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If you 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 the sale or transfer was effected, for delivery to the purchaser or transferee. If you have sold only part of your holding of Existing Ordinary Shares, please contact your stockbroker, bank or other agent through whom the sale or transfer was effected immediately.

The Directors (whose names and functions appear on page 4 of this document) and AMTE Power (whose registered office appears on page 4 of this document) accept responsibility, both collectively and individually, for the information contained in this document and compliance with the AIM Rules. To the best of the knowledge and belief of the Directors and AMTE Power, the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

AIM is a market 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 United Kingdom Listing Authority. 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 London Stock Exchange has not itself examined or approved the contents of this document. Prospective investors should read this document in its entirety.



AMTE POWER

AMTE Power plc

(Incorporated under the Companies Act 2006 and registered in England and Wales with registered number 08490522)

Proposed £5 million convertible bond facility
and
Notice of General Meeting

Your attention is drawn to the letter from the Chairman of AMTE Power which is set out in Part I of this document and which contains, amongst other things, the Directors' unanimous recommendation that you vote in favour of the Resolutions to be proposed at the General Meeting.

Notice of a General Meeting of AMTE Power plc, to be held at Scotland House, 58 Victoria Embankment, London EC4Y 0DS at 10.00 a.m. on 3 November 2022, 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 AMTE Power's registrars, Neville Registrars, Neville House, Steelpark Road, Halesowen B62 8HD, by not later than 10.00 a.m. on 1 November 2022 (or, if the General Meeting is adjourned, 48 hours (excluding any part of a day that is not a working day) before the time fixed for the adjourned meeting). Completion and return of Forms of Proxy will not preclude Shareholders from attending and voting at the General Meeting should they so wish.

Shareholders who hold their Existing Ordinary Shares in uncertificated form in CREST may alternatively use the CREST Proxy Voting Service in accordance with the procedures set out in the CREST Manual as explained in the notes accompanying the Notice of General Meeting at the end of this document. Proxies submitted via CREST must be received by Neville Registrars Limited (ID 7RA11) by no later than 10.00 a.m. on 1 November 2022 (or, if the General Meeting is adjourned, 48 hours (excluding any part of a day that is not a working day) before the time fixed for the adjourned meeting). The appointment of a proxy using the CREST Proxy Voting Service will not preclude Shareholders from attending and voting in person at the General Meeting should they so wish.

A copy of this document is available, subject to certain restrictions relating to persons resident in certain overseas jurisdictions, at AMTE Power's website www.amtepower.com/investors.

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 “believes”, “estimates”, “plans”, “projects”, “anticipates”, “expects”, “intends”, “may”, “will”, 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, among 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 differ materially from those expressed or implied by the forward-looking statements.

Forward-looking statements may and often do differ materially from actual results. 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 currently available, they may prove to be incorrect. Save as required by law or by the AIM Rules, AMTE Power undertakes no obligation to publicly release 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.

Presentation of financial information

Certain data in this document, including financial, statistical and operational information has been rounded. As a result of the rounding, the totals of data presented in this document may vary slightly from the actual arithmetical totals of such data. Percentages in tables have been rounded and, accordingly, may not add up to 100 per cent. In this document, references to “pounds sterling”, “£”, “pence” and “p” are to the lawful currency of the United Kingdom.

No incorporation of website information

The contents of AMTE Power’s website or any hyperlinks accessible from AMTE Power’s website do not form part of this document and Shareholders should not rely on them.

Interpretation

Certain terms used in this document are defined and certain technical and other terms used in this document are explained at the section of this document under the heading “Definitions”.

All times referred to in this document and the Form of Proxy are, unless otherwise stated, references to London time.

All references to legislation in this document and the Form of proxy are to the legislation of England and Wales unless the contrary is indicated. Any reference to any provision of any legislation or regulation shall include any amendment, modification, re-enactment or extension thereof.

Words importing the singular shall include the plural and vice versa, and words importing the masculine gender shall include the feminine or neutral gender.

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DIRECTORS, SECRETARY AND ADVISERS

Directors	David Morgan Kevin Brundish Alan Hollis James Hobson Rt. Hon. Viscount Thurso PC Alyson Levett Adam Park	<i>(Independent Non-Executive Chair)</i> <i>(Chief Executive Officer)</i> <i>(Chief Executive Officer Designate)</i> <i>(Chief Financial Officer)</i> <i>(Senior Independent Director)</i> <i>(Independent Non-Executive Director)</i> <i>(Non-Executive Director)</i>
	All of whose business address is at AMTE Power's head office	
Registered office	Suite 1, 3rd Floor 11-12 St. James's Square London SW1Y 4LB	
Head office	140 Eastern Avenue Milton Park Oxfordshire OX14 4SB	
Company website	www.amtepower.com	
Company secretary	Vistra Company Secretaries Limited First Floor 10 Temple Back Bristol BS1 6FL	
Nominated Adviser and Joint Broker	WH Ireland Limited 24 Martin Lane London EC4R 0DR	
Joint Broker	Panmure Gordon (UK) Limited One, New Change London EC4M 7AF	
Legal advisers to AMTE Power	Osborne Clarke LLP One London Wall London EC2Y 5EB	
Registrars	Neville Registrars Limited Neville House Steelpark Road Halesowen West Midlands B62 8HD	
Financial public relations advisers	Capital Markets Communications Limited (t/a Camarco) 3rd Floor, Cannongate House 62-64 Cannon Street London EC4N 6AE	

DEFINITIONS

The following definitions apply throughout this document and the Form of Proxy unless the context otherwise requires:

“Act”	the Companies Act 2006 (as amended)
“AIM”	AIM, a market operated by the London Stock Exchange
“AIM Rules”	the AIM Rules for Companies published by the London Stock Exchange from time to time
“Arena”	Arena Investors LP, together with its affiliates
“certificated form” or “in certificated form”	an Ordinary Share recorded on a company’s share register as being held in certificated form (namely, not in CREST)
“Company” or “AMTE Power”	AMTE Power plc, a company incorporated and registered in England and Wales under the Act with registered number 08490522
“Conversion Shares”	such number of new Ordinary Shares as is required to be issued following the conversion of any amounts outstanding under the Proposed Facility in accordance with the terms of the Definitive Documents
“Convertible Loan Notes”	the convertible loan notes described in Part I of this document proposed to be issued under the Proposed Facility
“CREST”	the relevant system (as defined in the CREST Regulations) in respect of which Euroclear is the operator (as defined in those regulations)
“CREST Regulations”	the Uncertificated Securities Regulations 2001 (S.I. 2001 No. 3755)
“Definitive Documents”	the definitive and legally binding contractual documentation proposed to be entered into between Arena and the Company
“Directors” or “Board”	the directors of the Company whose names are set out on page 4 of this document, or any duly authorised committee thereof
“Euroclear”	Euroclear UK & International Limited, the operator of CREST
“Existing Ordinary Shares”	the 35,988,580 Ordinary Shares in issue at the date of this document, all of which are admitted to trading on AIM
“FCA”	the UK Financial Conduct Authority
“Form of Proxy”	the form of proxy for use in connection with the General Meeting which accompanies this document
“General Meeting”	the general meeting of AMTE Power to be held at Scotland House, 58 Victoria Embankment, London EC4Y 0DS at 10.00 a.m. on 3 November 2022 (or any adjournment thereof), notice of which is set out at the end of this document
“Group” or “AMTE Power Group”	the Company, its subsidiaries and its subsidiary undertakings

“Heads of Terms”	the non-binding heads of terms (save in respect of exclusivity, expenses, governing law, confidentiality and indemnification) in respect of the Proposed Facility, signed by Arena and the Company on 14 October 2022
“London Stock Exchange”	London Stock Exchange plc
“New Ordinary Shares”	together, the Conversion Shares and the Warrant Shares
“Notice of General Meeting”	the notice convening the General Meeting which is set out at the end of this document
“Ordinary Shares”	ordinary shares of 0.5 pence each in the capital of the Company
“Proposed Facility”	the proposed £5 million convertible bond facility with Arena, further details of which are set out in Part I of this document
“Registrars”	Neville Registrars Limited
“Resolutions”	the resolutions set out in the Notice of General Meeting
“Shareholders”	holders of Ordinary Shares from time to time
“Takeover Code”	the City Code on Takeovers and Mergers
“UK” or “United Kingdom”	the United Kingdom of Great Britain and Northern Ireland
“UKBIC”	United Kingdom Battery Industrialisation Centre
“US” or “United States”	the United States of America, each State thereof, its territories and possessions (including the District of Columbia) and all other areas subject to its jurisdiction
“uncertificated” or “in uncertificated form”	an Ordinary Share recorded on a company’s share register as being held in uncertificated form in CREST and title to which, by virtue of the CREST Regulations, may be transferred by means of CREST
“VWAP”	three lowest day volume weighted average price over a 15-trading day look back period
“Warrant Shares”	such number of new Ordinary Shares as is required to be issued following exercise of the Warrants in accordance with the terms of the Definitive Documents

PART I

LETTER FROM THE INDEPENDENT NON-EXECUTIVE CHAIR OF AMTE POWER PLC

AMTE Power plc

(Incorporated under the Companies Act 2006 and registered in England and Wales with registered number 08490522)

Directors:

David Morgan
Kevin Brundish
Alan Hollis
James Hobson
Rt. Hon. Viscount Thurso PC
Alyson Levett
Adam Park

Registered office:

(Independent Non-Executive Chair)
(Chief Executive Officer)
(Chief Executive Officer Designate)
(Chief Financial Officer)
(Senior Independent Director)
(Independent Non-Executive Director)
(Non-Executive Director)

Suite 1, 3rd Floor
11-12 St. James's Square
London SW1Y 4LB

17 October 2022

Dear Shareholder,

Proposed £5 million convertible bond facility

and

Notice of General Meeting

Introduction

The Board announced earlier today that AMTE Power, having explored alternative sources of finance, has signed non-binding Heads of Terms to enter into a proposed £5 million convertible bond facility with Arena.

The Proposed Facility follows the recent signing of a production contract with the UKBIC, announced on 6 October 2022, for the Company's six minute re-chargeable Ultra High Power cells, and it is expected that the Proposed Facility would give the Company the financial capability to secure and execute on production contracts for both of these, and other cells to be produced at Thurso. The Proposed Facility would also provide general working capital for the Group into the second quarter of 2023, at which point it anticipates producing cells under customer production contracts at the UKBIC.

Further to the uses outlined above, the Proposed Facility would also be used to enable the Group to:

- conclude the development for initial commercialisation of each of its core cells: the Ultra High Power, the Ultra Safe and the Ultra Prime;
- meet the operating costs and capital expenditure required to produce and sell into the Company's target markets:
 - the Ultra High Power cell, which is expected to commence commercial production at the UKBIC in early 2023;
 - the Ultra Safe cell, which is expected to commence commercial production at Thurso in 2023; and
 - the Ultra Prime cell, which is expected to be produced for initial supply in 2023, with commercial production anticipated at Thurso in 2024.

The purpose of this document is, amongst other things, to provide you with more information about the background to and reasons for the Proposed Facility, to explain why the Board considers the Proposed Facility to be in the best interests of AMTE Power and its Shareholders

as a whole and why the Directors 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, as they intend to do in respect of their beneficial holdings amounting, in aggregate, to 2,614,048 Existing Ordinary Shares, representing approximately 7.26 per cent. of the existing issued ordinary share capital of AMTE Power.

Details of the Proposed Facility

Under the Heads of Terms, which are non-binding save in respect of exclusivity, expenses, governing law, confidentiality and indemnification, Arena would provide an interest free, unsecured bond facility to the Company for a total amount of up to £5 million, available for drawdown in three tranches: £3 million on completion of the Proposed Facility and two further tranches of £1 million each at least 60 days following drawdown of the previous tranche, provided that no more than £4 million is outstanding under the Proposed Facility at the relevant time. The subscription price payable by Arena would amount to 92 per cent. of the principal value of each tranche. It is further anticipated that the Company would pay an upfront fee equal to 3 per cent. of the Proposed Facility which would be deducted from the first drawdown tranche.

Arena would be entitled to convert outstanding amounts (in minimum instalments of £150,000) under the Proposed Facility into new Ordinary Shares, at a price per share equal to 95 per cent. of the VWAP prior to the date of its conversion notice. Any amounts not so converted would become repayable on the second anniversary of drawdown.

Arena would be unable to convert any amounts outstanding under the Proposed Facility where such conversion would mean that it would become interested (as defined in the Takeover Code) in more than 29.9 per cent. of the Ordinary Shares, save in circumstances where such conversion is conditional upon the Company's independent shareholders waiving the obligation on Arena to make a mandatory bid for the remaining Ordinary Shares under Rule 9 of the Takeover Code.

In addition, Arena would be entitled to receive warrants, exercisable until the third anniversary of the Proposed Facility, to subscribe for £1.5 million of new Ordinary Shares at a price of 82.04 pence per Ordinary Share, representing a premium of 20 per cent. to the VWAP on 14 October 2022.

The Proposed Facility would be capable of redemption in cash at any time by the Company at 115 per cent. of the principal amount then outstanding.

It is expected that the Proposed Facility will contain certain covenants, representations and warranties and events of default typical for a facility of this type and size.

Under the Heads of Terms, the Company has agreed, subject to limited exceptions, not to solicit, accept or encourage any other debt or convertible financing proposal with respect to the Proposed Facility for a period of 60 days following the entry into the Heads of Terms. Further, the Company, in the event of breaching such exclusivity provision, shall pay Arena's costs and expenses.

It is intended that Definitive Document, incorporating the summary terms referenced above, will be entered into as soon as reasonably practicable. Further, the entry into Definitive Documents is conditional upon, amongst other things, the conclusion of due diligence satisfactory to Arena, there being no material adverse change to the Group and Arena remaining satisfied with the financial performance of the Company, the Company's shareholders approving the Resolutions required to implement the Proposed Facility at the General Meeting and other conditions which are customary for a facility of this type.

Accordingly, there can be no guarantee that the Definitive Documents will be entered into or that the Proposed Facility becomes unconditional in which event the Company would not receive the funding under the Proposed Facility.

The Proposed Facility will provide funds for the Group as outlined above and will supersede alternative funding options which the Group has been exploring to support its growing commercial cell production requirements.

Shareholder approval and importance of the vote

In order to provide the Company with the flexibility to be able to enter into Definitive Documents and drawdown under the Proposed Facility as soon as possible, the Company is convening the General Meeting in order to pass the Resolutions.

Shareholders should be aware that, if for any reason (including the Resolutions not being passed at the General Meeting), the Definitive Documents in respect of the Proposed Facility are not entered into or the Proposed Facility does not become unconditional, the Company would need to consider the options available to it in terms of alternative sources of funding. It may be that such sources would not be available or available on favourable terms. Accordingly, if alternative sources of funding anticipated by the Board could not be secured, the Company expects that it would not have sufficient cash for its current level of activities beyond November 2022.

General Meeting

Set out at the end of this document is a notice convening the General Meeting to be held on 3 November 2022 at Scotland House, 58 Victoria Embankment, London EC4Y 0DS at 10.00 a.m., at which the Resolutions will be proposed.

Resolution 1, which will be proposed as an ordinary resolution and which is conditional upon Definitive Documents being entered into, becoming unconditional (save any condition relating to the passing of the Resolutions) and not being terminated in accordance with their terms, is to authorise the Directors to allot relevant securities up to £135,000.00 in nominal value (representing approximately 75 per cent. of the Existing Share Capital) in order to permit the Directors to allot the Conversion Shares and the Warrant Shares in connection with the Proposed Facility, provided that such authority shall expire on the date falling 18 months after the date of the resolution.

Resolution 2, which will be proposed as a special resolution and which is conditional upon the passing of Resolution 1 and Definitive Documents being entered into, becoming unconditional (save any condition relating to the passing of the Resolutions) and not being terminated in accordance with their terms, disapplies Shareholders' statutory pre-emption rights in relation to the allotment of equity securities for cash on a non-pre-emptive basis up to an aggregate nominal amount of £135,000.00 (representing approximately 75 per cent. of the Existing Share Capital) in order to permit the Directors to allot the Conversion Shares and the Warrant Shares in connection with the Proposed Facility only, provided that such authority shall expire on the date falling 18 months after the date of the resolution.

Shareholders should be aware that the authorities being sought pursuant to the Resolutions are necessarily large because the precise numbers of Conversion Shares and Warrant Shares that the Company may be required to issue under the Proposed Facility and the Warrants are not currently known (and will be a function of the prevailing share price at the point of conversion or exercise (as appropriate)). Accordingly, the Resolutions are limited in application to the issue of the Conversion Shares and the Warrant Shares and these authorities cannot be used for any other purpose.

Action to be taken

A Form of Proxy for use at the General Meeting accompanies this document. The Form of Proxy should be completed and signed in accordance with the instructions thereon and returned to AMTE Power's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD, as soon as possible, but in any event so as to be received by no later than 10.00 a.m. on 1 November 2022 (or, if the General Meeting is adjourned, 48 hours (excluding any part of a day that is not a working day) before the time fixed for the adjourned meeting).

If you hold your Existing Ordinary Shares in uncertificated form in CREST, you may vote using the CREST Proxy Voting service in accordance with the procedures set out in the CREST Manual. Further details are also set out in the notes accompanying the Notice of General Meeting at the end of this document. Proxies submitted via CREST must be received by Neville Registrars Limited (ID 7RA11) by no later than 10.00 a.m. on 1 November 2022 (or, if the General Meeting is adjourned, 48 hours (excluding any part of a day that is not a working day) before the time fixed for the adjourned meeting).

The completion and return of a Form of Proxy or the use of the CREST Proxy Voting Service will not preclude Shareholders from attending the General Meeting and voting in person should they so wish.

Directors' intentions and recommendation

The Directors consider the Proposed Facility and the issue of the Warrants to be in the best interests of AMTE Power and its Shareholders as a whole and accordingly recommend unanimously Shareholders to vote in favour of the Resolutions to be proposed at the General Meeting as they intend to do so in respect of their beneficial holdings amounting, in aggregate, to 2,614,048 Existing Ordinary Shares, representing approximately 7.26 per cent. of the existing issued ordinary share capital of AMTE Power.

Yours faithfully,

David Morgan

Independent Non-Executive Chair

NOTICE OF GENERAL MEETING

AMTE Power plc

(Incorporated under the Companies Act 2006 and registered in England and Wales with registered number 08490522)

NOTICE IS HEREBY GIVEN THAT a general meeting of AMTE Power plc (the “**AMTE Power**”) will be held at Scotland House, 58 Victoria Embankment, London EC4Y 0DS at 10.00 a.m. on 3 November 2022 to consider and, if thought fit, to pass the following resolutions of which resolution 1 will be proposed as an ordinary resolution and resolution 2 will be proposed as a special resolution:

ORDINARY RESOLUTION

1. THAT, conditional upon the Definitive Documents (as defined in the circular to shareholders of AMTE Power plc dated 17 October 2022 (the “**Circular**”)) being entered into, becoming unconditional (save for any condition relating to the passing of the Resolutions) and not being terminated in accordance with their terms and in addition to any existing authorities and powers granted to the directors pursuant to section 551 of the Companies Act 2006 (the “**Act**”) prior to the date of the passing of this resolution, the directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Act to exercise all powers of the Company to allot shares in the Company, and grant rights to subscribe for or to convert any security into shares of the Company (such shares, and rights to subscribe for or to convert any security into shares of the Company being “**relevant securities**”) provided that this authority shall be limited to the allotment of up to 27,000,000 new ordinary shares of 0.5 pence each in the capital of the Company in connection with the Proposed Facility (as such term is defined in the Circular), and unless previously renewed, revoked, varied or extended, this authority shall expire on the date which is 18 months from the date of the passing of this resolution except that the Company may at any time before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such an offer or agreement as if this authority had not expired.

SPECIAL RESOLUTION

2. THAT, conditional upon the passing of Resolution 1 and the Definitive Documents being entered into, becoming unconditional (save for any condition relating to the passing of the Resolutions) and not being terminated in accordance with their terms and in addition to any existing authorities and powers given to the directors pursuant to section 570 of the Act prior to the passing of this resolution, the directors be and they are empowered pursuant to section 570(1) and 571(1) of the Act, as applicable, to allot equity securities (as defined in section 560 of the Act) of the Company for cash pursuant to the authority of the directors under section 551 of the Act conferred by Resolution 1, and/or where such allotment constitutes an allotment of equity securities by virtue of section 560(2) of the Act, as if section 561(1) of the Act did not apply to such allotment provided that the power conferred by this resolution shall be limited to the allotment of 27,000,000 new ordinary shares of 0.5 pence each in the capital of the Company in connection with the Proposed Facility and unless previously renewed, revoked, varied or extended this power shall expire on the date falling 18 months after the date of the passing of this resolution except that the Company may before the expiry of this power make an offer or agreement which would or might require equity securities to be allotted under this authority after such expiry and the directors may allot equity securities in pursuance of such offer or agreement as if this power had not expired.

Dated: 17 October 2022

Registered Office:

Suite 1, 3rd Floor
11-12 St James's Square
London SW1Y 4LB

By order of the Board:

Vistra Company Secretaries Limited
Company Secretary

Notes:

Entitlement to attend and vote

1. To be entitled to attend and vote at the meeting, and in order for AMTE Power to determine how many votes they may cast at the meeting, members must be entered in the register of members of AMTE Power by 6.00 p.m. on 1 November 2022 (or, if the meeting is adjourned, not less than 48 hours before the time appointed for holding the adjourned meeting). Changes to the entries on the register of members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.

Voting to be conducted on a poll

2. Voting on all of the proposed resolutions at the meeting will be conducted on a poll rather than on a show of hands.

Voting by proxy

3. A member may appoint another person as proxy to exercise all or any of his/her rights to vote at the meeting. A proxy need not be a member of AMTE Power.
4. You may appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares.
5. You may use the enclosed proxy form to appoint a proxy and give proxy instructions. If a proxy form is not enclosed please contact AMTE Power's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD. If you wish, you may register the appointment of your proxy electronically, by following the instructions in Note 8. Alternatively, CREST members may appoint a proxy or proxies through the CREST electronic proxy appointment service in accordance with paragraphs 9 to 12 of these Notes.
6. If you wish to appoint more than one proxy using the enclosed proxy form, you must complete and return a separate proxy form for each proxy. Photocopies of the enclosed proxy form may be used for that purpose or you may obtain copies from AMTE Power's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD. On each separate proxy form you must: (i) insert the proxy's full name, address and the number of shares in relation to which he/she is authorised to act as your proxy, ensuring that the aggregate number of shares entered on all such proxy forms does not exceed your full voting entitlement; and (ii) tick the box in each proxy form indicating that you are appointing more than one proxy. All proxy forms must be returned together and in accordance with the instructions in the proxy form. Please note that failure to comply with these requirements may invalidate your intended appointments.
7. To be effective, any proxy form or any other instrument appointing a proxy must be completed, signed and sent (together with any power of attorney or other authority under which an appointment is made or a duly certified copy) by post to AMTE Power's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD, to be received not later than 10.00 a.m. on 1 November 2022 (or, if the meeting is adjourned, not less than 48 hours (excluding any part of a day that is not a working day) before the time appointed for holding the adjourned meeting).

Electronic proxy appointment system

8. Proxies may be submitted electronically at www.sharegateway.co.uk by using the Personal Proxy Registration Code as shown on the Form of Proxy. The appointment of a proxy electronically will not be valid if it is (i) received later than 10.00 a.m. on 1 November 2022 (or, if the meeting is adjourned, not less than 48 hours (excluding any part of a day that is not a working day) before the time appointed for holding the adjourned meeting) or (ii) sent to any other electronic address.

Electronic proxy appointment via CREST

9. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the annual general meeting and any adjournments thereof by utilising 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 providers(s), should refer to their CREST Sponsor or voting service provider(s), who will be able to take appropriate action on their behalf.
10. In order for a proxy appointment 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 and Ireland's ("**EUI**") 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 AMTE Power's agent Neville Registrars Limited (ID 7RA11) by 10.00 a.m. on 1 November 2022 (or, if the meeting is adjourned, not less than 48 hours (excluding any part of a day that is not a working day) before the time appointed for holding the adjourned meeting). For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.
11. CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI 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 is necessary to ensure that a message is transmitted by 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.
12. AMTE Power may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

Votes withheld

13. A “vote withheld” column is included on the proxy form and poll cards. A “vote withheld” in respect of any resolution is not a vote in law and will not be counted in the calculation of the proportion of the votes for and against it. Corporate representatives
14. A member which is a corporation may appoint one or more persons to represent it at the annual general meeting and such persons may exercise, on that member’s behalf, all of its powers as a member, provided that, in the case of the appointment of two or more persons, they do not exercise voting rights over the same shares.

Electronic communications

15. Proxy forms and any other instrument appointing a proxy and any power of attorney or other authority under which an appointment is made or a duly certified copy and any notice of termination of the authority of a proxy may be sent by electronic means to the electronic address specified in the enclosed proxy form and will not be validly received by AMTE Power if they are sent to any other electronic address. Only proxy forms and other documents and information of the specified type will be validly received at that address.
16. No electronic address set out in this notice, the enclosed proxy form or any other document relating to the meeting may be used for the purpose of sending information or documents to AMTE Power, including documents or information relating to proceedings at the meeting, except as provided in Note 15.
17. Please note that any electronic communication received by AMTE Power that is found to contain any virus or other malware will not be accepted.

Publication of results

18. As soon as practicable after the meeting, the results of the voting at the meeting and the number of proxy votes cast for and against, and the number of votes withheld, in respect of each resolution will be announced via a Regulatory Information Service and also placed on www.amtepower.com/investors.

