NOTICE OF ANNUAL GENERAL MEETING

WINIT365 Group Plc
(Incorporated in England with registered number 11079110)

(the **Company**)

Notice is given that the annual general meeting of the members of the Company will be held at 16 Great Queen Street, London WC2B 5DG, England at 1100 hrs (GMT) on 24 February 2026 for the purpose of considering, and, if thought fit, pass the following resolutions.

Resolutions 1 to 4 will be proposed as ordinary resolutions and resolution 5 will be proposed as a special resolution.

Ordinary Resolutions

1. To receive the accounts and reports for the financial period ended 31 December 2024.
2. To re-elect Damion Greef, who is retiring by rotation, as a director of the Company.
3. To reappoint Grant Thornton UK LLP as auditors of the Company and to authorise the directors to fix their remuneration.
4. That, in accordance with section 551 Companies Act 2006 (**CA 2006**), the directors of the Company are generally and unconditionally authorised, in addition to any previous authorities, which shall continue to apply, to allot Relevant Securities (as defined in this resolution) comprising equity securities (as defined in section 560 CA 2006) up to an aggregate nominal amount of €50,000 (fifty thousand Euros), such authority, unless previously revoked or varied by the Company in general meeting, to expire on 31 December 2020 or, if earlier, the date of the Company's next annual general meeting, except that the directors of the Company may allot relevant securities pursuant to an offer or agreement made before the expiry of the authority. In this notice, **Relevant Securities** means any shares in the capital of the Company and the grant of any right to subscribe for, or convert any security into, shares in the capital of the Company.

Special Resolution

5. That, under section 570 CA 2006, the directors of the Company are authorised, in addition to any previous authorities, which shall continue to apply, to allot equity securities, as defined in section 560 CA 2006, wholly for cash for the period commencing on the date of this resolution and expiring on the date of the Company's next annual general meeting, as if section 561 CA 2006 did not apply to such allotment, except that the directors of the Company may allot relevant securities following an offer or agreement made before the expiry of the authority and provided that the authority is limited to:

    5.1 the allotment of equity securities in connection with a rights issue in favour of ordinary shareholders where their holdings are proportionate, as nearly as possible, to the respective number of ordinary shares held, or deemed to be held, by them, but subject to any exclusions or arrangements the directors think necessary or expedient for the purpose of dealing with fractional entitlements or legal or practical problems under the laws of any territory or the requirements of any recognised regulatory body or stock exchange in any territory; and

5.2 the allotment of equity securities, otherwise than in accordance with paragraph 5.1, up to a maximum nominal value of €50,000 (fifty thousand Euros).

By order of the board

Kitwell Administration Limited
Company Secretary

Registered office:
16 Great Queen Street,
London
WC2B 5DG

Date: 21 February 2026

Notes to the notice of annual general meeting:

Appointment of proxies

1. As a member of the Company, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.

2. A proxy does not need to be a member of the Company but must attend the meeting to represent you. Details of how to appoint the chairman of the meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the meeting you must appoint your own choice of proxy (not the chairman) and give your instructions directly to the relevant person.

3. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, you must complete a separate proxy form for each proxy and specify against the proxy's name the number of shares over which the proxy has rights. If you are in any doubt as to the procedure to be followed for the purpose of appointing more than one proxy you must contact Kitwell Administration Limited, 82 Millacres, Station Road, Ware SG12 9PU. If you fail to specify the number of shares to which each proxy relates, or specify a number of shares greater than that held by you on the record date, your proxy appointments will be invalid.

4. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at their discretion. Your proxy will vote (or abstain from voting) as they think fit in relation to any other matter which is put before the meeting.

Appointment of proxy using hard copy proxy form

5. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote. To appoint a proxy using the proxy form, it must be:

   5.1 completed and signed;

   5.2 sent or delivered to the Company's registrars at Kitwell Administration Limited, 82 Millacres, Station Road, Ware SG12 9PU or by email to mike@kitwelladmin.com; and

   5.3 received by Kitwell Administration Limited no later than 1100 hrs on 22 February 2026.

6. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

7. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Appointment of proxy by joint members

8. In the case of joint holders of shares, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder (being the first named holder in respect of the shares in the Company's register of members) will be accepted.

Changing proxy instructions

9. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut off time for receipt of proxy appointments specified in those paragraphs also applies in relation to amended instructions. Any amended proxy appointment received after the specified cut off time will be disregarded.

10. Where you have appointed a proxy using the hard copy proxy form and would like to change the instructions using another hard copy proxy form, please contact Kitwell Administration Limited. If you submit more than

one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointments

11. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Kitwell Administration Limited. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

12. The revocation notice must be received by the Company no later than 1100 hrs on 22 February 2026.

13. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to paragraph 14 below, your proxy appointment will remain valid.

14. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.

Corporate representatives

15. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.

Total voting rights

16. As at 1800 hrs on 20 January 2026 (being the last business day prior to the publication of this notice), the Company's issued share capital comprised 34,525,775 ordinary shares of €0.005 each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 1800 hrs on 20 January 2026 is 34,525,775.

Communication

17. Except as provided above, members who have general queries about the meeting should contact the Company's registrar, Kitwell Administration Limited, 82 Millacres, Station Road, Ware SG12 9PU or by email to mike@kitwelladmin.com.

WINIT365 Group Plc
(Incorporated in England with registered number 11079110)
(the **"Company"**)

Annual General Meeting

FORM OF PROXY

I/We ____ (PRINT NAME)

of ____ (PRINT ADDRESS)

Before completing this form, please read the explanatory notes below.

I/We being a member of the Company appoint the chairman of the meeting or (see note 3 below)

as my/our proxy to attend, speak and vote on my/our behalf at the annual general meeting of the Company to be held at 16 Great Queen Street, London WC2B 5DG, England at 1100 hrs (BST) on 24 February 2026 and at any adjournment of the meeting.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an "X". If no indication is given, my/our proxy will vote or abstain from voting at his discretion and I/we authorise my/our proxy to vote (or abstain from voting) as he thinks fit in relation to any other matter which is properly put before the meeting.

	Ordinary resolutions	*For*	*Against*	*Withheld*
1.	To receive the reports and accounts for the financial period ended 31 December 2024.			
2.	To re-elect Damion Greef as a director.			
3.	To reappoint Grant Thornton UK LLP as auditors.			
4.	To authorise the directors to allot relevant securities.			
	Special resolution	*For*	*Against*	*Withheld*
5.	To disapply statutory pre-emption rights relating to the allotment of equity securities.			

Signature: ________________________

Date: ________________________

Notes to the proxy form:

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.

2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.

3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the chairman of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the chairman and give them the relevant instructions directly.

4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, you must complete a separate proxy form for each proxy and specify against the proxy's name the number of shares over which the proxy has rights. If you are in any doubt as to the procedure to be followed for the purpose of appointing more than one proxy you must contact the Company's registrars, Kitwell Administration Limited, at the address specified below. If you fail to specify the number of shares to which each proxy relates, or specify a number of shares greater than that held by you on the record date, your proxy appointments will be invalid.

5. To direct your proxy how to vote on the resolutions mark the appropriate box with an "X". If no voting indication is given, your proxy will vote or abstain from voting at his/her discretion. Your proxy will vote (or abstain from voting) as he/she thinks fit in relation to any other matter which is put before the meeting. To abstain from voting on a resolution, select the relevant "Withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against a resolution.

6. To appoint a proxy using this form, the form must be:

   6.1 completed and signed;

   6.2 sent or delivered to the Company's registrars, Kitwell Administration Limited, 82 Millacres, Station Road, Ware SG12 9PU or by email to mike@kitwelladmin.com; and

   6.3 received by the Company's registrars no later than 1100 hrs on 22 February 2026.

7. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

8. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

9. In the case of joint holders of shares, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder (being the first named holder in respect of the shares in the Company's register of members) will be accepted.

10. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

11. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.

12. Please complete and return to: Kitwell Administration Limited, 82 Millacres, Station Road, Ware SG12 9PU, England, or by email to mike@kitwelladmin.com.