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If you are in any doubt as to the contents of this document and/or as to the action you should take, you should seek your own advice from a stockbroker, solicitor, accountant, or other professional adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) who specialises in advising in connection with shares and other securities if you are in the United Kingdom or, if you are resident outside the United Kingdom, from another appropriately qualified independent financial adviser.

If you have sold or otherwise transferred all of your ordinary shares of £0.0001 each ("**Ordinary Shares**") in the capital of Truspine Technologies PLC (the "**Company**"), please forward this document together with the accompanying documents to the purchaser or transferee, or to the person who arranged the sale or transfer so they can forward these documents to the person who now owns the Ordinary Shares.

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 comes 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.

This document does not constitute any offer to issue or sell or a solicitation of any offer to subscribe for or buy Ordinary Shares.

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## **TRUSPINE TECHNOLOGIES PLC**

(Incorporated and registered in England and Wales with registered number 09345973)

### **NOTICE OF ANNUAL GENERAL MEETING**

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The formal notice of the Annual General Meeting, to be held at 10.00 a.m. on Friday 31<sup>st</sup> December 2021, at the Company's registered office, being Spectrum House, Af33, Beehive Ring Road, London Gatwick Airport, Gatwick, England, RH6 0LG, is set out on page 3 of this document.

Following the ease of COVID-19 restrictions in the UK, it is expected that Shareholders will be able to attend the AGM in person this year. It is kindly requested that all Shareholders who plan on attending the AGM adhere to social distancing measures and wear a face covering (unless except). Please note that this is subject only to the UK Government not announcing any social distancing restrictions prior to the AGM.

However, for those Shareholders who do not wish to attend the Meeting in person, we have made it accessible to join the AGM via video link. If you would like access to the video link, please contact Norman Lott, the Company Secretary of the Company via email on [normanlott@live.co.uk](mailto:normanlott@live.co.uk) with your request no later than 10:00 a.m. on 29 December 2021.

In the event that the UK Government announces restrictions on personal movement due to COVID-19 which remain in place on the date of the AGM, the Company will make arrangements such that the legal requirements to hold the AGM can be satisfied through the attendance of a minimum number of members and the format of the meeting will be purely functional – the meeting will comprise only formal votes without any business update.

Any changes to the arrangements for the AGM (including, without limitation, as to proxy appointments, attendance, venue, format, the business to be considered or timing, as the case may be) will be communicated to members before the meeting through our website and, where appropriate, via the Regulatory News Service.

Shareholders are therefore strongly encouraged to submit a proxy vote in advance of the AGM. A Form of Proxy for use at the AGM accompanies this document and, to be valid, must be completed and returned Norman Lott, Company Secretary, Spectrum House, AF33 Beehive Ring Road, London Gatwick Airport, Gatwick, RH60LG as soon as possible but in any event to be received not later than 10:00 a.m. 29 December 2021 or 48 hours (excluding non-business days) before any adjourned meeting. In the event that there will be restrictions on attendance, members are strongly encouraged to appoint the 'Chair of the Meeting' as their proxy rather than a named person who will not be permitted to attend the meeting.

In the event of a closed meeting, Shareholders will be invited to submit questions in advance of the meeting via email at [normanlott@live.co.uk](mailto:normanlott@live.co.uk) by no later than 10:00 a.m. on 29 December 2021. Responses to the questions will be made available on the Company's website following the conclusion of the AGM. The Company must answer 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 question be answered.

A copy of this document will be available free of charge on the website of the Company at <http://truspine.org/>

## EXPECTED TIMETABLE OF PRINCIPAL EVENTS

<b><u>Event</u></b>	<b><u>Expected time / date</u></b>
Publication of this document	7th December 2021
Latest time and date for receipt of Form of Proxy	10.00am on 29th December 2021
Annual General Meeting	10.00am on 31st December 2021

### **Notes:**

- (1) All times shown in this document are London times unless otherwise stated. The dates and times given are indicative only and are based on the Company's current expectations and may be subject to change. If any of the times and/or date above changes. The revised times and/or dates will be notified to Shareholders by announcement through the Regulatory News Service of the London Stock Exchange plc.
- (2) If the Annual General Meeting is adjourned, the latest time and date for receipt of forms of proxy for the adjourned meeting will be notified to Shareholders by announcement through the Regulatory News Service of the London Stock Exchange plc.

**LETTER FROM THE CHAIRMAN**  
**TRUSPINE TECHNOLOGIES PLC**

*(Incorporated and registered in England and Wales with registered number 09345973)*

*Directors:*

Ian Anthony Roberts *(Chief Executive Officer)*  
Norman Alec Charles Lott *(Chief Financial Officer)*  
Martin Charles Armstrong *(Non-executive Chairman)*  
Tim Hugh David Evans *(Non-executive Director)*  
Annabel Martha Schild *(Non-executive Director)*  
Nikunj Kantilal Patel *(Non-executive Director)*

*Registered Office:*

Spectrum House  
Af33 Beehive Ring Road  
London Gatwick Airport  
Gatwick  
RH6 0LG

To Shareholders and, for information only, to the holders of warrants and options

7<sup>th</sup> December 2021

Dear Shareholder

**Notice of Annual General Meeting**

**Introduction**

I am writing to you with details of this year's Annual General Meeting ("**AGM**") of the Company to be held at 10.00am on 31<sup>st</sup> December 2021 at the Company's registered office, being Spectrum House Af33, Beehive Ring Road, London Gatwick Airport, Gatwick, England, RH6 0LG. The formal notice of Annual General Meeting is set out on pages 6 to 7 of this document.

This letter also explains why the Directors recommend that shareholders of the Company (the "**Shareholders**") vote in favour of the resolutions being proposed at the AGM (the "**Resolutions**").

**COVID-19 special arrangements**

The Board is closely monitoring the evolving Coronavirus (COVID-19) situation and public health concerns in the United Kingdom, including the related social distancing requirements, public health guidance and legislation issued by the UK Government.

Arrangements for the Company's AGM has the potential to be affected due to restrictions on personal movement and social distancing measures implemented by the UK Government in response to the COVID-19 pandemic. At the time of publication of the Notice of AGM, the Company is continuing to monitor public health guidance and legislation issued by the UK Government and the AGM is expected to proceed.

However, whilst attendance in person is expected to be possible, due to the unpredictability of the UK Government guidance and the continuing potential health risks from public gatherings because of the COVID-19 pandemic, Shareholders are strongly encouraged to submit a proxy vote in advance of the AGM.

