally on such terms and conditions as the Directors may determine (subject to the articles of association of the Company) in connection with the Placing (as defined in the Circular); and

   (b) to grant subscription rights contained in the Warrants (as defined in the Circular) to subscribe for ordinary shares of £0.001 each in the capital of the Company up to an aggregate nominal amount of £260,850,

   (all such new shares and subscription rights, collectively, the "**New Securities**") PROVIDED THAT this authority shall, unless previously renewed, varied or revoked by the Company in general meeting, expire on 31 December 2027, except that the Directors may before the expiry of such period make an offer or agreement which would or might require New Securities to be allotted or rights granted after the expiry of such period, and the Directors may allot New Securities or grant rights in pursuance of that offer or agreement as if this authority had not expired.

Special Resolution

2. **THAT**, subject to and conditional on the passing of Resolution 1 above, in addition to the existing authority given to them pursuant to section 570 of the Act, the Directors of the Company be and are hereby empowered pursuant to section 571 of the Act to allot equity securities (as defined in section 560 of the Act) for cash pursuant to the authority conferred by Resolution 1 above as if section 561 of the Act did not apply to such allotment and such authority to be limited to the allotment of equity securities (including the grant of subscription rights) up to an aggregate nominal amount of £9,410,850, being an amount equivalent to the nominal value of the New Securities (as defined in Resolution 1 above), PROVIDED THAT this authority shall, unless previously renewed, varied or revoked by the Company in general meeting, expire on 31 December 2027, except that the Directors may before the expiry of such period make an offer or agreement which would or might require New Securities to be allotted after the expiry of such period, and the Directors may allot new Securities in pursuance of that offer or agreement as if this authority had not expired.

Section 656 of the Companies Act 2006

To consider whether any, and if so what, steps should be taken to address the serious loss of capital within the Company pursuant to section 656(1) of the Companies Act 2006.

10 August 2026

BY ORDER OF THE BOARD

T Demain
for Alder, Demain & Akers Ltd
Company Secretary

Registered office:

3140 Rowan Place
John Smith Drive
Oxford Business Park South
Oxford OX4 2WB
United Kingdom

Notes:

(i) Voting at the General Meeting will take place by means of a show of hands, unless a poll vote is demanded in accordance with the Company's articles of association.

(ii) A Shareholder entitled to attend and vote at the General Meeting may appoint one or more proxies to exercise their voting rights at the General Meeting, so long as each proxy is appointed to exercise voting rights attached to different shares. A proxy need not be a Shareholder.

(iii) The Form of Proxy provided may be used to appoint a proxy to attend and vote at the meeting on behalf of a Shareholder. The postal address for receipt of a completed Form of Proxy is Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, B62 8HD.

(iv) To be valid, a duly signed Form of Proxy (together with any power of attorney or other authority under which it is signed, or a certified copy of the same, if applicable) must be received by the Registrar by 10 a.m. on 24 August 2026. The cut-off time for receipt of proxy appointments also applies to the amendment of proxy instructions. Any amended proxy appointment received after 10 a.m. on 24 August 2026 will be disregarded.

(v) As an alternative to completing a hard copy Form of Proxy, Shareholders can register their vote electronically using the link http://www.sharegateway.co.uk and completing the authentication requirements. Shareholders will need to use their personal proxy registration code that is printed on the Form of Proxy to validate submission of their proxy online. The same deadline of 10 a.m. on 24 August 2026 applies.

(vi) CREST members who wish to appoint a proxy or proxies by using the CREST electronic appointment service may do so by using the procedures described in the CREST Manual, which can be viewed at www.euroclear.com. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider should refer to their CREST sponsors or voting service provider(s), who will be able to take the appropriate action on their behalf.

(vii) In order for a proxy appointment or instruction made by means of CREST to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear UK & International Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the Company's agent, Neville Registrars (CREST ID: 7RA11), no later than 48 hours (excluding non-working days) before the time appointed for the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Application Host) from which the Company's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

(viii) 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.

(ix) Appointing a proxy will not prevent you from attending the General Meeting and voting in person. However, if you decide to do so, any proxy previously appointed by you will not also be able to attend, speak and vote on your behalf.

(x) Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, only Shareholders listed in the register of members of the Company as at the close of business on 24 August 2026 shall be entitled to attend and vote at the General Meeting in respect of the number of shares registered in their name at such time. If the 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 attend and vote at the adjourned meeting is the close of business on the business day preceding the date fixed for the adjourned meeting. Changes to the register of members after the relevant times shall be disregarded in determining the rights of any person to attend and vote at the meeting.

(xi) In the case of joint holders, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding. For the purposes of joint holders on the Form of Proxy, the signature of one holder will be sufficient, but the names of all the joint holders should be stated.

(xii) Where a Shareholder appoints more than one proxy, each proxy must be appointed in respect of different shares comprised in his or her shareholding which must be identified on the Form of Proxy. Each such proxy will have the right to vote on a poll in respect of the number of votes attaching to the number of shares in respect of which the proxy has been appointed. If you wish your proxy to speak at the meeting, you should appoint a proxy other than the chairman of the meeting and give your instructions to that proxy.

(xiii) A corporation which is a Shareholder may appoint one or more corporate representatives who have one vote each on a show of hands and otherwise may exercise on behalf of the Shareholder all of its powers as a shareholder provided that they do not do so in different ways in respect of the same shares.

(xiv) As at the date of this Notice, the Company's issued ordinary share capital comprises 4,290,910,967 ordinary shares of £0.001 each. The Company does not hold any ordinary shares in treasury. Each ordinary share carries one vote and therefore the total number of voting rights at 10 August 2026 was 4,290,910,967.

(xv) None of the email addresses referred to in this document may be used for any purpose other than those specified.

(xvi) A copy of this document will be available on the Company's website at www.oxfordbiodynamics.com.

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