ONDO INSURTECH PLC
(Company No. 13218816)

Notice of Annual General Meeting

NOTICE IS GIVEN that the Annual General Meeting (the "AGM") of Ondo Insurtech plc (the "Company") will be held at 10.00 am on 25th September 2026 at the offices of Hill Dickinson LLP, The Broadgate Tower, 20 Primrose Street, London EC2A 2EW to consider and if thought fit, pass the following resolutions. Resolutions 1 to 12 will be proposed as ordinary resolutions and resolutions 13 to 15 will be proposed as special resolutions.

ORDINARY RESOLUTIONS

1. To receive the Company's annual report and accounts for the year ended 31 March 2026.
2. To approve the New Directors' Remuneration Policy, as set out at appendix I of this Notice of AGM, which takes effect immediately after the end of the AGM.
3. To approve the Remuneration Report set out on pages 24 to 29 of the Annual Report for the year ended 31 March 2026.
4. To re-elect Mark Gregory Wood as a director of the Company.
5. To re-elect Craig Foster as a director of the Company.
6. To re-elect Kevin Michael Withington as a director of the Company.
7. To re-elect Graham John Bird as a director of the Company.
8. To re-elect Greig Norman Paterson as a director of the Company.
9. To re-elect James Barrington Quin as a director of the Company.
10. To re-appoint PKF Littlejohn LLP as auditor of the Company.
11. To authorise the Directors to determine the auditor's remuneration.
12. That, the Directors be generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the 'Act') and in substitution for all existing authorities under that section, to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for, or to convert any security into, shares in the Company ('Rights') up to an aggregate nominal amount of £821,749.20 during the period commencing on the date of the passing of this resolution and expiring at the conclusion of the next Annual General Meeting of the Company or on 30 September 2027, whichever is earlier, and provided further that the Company shall be entitled before such expiry to make an offer or agreement which would or might require shares to be allotted or Rights to be granted after such expiry and the Directors shall be entitled to allot shares and grant Rights under such offer or agreement as if this authority had not expired.

SPECIAL RESOLUTIONS

13. THAT the Directors of the Company be empowered (subject to the passing of resolution 12 and in substitution for all existing like powers granted to the Directors of the Company (to the extent that they remain in force and unexercised)) pursuant to sections 570 and 573 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority conferred upon them by resolution 12 or where the allotment constitutes an

allotment of equity securities by virtue of section 560(3) of the Act as if section 561(1) of the Act and sections (1) - (6) of sections 562 of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities:

13.1 in connection with or pursuant to an offer of such securities by way of a pre-emptive offer (as defined below);

13.2 (otherwise than pursuant to resolution 13.1 above) up to an aggregate nominal amount of £246,524.76 (being approximately 10% of the issued ordinary share capital of the Company as at the date of this notice); and

13.3 (otherwise than pursuant to resolutions 13.1 or 13.2 above) up to an aggregate nominal amount equal to 20% of any allotment of equity securities (being equal to approximately 2% of the issued share capital of the Company), such authority to be used only for the purposes of making a follow-on offer which the Directors of the Company determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

and shall expire on the earlier of the date falling six months from the end of the current financial year of the Company or the conclusion of the next Annual General Meeting of the Company after the passing of this resolution, save that the Company may, before the expiry of any power contained in this resolution, make a further offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors of the Company may allot equity securities in pursuance of such offer or agreement as if the power conferred by this resolution had not expired.

For the purpose of resolution 12 and this resolution 13: **fully pre-emptive offer** means a rights issue, open offer or other pre-emptive issue or offer to: (i) holders of ordinary shares in proportion (as nearly as may be practicable) to the respective numbers of ordinary shares held by them on the record date(s) for such allotment; and (ii) persons who are holders of other classes of equity securities if this is required by the rights of such securities (if any) or, if the Directors of the Company consider necessary, as permitted by the rights of those securities, but subject in both cases to such exclusions or other arrangements as the Directors of the Company may deem necessary or expedient in relation to fractional entitlements, treasury shares, record dates or legal, regulatory or practical difficulties which may arise under the laws of any jurisdiction, the requirements of any recognised regulatory body or any stock exchange in any territory or any other matter whatsoever.

14. To empower the Directors of the Company (subject to the passing of resolution 12 and in substitution for all existing like powers (other than resolution 13 above) granted to the Directors of the Company (to the extent that they remain in force and unexercised)) pursuant to sections 570 and 573 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority conferred upon them by resolution 14 or where the allotment constitutes an allotment of equity securities by virtue of section 560(3) of the Act as if section 561(1) of the Act and sections (1) - (6) of sections 562 of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities:

14.1 up to an aggregate nominal amount of £246,524.76 (being approximately 10% of the issued ordinary share capital of the Company as at the date of this notice), such authority to be used only for the purposes of financing (or refinancing, if the authority is to be used within 12 months after the original transaction) a transaction which the Directors of the Company determine to be either an acquisition or a specified capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-

Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice; and

14.2 (otherwise than pursuant to resolution 14.1 above) up to an aggregate nominal amount equal to 20% of any allotment of equity securities (being equal to approximately 2% of the issued share capital of the Company), such authority to be used only for the purposes of making a follow-on offer which the Directors of the Company determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

and shall expire on the earlier of the date falling six months from the end of the current financial year of the Company or the conclusion of the next Annual General Meeting of the Company after the passing of this resolution, save that the Company may, before the expiry of any power contained in this resolution, make a further offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors of the Company may allot equity securities in pursuance of such offer or agreement as if the power conferred by this resolution had not expired.

15. That a general meeting of the Company (other than an annual general meeting) may be called on not less than 14 clear days' notice.

By Order of the Board

For and on behalf of
Ben Harber
Company Secretary

2 September 2026

Registered Office
C/O Arch Law Floor
8 Bishopsgate
London
EC2N 4BQ
United Kingdom

Notice of Meeting Notes:

The following notes explain your general rights as a shareholder and your right to attend and vote at this Meeting or to appoint someone else to vote on your behalf.

1) Pursuant to the Company's Articles of Association, a member of the Company entitled to attend and vote at the meeting convened by this notice is entitled to appoint one or more proxies to exercise any of his rights to attend, speak and vote at that meeting on his behalf. If you plan to attend the AGM then due to security restrictions at the building you must register in advance by emailing the Company Secretary, benh@woodhamcorpservices.com, by no later than 23rd September 2026.

2) If a member appoints more than one proxy, each proxy must be entitled to exercise the rights attached to different shares. If you submit more than one valid proxy appointment in respect of the same shares, the appointment received last before the latest time for the receipt of proxies will take precedence.

3) A proxy may only be appointed using the procedures set out in these notes and the notes to the form of proxy. To validly appoint a proxy, a member must complete, sign and date the enclosed form of proxy and deposit it at the office of the Company's registrars, Neville Registrars, at Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD, by 10.00 am on 23rd September 2026 (or, in the event that the meeting is adjourned, not less than 48 hours, excluding non-working days, before the time fixed for the holding of the adjourned meeting). Any power of attorney or any other authority under which the form of proxy is signed (or a duly certified copy of such power or authority) must be enclosed with the form of proxy.

4) In order to revoke a proxy appointment, a member must sign and date a notice clearly stating his intention to revoke his proxy appointment and deposit it at the office of the Company's registrars, Neville Registrars, at Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD prior to commencement of the meeting. If the revocation is received after the time specified, the original proxy appointment will remain valid unless the member attends the meeting and votes in person.

5) Pursuant to the Articles of Association, any corporation which is a member of the Company may authorise one or more persons (who need not be a member of the Company) to attend, speak and vote at the meeting as the representative of that corporation. A certified copy of the board resolution of the corporation appointing the relevant person as the representative of that corporation in connection with the meeting must be deposited at the office of the Company's registrars, Neville Registrars, at Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD prior to the commencement of the meeting. If the revocation is received after the time specified, the original corporate representative appointment will remain valid unless the member attends the meeting and votes in person.

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

7) The right to vote at the meeting shall be determined by reference to the register of members of the Company. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 (as amended), only those persons whose names are entered on the register of members of the Company at 6.00 p.m. on 23rd September 2026 (or, in the event of any adjournment, at 6.00 p.m. on the date which is two working days prior to the adjourned meeting) shall be entitled to attend and vote in respect of the number of shares registered in their names at that time. Changes to entries on the register of members after that time shall be disregarded in determining the rights of any person to vote at the meeting.

8) CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the meeting and any adjournment(s) thereof 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.

9) In order for a proxy appointment or instruction made by means of the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & International Limited's ("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 Company's agent (ID 7RA11) by the latest time for proxy appointments set out in paragraph 3 above. 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 Company'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.

10) 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 messages. 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 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. 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 (as amended).

11) Any corporation which is a shareholder can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a shareholder provided that no more than one corporate representative exercises powers in relation to the same shares.

12) Any shareholder attending the Meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the Meeting but no such answer need be given if: (a) to do so would interfere unduly with the preparation for the Meeting or involve the disclosure of confidential information; (b) the answer has already been given on a website in the form of an answer to a question; or (c) it is undesirable in the interests of the Company or the good order of the Meeting that the question be answered.

13) You may not use any electronic address (within the meaning of Section 333(4) of the Companies Act 2006) provided in either this Notice or any related documents (including the form of proxy) to communicate with the Company for any purposes other than those expressly stated.

14) A copy of this Notice, and other information required by Section 311A of the Companies Act 2006, can be found on the Company's website at https://www.ondoplc.com/investors/circulars-documents/ .

15) At 1 September 2026, (being the latest practicable date prior to the publication of this notice) the issued share capital of the Company consisted of 246,524,760 Ordinary Shares of £0.01 each in the capital of the Company. Each Ordinary share carries one vote. The Company held no shares in treasury, therefore the total voting rights in the Company as at 1 September 2026 were 246,524,760.

EXPLANATION OF BUSINESS

Resolution 1: To receive the annual report and accounts
Company law requires the Directors to present the annual report and accounts of the Company to shareholders in respect of each financial year.

Resolution 2: To approve the Remuneration Policy
Shareholders are being asked to approve the New Remuneration Policy as set out at appendix I of this Notice of AGM. Shareholders are being asked to give a binding vote on the New Directors' Remuneration Policy at the 2026 AGM. The Remuneration Committee intends to put the Directors' Remuneration Policy to shareholders for approval every three years, unless there is a need for the Directors' Remuneration Policy to be approved at an earlier stage.

Resolution 3: To approve the remuneration report
The remuneration report is set out on pages 24 to 29 of the Annual Report. It gives details of the Directors' remuneration for the year ended 31 March 2026. The vote is advisory and does not affect the actual remuneration paid to any individual Director.

Resolutions 4 to 9: To re-elect Directors
In accordance with the Company's corporate governance code, all of the Directors will stand for re-election at the AGM. All of the Directors proposed for re-election have wide ranging business knowledge, bringing valuable skills and experience and the Board considers that each of the Directors continues to make an effective, valuable contribution and demonstrate commitment to the role. Accordingly, the Board recommends the re-election of each of these Directors.

Resolution 10 and 11: To re-appoint the auditor and authorise the Board to determine their remuneration
The Company is required to appoint an auditor at each general meeting at which accounts are laid before the members, to hold office until the conclusion of the next such meeting. Resolution 10 is for members to re-appoint PKF Littlejohn LLP as auditors of the Company and resolution 11 proposes that shareholders authorise the Board to determine the remuneration of the auditors. In practice, the audit committee will consider the audit fees and recommend them to the Board.

Resolution 12: Directors' authority to allot shares
Resolution 12 authorises the Directors to allot shares in the Company until the conclusion of the next AGM or 30 September 2027, whichever is earlier. The resolution would give the Directors authority to allot ordinary shares, and grant rights to subscribe for or convert any security into shares in the Company, up to an aggregate nominal value of £821,749.20. This amount represents one third of the issued ordinary share capital of the Company as at 1 September 2026, the latest practicable date prior to the publication of this document.

Resolutions 13 and 14: Disapplication of pre-emption rights
The Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the publication of this document (the 'Pre-Emption Principles') states that a general disapplication of pre-emption rights will likely be supported where a company seeks authority to issue non-pre-emptively for cash shares representing: (i) no more than 10% of its issued share capital on an unrestricted basis (being for any purpose); and (ii) no more than an additional 10% of its issued share capital to be used for an acquisition or a specified capital investment of a kind

contemplated by the Pre-Emption Principles. In addition, the Pre-Emption Principles state that, in each case, a company may seek further authority to disapply pre-emption rights for up to 2% of its issued share capital to be used only for the purposes of a follow-on offer of a kind contemplated by paragraph 3 of Section 2B of the Pre-Emption Principles.

Resolution 13 contains a three-part disapplication of statutory pre-emption rights. Other than in connection with a fully pre-emptive offer, the power contained in resolution 12 would be limited to a maximum nominal amount of £295,829.71, which would equate to 29,582,971 ordinary shares in the capital of the Company, representing approximately 12% of the Company's issued share capital as at 1 September 2026, being the latest practicable date prior to the publication of this document. Of the £295,829.71, £49,304.95 can only be used for the purposes of making a follow-on offer.

Resolution 14 is a further disapplication of pre-emption rights limited to an additional 10% of issued ordinary share capital to be used for transactions which the Directors determine to be an acquisition or specified capital investment and a further 2% of issued ordinary share capital to be used for making a follow-on offer. This power would be limited to a maximum nominal amount of £295,829.71, which would equate to 29,582,971 ordinary shares in the capital of the Company, representing approximately 12% of the Company's issued share capital as at 1 September 2026, being the latest practicable date prior to the publication of this document. Of the £295,829.71, £49,304.95 can only be used for the purposes of making a follow-on offer.

If passed, these authorities will expire at the same time as the authority to allot shares given pursuant to resolution 12.

Resolution 15: Approval for calling of general meetings (other than AGMs) on 14 days' notice
Under company law, the Company is required to give 21 clear days' notice for a general meeting of the Company unless shareholders approve a shorter notice period, which cannot be less than 14 clear days (AGMs must continue to be held on at least 21 clear days' notice).

Resolution 15 proposes a special resolution and seeks shareholder approval to enable the Company to call general meetings, other than AGMs, on at least 14 clear days' notice. The approval will be effective until the Company's next AGM, when it is intended that a similar resolution will be proposed. The flexibility offered by this resolution will be used where, taking into account the circumstances, the Directors consider to be appropriate in relation to the business to be considered at the meeting in question and where it is thought to be to the advantage of shareholders as a whole. In order to be able to call a general meeting on less than 21 clear days' notice, the Company must make a means of electronic voting available to all shareholders for that meeting.

Appendix I

ONDO INSURTECH PLC

(Company Registration No. 13218816)

DIRECTORS' REMUNERATION POLICY

Prepared for approval by shareholders at the Annual General Meeting to be held on **25 September 2026.**

in accordance with Part 4 of Schedule 8 to the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (SI 2008/410), as inserted by the Large and Medium-sized Companies and Groups (Accounts and Reports) (Amendment) Regulations 2013 (SI 2013/1981) and subsequently further amended.

Prepared: 27th August 2026
Approved by Remco 27th August 2026
Submission to AGM on 25 September 2026

1. Proposed new Directors Remuneration Policy

This Directors' Remuneration Policy (the "Policy") sets out Ondo InsurTech Plc's ("Ondo" or the "Company") policy on the remuneration of its Executive and Non-Executive Directors. It has been prepared to meet the requirements of Part 4 of Schedule 8 to the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 (SI 2008/410), as amended by the Large and Medium-sized Companies and Groups (Accounts and Reports) (Amendment) Regulations 2013 (SI 2013/1981) (the "2013 Regulations"), and by subsequent amendments and regulation, which govern the content of a quoted company's directors' remuneration policy.

Companies Act 2006, s.439A requires a quoted company to seek shareholder approval of its directors' remuneration policy at least once every three financial years. The Company's most recent shareholder-approved Directors' Remuneration Policy was approved at the 2023 Annual General Meeting. Since then, the Company's Annual Report on Remuneration has each year included a summary paragraph describing remuneration practice, but a full Policy in the form required by Schedule 8 has not been re-published or re-put to shareholders.

The Company will be seeking approval of this new Policy at the 2026 AGM, both to renew the shareholder authority and to bring the Company's disclosure fully into line with the 2013 Regulations, as amended. It will take formal effect from that date, subject to shareholder approval. It will apply for three years from the date of approval unless a new policy is presented to shareholders before then. On approval, all payments to directors will be consistent with the approved policy.

The Company's current remuneration policy and practice was approved at the 2023 AGM and remained unchanged throughout the period it applied. This new Policy restates, updates, and clarifies those arrangements to meet the full form required by Schedule 8, and brings the required shareholder vote up to date, following the lapse of the three-year approval period after the 2026 AGM.

This Policy is designed to be proportionate to the size, complexity, and stage of development of the Company. Ondo is a growth-stage, loss-making company admitted to the Main Market of the London Stock Exchange, and the Committee has sought to apply the principles of the Quoted Companies Alliance Corporate Governance Code 2023 ("QCA Code"), and in particular Principle 9, in a manner appropriate to a business of this size, rather than adopting the full architecture more typical of a FTSE 350 remuneration policy.

Recent context – temporary suspension of Annual Cash Bonus and LTIP for FY27

To provide context, following the Company’s recent equity capital raise and the increased level and restructuring of its debt stack, the Board has decided to waive variable remuneration for its C-suite for a period to allow management to further demonstrate positive operational performance momentum and tighter cash flow management. Specifically, no cash bonuses were paid for the recently completed financial year ending 31 March 2026. In addition, no cash bonuses will be paid, nor will any LTIP (Long-Term Incentive Plan) equity grants or option awards be made to Executive Directors for the financial year ending 31 March 2027. The Committee may look to review the operation of the policy in the coming period once management has started to demonstrate improved operating performance.

Given the legal maximum three-year term of the previous Directors’ Remuneration Policy, we are introducing a new policy here which, among other things, now includes details on the structure, mechanics, KPIs (Key Performance Indicators) to be used, and specific maximum awards under the C-suite’s Annual Cash Bonus and LTIP plans. The maximum cash bonus levels for the Chief Executive Officer and Chief Financial Officer have been set at a lower level than is typical for a comparable listed group, acknowledging that the Company is not yet cash generative. However, there is a provision to increase these to peer levels once the Company’s profile improves in this area. Where maximums have not been disclosed, namely in the case of any new Executive Directors or the Executive Chairman, these will, when introduced, be subject to a vote at a shareholder Annual General Meeting.

When the Committee undertakes its next review, if improved operational performance allows it to restart paying variable remuneration, it will explicitly set out in the annual Remuneration Committee Report the KPIs, weightings, thresholds and targets to be used to determine the Annual Cash Bonuses and LTIP awards, in advance of the applicable financial year.

External advice

The Committee received high-level guidance from Hill Dickinson LLP in May 2026 on the statutory content requirements for a directors' remuneration policy. An independent remuneration adviser has been engaged by the Committee in respect of this Policy, but only for the purposes of confirming its legal and regulatory compliance; the substantive design and quantum reflect the Committee's own judgement, informed by the Company's historical remuneration practice and its assessment of what is proportionate and affordable for a company of Ondo's size.

Constitutional basis

This Policy operates within, and has been checked against, the Company's Articles of Association adopted by special resolution on 9 July 2026 (the "Articles"). In particular: Article 22.2 governs fees paid to Non-Executive Directors and requires an aggregate cap to be set by the Remuneration Committee (or by shareholders in general meeting); Article 24.1 and 24.2 govern the appointment and remuneration of an executive chairman and other executive Directors, at the Board's discretion; Article 25.2 gives the Board broad power to provide pensions and related benefits to Directors; and Article 25.3.4 prohibits a Director from voting, or being counted in the quorum, on any resolution concerning his own remuneration or terms of appointment. This Policy has been drafted consistently with each of these provisions; see Appendix 3 for a full cross-reference and the points the Committee should note.

Structure of this document

Section 2 sets out the future policy table for Executive Directors. Section 3 sets out the policy for Non-Executive Directors. Sections 4 to 10 address recruitment remuneration, service contracts, payment for loss of office, malus and clawback, consideration of employee pay elsewhere in the Company, consideration of shareholder views, and illustrations of how the Policy would apply in practice. Section 11 explains how the Committee intends to implement this Policy in the 2026/27 financial year, and Section 12 is the approval statement. An appendix maps each requirement identified by Hill Dickinson to the section of this Policy that addresses it, and a second appendix consolidates every open item requiring the Committee's input.

2. Future Policy Table — Executive Directors

The table below describes each component of the remuneration package that may be paid to an Executive Director, how each component operates and supports the Company's strategy, the maximum that may be paid, the performance framework applied (where relevant) and the provisions to recover or withhold sums paid.

Element	Purpose and link to strategy	Operation	Maximum opportunity	Performance metrics	Recovery / withholding
Base salary	To recruit, retain and fairly reward Executive Directors of the calibre required to deliver the Group's strategy, reflecting role, experience,	Normally reviewed annually by the Committee, with any change usually effective from 1 July. The review considers Company and individual	No maximum is prescribed. Increases will normally be within the range awarded to the wider workforce, save that the	Not applicable.	Not applicable — fixed pay is not subject to malus or clawback.

Element	Purpose and link to strategy	Operation	Maximum opportunity	Performance metrics	Recovery / withholding
	individual performance, and market context.	performance, the external market for comparable roles, pay levels and conditions elsewhere in the Group, and the wider economic environment. The Chair's fee is proposed by the Remuneration Committee and adopted by the Board.	Committee retains discretion to award a higher increase where it considers this appropriate — for example on a change in role, scope or responsibility, or to correct a market positioning issue, in which case the background will be explained in the relevant year's Annual Report on Remuneration.		
Benefits	To provide a modest, market-appropriate level of protection benefits for Executive Directors.	The Company may provide life assurance and income protection cover. No other benefits-in-kind are currently provided. However, the Committee may introduce, vary, or remove benefits where it considers this cost-effective and appropriate, including on recruitment of a new Executive Director. The Executive Chair does not participate in Company benefits.	Limited to the cost of providing life assurance and income protection cover (and any replacement or additional benefit the Committee considers appropriate in future), which is not separately capped but is monitored to ensure it remains proportionate to a company of Ondo's size.	Not applicable.	Not applicable.
Pension	To provide a retirement benefit in line with statutory requirements, consistent with the approach	The Company may contribute to a defined contribution pension scheme at the statutory minimum rate required under the	Company contributions for any Executive Director will not exceed the statutory	Not applicable.	Not applicable.

Element	Purpose and link to strategy	Operation	Maximum opportunity	Performance metrics	Recovery / withholding
	taken for the wider workforce.	Pensions Act 2008 (as amended) and applicable auto-enrolment legislation, on the same basis as for the wider workforce. The Committee can adjust contributions in line with the external market for comparable roles to ensure it is able to offer competitive packages. A salary sacrifice scheme is separately available to all employees, should they wish to make additional voluntary pension contributions at their own election. The Executive Chair does not participate in the Company's defined contribution pension scheme.	minimum rate applicable to the wider workforce from time to time. The Articles of Association (article 25.2) give the Board wider power to establish enhanced or additional pension, death, or disability arrangements for Directors; the Committee's current policy is not to use this wider power, in the interests of proportionality, but records its existence here for completeness.		
Annual bonus	To incentivise and reward delivery of annual financial and strategic objectives that support the Group's growth strategy, without encouraging excessive risk-taking.	Performance is assessed over the financial year against targets set by the Committee at the start of the year. Historically, discretionary bonuses have been awarded by reference to overall business performance rather than a disclosed formulaic scorecard. Going forward, measures may include Group revenue and recurring-revenue (ARR) growth, partner engagement and deployment metrics, operating cash generation, EBTDA	Up to **40% of base salary** for the Chief Executive Officer and up to **30% of base salary** for the Chief Financial Officer. Increases to **100% of base salary assuming the Company is EBITDA positive**, to ensure any increase in the cash bonus maximum payment is limited to when the	Weighting between financial and strategic and personal measures for each year will be set by the Committee in advance and disclosed in its annual Remuneration Committee Report, these in aggregate rising progressively to produce a bonus equal to 100% of the stated maximum opportunity for maximum performance. A minimum bonus of 25% of the maximum	Subject to the malus and clawback provisions described in Section 6.

Element	Purpose and link to strategy	Operation	Maximum opportunity	Performance metrics	Recovery / withholding
		and profit, and personal/strategic objectives. Bonus is normally paid in cash, though there is discretion to introduce an equity-based deferral scheme designed to further align interests with shareholders. This could include an element of share matching, for example, if an executive defers bonus into shares, then the Company matches the shares so acquired on a 1:1 basis, subject to at least 3 years holding period. The Executive Chair does not participate in the Company’s annual bonus scheme.	Company is broadly cashflow positive. The maximum applicable to any other Executive Director (including the Executive Chairman, who is not currently proposed to participate in the annual bonus scheme given the part-time nature of that role) will be determined by the Committee and subject to shareholder approval.	opportunity will be paid for threshold performance, though none for performance below this. On-target performance in aggregate will typically lead to a bonus equal to 50% of the maximum opportunity, or more if an underlying performance component has been exceptional, at the discretion of the Committee.	
Long-term incentives	To align Executive Directors' interests with long-term shareholder value creation and to support retention through the Group's growth phase.	Awards will be in the form of conditional (nil-cost) shares, options or other forms that have the same economic effect, to be granted under the Company's EMI and unapproved share option arrangements (the Annual Report on Remuneration has previously referred to these collectively as the "Performance Share Plan" or "PSP"). Conditional share awards vest no earlier than the third anniversary of grant, subject to continued employment and (where applied)	Up to **300% of base salary** over any 3-year period for the Chief Executive Officer and Chief Financial officer, as measured by the face value of share grants or fair value of options compared to the base salary at the award date. The maximum applicable to any other Executive Director, including the Executive	Performance measures, may include, but are not limited to, financial share price/total shareholder return, revenue, and other strategic metrics. Weightings and vesting schedules for awards in any given year will be set by the Committee at the grant date and disclosed in its annual Remuneration Committee Report.	Subject to the malus and clawback provisions described in Section 6.

Element	Purpose and link to strategy	Operation	Maximum opportunity	Performance metrics	Recovery / withholding
		satisfaction of performance conditions. The shares awarded are likely to be subject to a post-vesting holding period, typically two years, at the discretion of the Committee. Share option awards are typically granted as at-the-money, American-style call options with four-year terms. The options then vest progressively in equal monthly instalments over the four-year period from the grant date, subject to continued employment	Chairman, will be determined by the Committee and subject to shareholder approval.		

The committee retains the discretion to amend the annual bonus and the long-term Incentive vesting level, if any formulaic outcome does not reflect its assessment of overall business or an individual's performance over the relevant period.

Performance measure selection and target setting – the Committee's approach

Performance measures are selected and targets set to align with the Group's operating KPIs and strategic imperatives, and with the interests of shareholders/stakeholders in mind. Financial measures will normally form most of the factors determining bonuses, with target performance typically aligned to the year's business plan and threshold to maximum targets reflecting relevant commercial factors. The long-term Incentive measures are selected to link remuneration outcomes to longer-term delivery of the strategy, with the Committee retaining the discretion to change measures and weightings from year to year.

Flexibility, discretion, and judgement

The committee operates the annual bonus and long-term Incentives according to the rules of each respective plan. Consistent with market practice, this includes discretion around how certain parts of each plan operate, including:

- Who participates in the plan, and the quantum and timing of awards and payments
- Determining the extent of vesting
- Treatment of awards and payments on a change of control or restructuring of the Group
- Whether a participant is a good/bad leaver for incentive plan purposes and if the proportion of awards that vest do so at the time of leaving or at the normal vesting date(s)

- How and whether an award may be adjusted in certain circumstances – for example, for a rights issue, a corporate restructuring, or special dividends
- What the weighting, measures and targets should be for the annual bonus plan and long-term Incentive awards from year to year
- The ability, within the policy, to adjust targets and set different measures or weightings for the applicable annual bonus plan and long-term Incentive awards, if the committee determines that the original conditions are no longer appropriate or do not fulfil their initial purpose. Such changes would be explained in the subsequent directors' remuneration report.
- The ability to override formulaic outcomes in line with policy.

All assessments of performance are ultimately subject to the committee's judgement. Any discretion exercised, and the rationale, will be disclosed in the annual report on remuneration.

Legacy arrangements

If this proposed new remuneration policy is approved, Ondo has the authority to honour any previous commitments entered into with current or former directors – such as unwinding legacy share schemes or historic share awards – that remain outstanding.

Differences from the remuneration policy for other employees

All employees, including Executive Directors, participate in base pay, statutory pension provision and (where applicable) discretionary bonus arrangements determined by reference to Company and individual performance. Participation in long-term share incentive arrangements is currently extended only to Executive Directors, but the Company's option register shows grants previously extending beyond the Board, described in the FY2025 accounts as awards "to Management and Staff". This differentiation reflects the greater proportion of Executive Directors' reward that is linked to long-term shareholder outcomes, consistent with their overall responsibility for Group strategy and performance.

Changes from the previous policy

This Policy carries forward the broad substance of the remuneration arrangements applied under the 2023-approved policy. It aims to restate and update, and explicitly clarify where necessary, these arrangements to now meet the full form required by Schedule 8 and, in doing so, newly publishes: explicit maximum opportunity levels for annual bonus (see above) and long-term incentives; formal malus and clawback provisions (see Section 6); and a standalone Non-Executive Director remuneration table (see Section 3). Once approved, further changes made in future years will be explained here by comparison to this Policy.

3. Future Policy Table — Non-Executive Directors

Element	Purpose	Operation	Maximum
Basic fee	To attract and retain Non-Executive Directors with the skills, experience and independence needed to provide effective oversight and challenge.	Non-Executive Directors' fees are determined by the Chair and the Executive Directors, after considering levels at comparable peers to Ondo. The remuneration of the Chair (whether acting in an executive or non-executive capacity) is a matter for the Remuneration Committee.	There is no prescribed maximum fee or maximum fee increase, other than as defined by the Articles of Association Under article 22.2, aggregate fees paid to Non-Executive Directors may not exceed a sum determined from time to time by the Remuneration Committee (or such other

Element	Purpose	Operation	Maximum
		As of 31 March 2026, the base Non-executive Directors fee is £50k pa with the SNED fee at £60k. No Director is involved in deciding their own fee. Fees are reviewed periodically (not necessarily annually) with reference to market data, role, and time commitment.	figure as shareholders may set in general meeting); individual fees are then divided among Non-Executive Directors as the Board determines, or equally in default. The aggregate cap set under Article 22.2 is £250k per annum. This cap does not apply to the Executive Chairman's remuneration, which is set by the Board under article 24.2 (see Section 2). Increases will be informed by internal benchmarks such as the salary increase for employees generally, with, in addition, due regard to the factors in the operation column of this table.
Additional fees	To recognise additional responsibility or time commitment, for example chairing a Board committee or acting as Senior Independent Director.	Fees for the Non-Executive Directors may include a basic fee and additional fees for other responsibilities. Additional fees may be paid for chairing a Board Committee or for undertaking the Senior Independent Director role, or for other additional duties, as agreed by the Chair and Executive Directors. In exceptional circumstances, if there is a temporary yet material increase in the time commitments for Non-Executive Directors, the Board may pay extra fees on a pro rata basis to recognise the additional workload. Separate consulting contracts can be entered into from time-to-time to provide additional bespoke services.	Additional fees for committees will not exceed 20% of the basic fee. The SNED currently received an additional fee of £5k for committees. Separately and in addition, the company has signed a consulting agreement with Littleroc Limited, a company where Graham Bird is a 25% shareholder. Littleroc Limited provides additional consulting work at a fixed daily rate of £1000. The initial term runs for six months to 18 November 2026 unless extended in writing. Littleroc has committed at least 50 days of consultancy during the term of this agreement
Other items	To ensure Non-Executive Directors are not out of pocket for properly incurred duties.	Non-Executive Directors do not receive bonus payments or Company pension contributions. A salary sacrifice scheme is available to all employees and Non-Executive Directors, at their own election. Reasonable expenses (including	Not applicable / reimbursement of reasonable costs actually incurred.

Element	Purpose	Operation	Maximum
		travel) incurred in connection with Board duties are reimbursed, and any tax arising may be met by the Company.	

The Board's Chairman, Gregory Mark Wood CBE, holds the role of Executive Chairman on a part-time basis (approximately two days per week), for a fixed salary of £80,000 per annum, appointed and remunerated by the Board under articles 24.1 and 24.2 of the Articles of Association. His remuneration is accordingly disclosed under the Executive Directors' table in Section 2 rather than in this Non-Executive table, and does not count towards, or draw on, the aggregate Non-Executive Director fee cap described in Section 3. Consistent with the part-time, but important chairing and client relationship building nature of his role, he is currently proposed to participate in the long-term incentive arrangements but not annual bonus and his benefits and pension are provided on the same basis as for the other Non-executive Directors.

Separately from this Policy, on an annual basis the Committee and Board will also review the QCA Code governance considerations that can arise where a chairman holds an executive role, including for Board independence.

In the case of the appointment of a new Non-Executive Director, fee arrangements will have due regard to the fees paid to existing Non-Executive Directors.

Conflict of interest - Littleroc Limited consultancy contract

The QCA 2023 Code to which Ondo subscribes specifically identifies for disclosure any commercial or contractual relationships with the Company and significant remuneration beyond a director's fee as factors capable of impeding perceived or actual independence.

The consultancy agreement between the company and Littleroc Limited, described above, a company in which Graham Bird holds a 25% shareholding, gives rise to a conflict of interest additional to that addressed by article 25.3.4 of the Articles of Association (which governs voting on a Director's own remuneration). The Committee's policy in respect of this arrangement is that: Mr Bird has declared, and will continue to declare, his interest in it to the Board; he takes no part in, and is excluded from, any Board or Committee discussion or decision relating to the terms, renewal, variation or termination of the Littleroc consultancy contract, or to his own remuneration more generally, consistent with article 25.3.4; the terms of the arrangement were reviewed and approved by the other members of the Committee (or, where necessary, the independent Non-Executive Directors as a group) on arm's-length terms considered by them to be consistent with market rates for services of this nature; and the arrangement, and its effect on Mr Bird's classification as independent for the purposes of the QCA Corporate Governance Code, will be kept under review by the Nomination Committee for so long as it remains in place.

4. Approach to Recruitment Remuneration

When appointing a new Executive Director, whether recruited externally or promoted internally, the Committee will structure the remuneration package in accordance with this Policy, applying the following principles:

- Base salary will be set with reference to the individual's skills, calibre and experience, the market rate for a comparable role, and internal relativities within the Group, and may be set below the market rate initially with a view to increasing it as the individual becomes established in the role.
- Pension and benefits will be provided in line with the policy set out in Section 2.

- The maximum variable pay opportunity (annual bonus and long-term incentives combined) for a new Executive Director will not exceed the maximum levels set out in Section 2 for existing Executive Directors, other than in respect of buy-out awards described below.
- Where necessary to facilitate recruitment, the Committee may make an award to buy out incentive arrangements forfeited on leaving a previous employer. Any such award will be judged on a comparable basis to that forfeited (having regard to, among other things, the form of the award, the proportion of the vesting/performance period remaining, the performance conditions attached, the likelihood of those conditions being met, and the timing of vesting) and will not exceed the Committee's reasonable estimate of the value forfeited.
- Reasonable relocation or other incidental costs directly associated with recruitment may be met by the Company where the Committee considers this appropriate.
- For an internal promotion, any incentive awards granted to the individual in respect of their previous role will ordinarily continue on their original terms; and
- For the appointment of a new Non-Executive Director, fees will be set in accordance with Section 3, having due regard to fees paid to existing Non-Executive Directors.

5. Service Contracts and Policy on Payment for Loss of Office

Service contracts and letters of appointment.

Ondo’s policy is that executive directors should normally be employed under rolling service contracts with notice periods of no more than 12 months (from each party).

Chief Executive Officer Craig Foster is employed by the Company under a service agreement terminable by not less than twelve months' written notice given by either party. Chief Financial Officer Kevin Withington and Executive Chair Gregory Mark Wood are employed or engaged under service agreements terminable by not less than six months' written notice given by either party.

All Non-Executive Directors have letters of appointment and are appointed for an initial term of three years, terminable earlier by either party giving the other three months' written notice. These terms apply to each currently serving Non-Executive Director — James Quin, Greig Paterson and Graham Bird — including Mr Bird from his appointment on 21 May 2026.

Copies of Directors' service contracts and letters of appointment are available for inspection at the Company's registered office, Level 2, 8 Bishopsgate, London, United Kingdom, EC2N 4BQ during normal business hours, and will be available for inspection at the Annual General Meeting. Contracts and letters of appointment are not published on the Company's website.

Policy on payment for loss of office

Notice / termination payments.

Should the Company terminate an Executive Director's service agreement, it may make a payment in lieu of some or all the unexpired notice period, calculated by reference to base salary. No termination payments in lieu of notice will be paid with regard to Benefits or Pension contributions.

Article 24.1 of the Articles of Association separately confirms that the Board may remove an executive Director from executive office at any time without prejudice to any claim that individual may have for compensation or damages for breach of their service contract. This Policy's approach to notice and termination payments is intended to reflect, and keep within, that contractual exposure.

Annual bonus on leaving.

This will be at the discretion of the committee on an individual basis. Bonus earned in respect of a performance period that has already been completed at the date of leaving will ordinarily still be paid. In respect of the year of departure, a Director leaving in "good leaver" circumstances (which may include redundancy, ill health, injury, disability, retirement, or any other circumstances at the Committee's discretion) may receive a bonus for that year, time pro-rated for the proportion of the year served and assessed by reference to performance to the date of leaving; a Director who is not a good leaver will not normally receive a bonus for the year of departure. The extent to which any unvested deferred bonus share award will vest will be determined according to the rules of the deferred bonus plan.

Long-term incentives on leaving.

The extent to which any unvested award will vest will be determined according to the plan rules. Unvested share options or awards will normally lapse in full on cessation of employment. However, where a director is a good leaver, awards will generally continue and vest subject to the original performance conditions and on the original vesting date (or, exceptionally, at cessation at the discretion of the committee), subject to time pro-rating for the proportion of the vesting period served.

Non-Executive Directors

No compensation is payable to a Non-Executive Director for loss of office beyond fees accrued to the date of cessation and any fees payable in respect of a contractual notice period.

Change of control

No Director's service contract or letter of appointment contains change-of-control or other enhanced severance terms. The treatment on loss of office described above applies regardless of whether the Director's departure follows a change of control of the Company.

Other payments

The Committee may authorise the reimbursement of reasonable legal fees and/or outplacement support incurred by a departing Director and may authorise payments to settle or compromise actual or potential legal claims (including in connection with the termination of a Director's office or employment), where it considers this to be in the best interests of the Company and its shareholders.

6. Malus and Clawback

The Committee may reduce the size of an unvested annual bonus or long-term incentive award ("malus"), and/or require an Executive Director to repay all or part of an annual bonus or long-term incentive award already paid or vested ("clawback"), in the following circumstances:

- a material misstatement of the Group's financial results, or a material error in the calculation of a bonus or vesting outcome.
- the discovery of a material failure of risk management, or a material corporate failure, which is attributable in whole or in part to the conduct of the individual.
- conduct by the individual amounting to serious misconduct, fraud, or dishonesty.
- action or conduct that amounts to a material breach of the individual's duties or obligations to the Company.

Clawback may be applied for a period of two years following the payment of a cash bonus, or the end of a vesting period for a bonus deferred into shares or for a long-term incentive award. The Committee will determine the method of recovery, which may include a reduction to future remuneration, a requirement for direct repayment, or forfeiture of unvested awards, considering applicable law and the individual's specific circumstances.

External appointments

Ondo recognises that its executive directors may be invited to become non-executive directors of other companies, and that such appointments can broaden a director’s experience and knowledge to the Group’s benefit. Subject to approval by the Board, executive directors are allowed to accept non-executive appointments, provided that they are not likely to lead to conflicts of interest. The committee will consider its approach to fees received by executive directors for external non-executive roles as they arise.

7. Statement of Consideration of Employment Conditions Elsewhere in the Company

The Group employed an average of 58 people during the year ended 31 March 2026 (5 Directors, 10 administrative, 30 operations and 13 technology employees). Given the size of the workforce, the Company does not currently operate or plan to introduce a formal mechanism (such as a designated workforce-engagement Non-Executive Director or an employee advisory panel) specifically for gathering employee views on executive pay.

When setting this Policy, the Committee has had regard to the general level of salary increases, bonus outcomes and benefits provision across the wider workforce, to help ensure that the approach to Executive Director pay is proportionate and consistent with the Company's overall reward philosophy. Employees were not directly consulted in drawing up this Policy.

No formal remuneration benchmarking exercise - for example, against a defined peer group of comparable listed companies - was used in setting this Policy, consistent with an independent remuneration adviser having been engaged only to confirm legal and regulatory compliance (see Section 1). The Committee may consider commissioning benchmarking in future as the Company matures and its remuneration arrangements become more complex.

8. Statement of Consideration of Shareholder Views

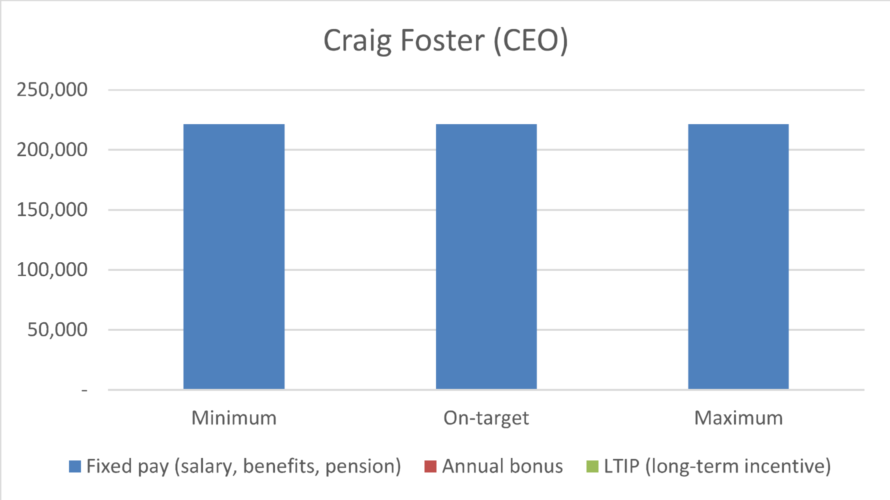
The Company's most recent Directors' Remuneration Policy was approved by more than 99% of votes cast at the 2023 Annual General Meeting, and the associated Annual Report on Remuneration has received similarly strong support in each year since.

The Committee welcomes feedback from shareholders on this Policy at any time, including at the Annual General Meeting. Consistent with the QCA Code and the Investment Association's guidelines, if 20% or more of votes cast are against the resolution to approve this Policy (or any subsequent Annual Report on Remuneration), the Company will seek to understand the reasons for that result, will explain in a subsequent announcement what actions it intends to take, and will provide an update in the following year's Annual Report on Remuneration.

9. Illustrations of the Application of the Remuneration Policy

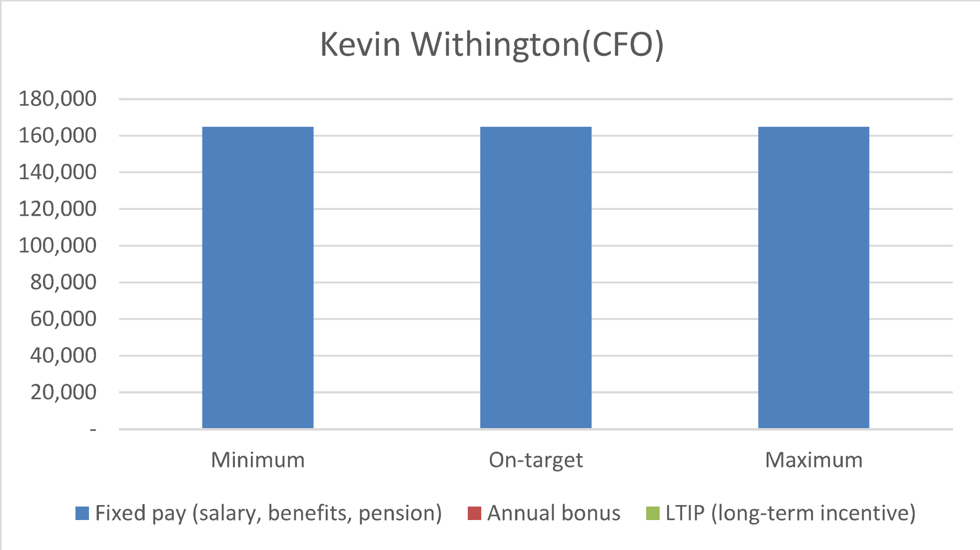
The tables below illustrate, for each Executive Director, the level of remuneration that would be receivable under this Policy in the first year to which it applies, in this case the year ending 31st March 2027, under three scenarios: minimum (fixed pay only), on-target (assuming on-target bonus and long-term incentive outcomes) and maximum (assuming maximum bonus opportunity and maximum long-term incentive vesting, before any share price growth). No annual bonus will operate, and no long-term incentive awards will be granted for the year ending 31 March 2027 and, as a result, remuneration for the year will be restricted to fixed pay only. Figures are calculated based on remuneration as of 31 March 2026, on the basis confirmed that no salary increases have been made or are currently planned since that date.

Craig Foster (Chief Executive Officer) — base salary £215,000



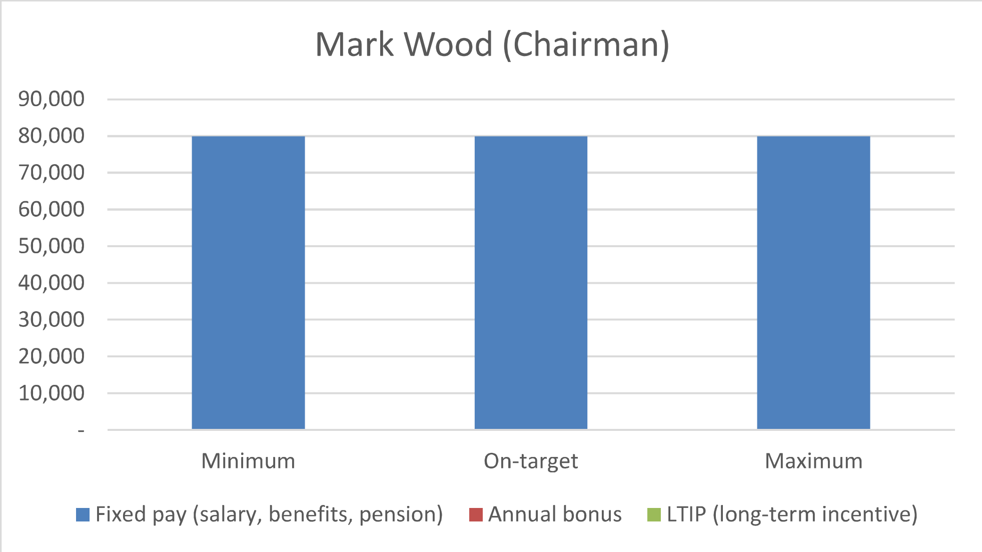
Craig Foster	Minimum	On target	Maximum
Fixed pay (salary + pension)*	£221,450	£221,450	£221,450
Annual bonus	£nil	£nil	£nil
Long-term incentives	£nil	£nil	£nil
Total	£221,450	£221,450	£221,450

Kevin Withington (Chief Financial Officer) — base salary £160,000



Kevin Withington	Minimum	On target	Maximum
Fixed pay (salary + pension)*	£164,800	£164,800	£164,800
Annual bonus	£nil	£nil	£nil
Long-term incentives	£nil	£nil	£nil
Total	£164,800	£164,800	£164,800

Gregory Mark Wood CBE (Executive Chairman, part-time) — base salary £80,000



Gregory Mark Wood	Minimum	On target	Maximum
Fixed pay salary	£80,000	£80,000	£80,000
Annual bonus	£nil	£nil	£nil
Long-term incentives	£nil	£nil	£nil
Total	£80,000	£80,000	£80,000

** Fixed pay is salary plus pension at the statutory minimum rate (assumed 3% of salary, consistent with the rate applied in FY2026). Life assurance and income protection benefits are provided in addition but, consistent with prior years' single-figure disclosure, are not separately quantified here as they are not expected to be material.*

Mr Wood's illustration assumes he does not participate in the pension and annual bonus arrangements, consistent with the part-time, chairing nature of his role.

Where performance measures or targets for long-term incentives relate to more than one financial year, the Regulations also require disclosure of the maximum remuneration receivable assuming share price growth of 50% over the relevant performance period. Given that bonus and long-term incentives have been specifically set to zero for FY27 this is not applicable at this point in this illustrations section.

10. Implementation of this Policy for the 2026/27 Financial Year

The Company is required to explain how it intends to implement the approved Directors' Remuneration Policy in the financial year in which it is first put to shareholders. Whilst this is not a required disclosure in the Directors' Remuneration Policy, and would typically be included in the Annual Report on Remuneration, the Committee has included its current intentions below for ease of reference:

- Base salary: Executive Director's Base salaries are held at existing levels for FY27. No changes have been made since 31 March 2026.

- Annual bonus: No bonuses will be payable for FY27 but will be reviewed later to determine the performance criteria and targets for FY28.
- Long-term incentives: There will be no grants for executive directors for FY27, but this will be reviewed later for FY28, with key metrics to be Total Shareholder Return, financial performance and/or other strategic metrics as determined by the Committee. Any review would include re-examining weighting levels for each executive director, and no award will vest below threshold performance.
- Non-Executive Director fees: No changes have been made or planned for Non-Executive Director fees since 31 March 2026. Non-Executive Director fees are held at existing levels for FY27.

This section will be superseded each year by the forward-looking statement included in that year's Annual Report on Remuneration.

11. Approval and Duration

This Policy, if approved by shareholders at the Annual General Meeting on 25 September 2026, will take effect from the date of that meeting. In accordance with section 439A of the Companies Act 2006, it will remain in effect until it is superseded by a new policy approved by shareholders, and in any event a revised policy will be put to shareholders no later than the Company's Annual General Meeting in 2029.

Once approved, sections 226A to 226D of the Companies Act 2006 require that any remuneration payment or payment for loss of office made to a Director must be consistent with this Policy; a payment that is not consistent with it may only be made if separately approved by shareholders by ordinary resolution. The Committee should bear this in mind if it wishes to depart from any of the maximum levels, structures or provisions set out above, including in the illustrations at Section 9 once finalised.

Approved by the Remuneration Committee and recommended to the Board for submission to shareholders.

Signed by:
Greig Paterson
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Signed:
Greig Paterson
Chair of the Remuneration Committee
27 August 2026