

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant, or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000, if you are resident in the United Kingdom, or if not, another appropriately authorised independent adviser.**

If you have sold or otherwise transferred all of your holdings of Ordinary Shares or Depositary Interests, you should immediately forward this document as soon as possible to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. If you have sold or otherwise transferred some of your Ordinary Shares or Depositary Interests, you should contact the bank, stockbroker or other agent through whom the sale or transfer was effected. However, such documents should not be forwarded or transmitted in or into any jurisdiction in which such act would constitute a violation of the relevant laws of such jurisdiction.

The Notice of Annual General Meeting of InvestAcc Group Limited (the “**Company**”) to be held at 9 a.m. (GMT) on 26 March 2026 is set out at the end of this document. The Annual General Meeting will be held as an in-person meeting at the offices of the Company, 11 Buckingham Street, London, WC2N 6DF.

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## **InvestAcc Group Limited**

*(Incorporated and registered in the British Virgin Islands under the BVI Business Companies Act 2004 with company number 2040956)*

### **Notice of Annual General Meeting**

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You will be able to submit a proxy electronically using the Investor Centre app or at <https://uk.investorcentre.mpms.mufg.com/>. Further details in respect of electronic submission of proxy votes are set out in the Notes to the Notice of Annual General Meeting on page 8. Shareholders of the Company may request a hard copy form of proxy directly from the Company’s registrars, MUFG Corporate Markets, at [shareholderenquiries@cm.mpms.mufg.com](mailto:shareholderenquiries@cm.mpms.mufg.com) or on Tel: 0371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 - 17:30, Monday to Friday excluding public holidays in England and Wales. A Form of Direction for holders of Depositary Interests for use at the Annual General Meeting accompanies this document and, to be valid, must be completed and returned to the Depositary as soon as possible but in any event to be received not later than 9 a.m. (GMT) on 23 March 2026 or 72 hours before any adjourned meeting. Alternatively, an instruction may be submitted by CREST members, by using the CREST electronic proxy appointment service. The return of one or more completed Forms of Proxy or Forms of Direction will not prevent you from attending the Annual General Meeting if you wish to do so (and are so entitled).

No person should construe the contents of this document as legal, tax or financial advice and recipients of this document should consult their own advisers as to the matters described in this document.

This document should be read as a whole. Your attention is drawn to the letter from Mark Hodges, the Chairman of the Company, on pages 4 to 6 of this document in which the Directors recommend that you vote in favour of each of the Resolutions to be proposed at the Annual General Meeting referred to below.

#### **Notice to overseas persons**

The distribution of this document in certain jurisdictions may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

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## DEFINITIONS

<b>"AGM" or "Annual General Meeting"</b>	the Annual General Meeting of the Company to be held at 9 a.m. (GMT) on 26 March 2026, notice of which is set out on page 7 of this document;
<b>"Articles"</b>	means the articles of association of the Company as amended from time to time;
<b>"Company" or "InvestAcc"</b>	means InvestAcc Group Limited, incorporated and registered in the British Virgin Islands with company number 2040956 and registered office at Commerce House, Wickhams Cay 1, Road Town, VG1110, Tortola, British Virgin Islands and UK Establishment at 11 Buckingham Street, London WC2N 6DF;
<b>"CREST"</b>	means the facilities and procedures for the time being of the relevant system of which Euroclear has been approved as the operator pursuant to the CREST Regulations;
<b>"Depository"</b>	MUFG Corporate Markets Trustees (Nominees) Limited;
<b>"Depository Interests"</b>	the dematerialised depository interests issued by the Depository representing Ordinary Shares which may be held and transferred by CREST;
<b>"Directors" or "Board"</b>	the directors of the Company as at the date of this document, whose names are set out on page 4 of this document, and a "Director" means any one of them;
<b>"GMT"</b>	Greenwich Mean Time;
<b>"London Stock Exchange"</b>	London Stock Exchange plc;
<b>"Notice of Annual General Meeting"</b>	the notice convening the Annual General Meeting as set out set out on page 7 of this document;
<b>"Ordinary Shares"</b>	the ordinary shares of no par value of the Company;
<b>"UKCG Code"</b>	the UK Corporate Governance Code published by the Financial Reporting Committee, as amended from time to time;
<b>"Registrar" or "MUFG Corporate Markets"</b>	MUFG Corporate Markets (Guernsey) Limited;
<b>"Resolutions"</b>	the resolutions to be proposed at the Annual General Meeting as set out in the Notice of Annual General Meeting;
<b>"Shareholders"</b>	the holders of Ordinary Shares;
<b>"Sterling" or "£"</b>	pounds sterling, the basic unit of currency in the UK;
<b>"United Kingdom" or "UK"</b>	means the United Kingdom of Great Britain and Northern Ireland; and
<b>"Uncertificated Securities Regulations"</b>	the UK's Uncertificated Securities Regulations 2001 (SI 2001 No. 3755).

## LETTER FROM THE CHAIRMAN

### INVESTACC GROUP LIMITED

*(Incorporated and registered in the British Virgin Islands under the BVI Business Companies Act 2004 with company number 2040956)*

Directors:

**Mark Hodges** (Chair)  
**Will Self** (Chief Executive Officer)  
**Giovanni Castagno** (Senior Independent Non-Executive Director)  
**Helen Copinger-Symes** (Independent Non-Executive Director)  
**Martin Potkins** (Independent Non-Executive Director)  
**James Corsellis** (Non-Executive Director)

Registered Office:

Commerce House  
Wickhams Cay 1  
Road Town, VG1110  
Tortola  
British Virgin Islands

Dear Shareholder,

#### Notice of 2026 Annual General Meeting

##### 1. Introduction

I am pleased to invite you to our 2026 Annual General Meeting which will be held on 26 March 2026 at 9 a.m. (GMT). The Annual General Meeting will be held as an in-person meeting at the offices of InvestAcc Group Limited, 11 Buckingham Street, London, WC2N 6DF.

In addition to highlighting the business to be transacted at the Annual General Meeting, this document explains the background to the Resolutions which will be considered at the Annual General Meeting, why the Directors consider the Resolutions to be in the best interests of Shareholders as a whole and why they recommend that you vote in favour of the Resolutions.

##### 2. Actions to be taken in respect of the Annual General Meeting

You will not receive a hard copy form of proxy with this document. Instead, you will be able to submit a proxy electronically using the Investor Centre app or at <https://uk.investorcentre.mpms.mufg.com/>. You will need to log into your Investor Centre account or register if you have not previously done so. Once you have setup your account you will need to add your shareholding by clicking 'Add Holding' in the 'Portfolio' section and following the on-screen instructions. You will require your Investor Code (IVC) to add your shareholding. You can find your IVC on your share certificate or by contacting our Registrar, MUFG Corporate Markets. Proxies submitted electronically must be submitted by no later than 9 a.m. (GMT) on 24 March 2026.

You may request a hard copy form of proxy directly from the Company's registrar, MUFG Corporate Markets, [shareholderenquiries@cm.mpms.mufg.com](mailto:shareholderenquiries@cm.mpms.mufg.com) or on +44(0)371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 - 17:30 (GMT), Monday to Friday excluding public holidays in England and Wales. Hard copy forms of proxy must be received by no later than 9 a.m. (GMT) on 24 March 2026.

Holders of Depository Interests should refer to the notes on pages 8 to 11 for more information.

The completion and return of a form of proxy, form of direction, submitting a proxy instruction electronically or submitting a CREST proxy instruction will not preclude Shareholders from attending and/or voting at the Annual General Meeting should they so wish.

### **3. How to attend and speak at the meeting**

The Annual General Meeting will be held at the offices of InvestAcc Group Limited, 11 Buckingham Street, London, WC2N 6DF. The Annual General Meeting will commence at 9 a.m. (GMT) on 26 March 2026. Please be prepared to provide evidence of your shareholding and/or identity.

Questions on the day will be taken from Shareholders attending the Annual General Meeting who raise their hand. We would politely remind you that the Directors will not answer questions relating to the individual rights of Shareholders at the Annual General Meeting itself, but if you wish to submit such a question by email, we will respond to the extent we are able.

Shareholders who wish to vote are encouraged to submit their votes by proxy as soon as possible and, in any event, no later than the deadlines set out in paragraph 2 above. The Board recommends that Shareholders appoint the Chairman of the meeting as their proxy.

In the event that our Annual General Meeting arrangements change, the Company will issue a further communication via a regulatory information service. As such, we strongly recommend Shareholders monitor such communications, which can also be found on our website at <https://investaccgroup.com/news-media/>.

### **4. Resolutions**

The business to be conducted at the Annual General Meeting consists of consideration of the following Resolutions which will be proposed as ordinary resolutions which require a simple majority of the votes to be cast in favour of each resolution to be passed.

#### **Resolution 1 – Annual Report and Financial Statements**

Resolution 1 is an ordinary resolution to receive the Annual Report and Financial Statements of the Company for the year ended 31 December 2025, together with the Directors' Report and the Independent Auditor's Report on those Financial Statements, which have been audited by Baker Tilly Channel Islands Limited ("BT").

#### **Resolutions 2 to 7 – Election of Directors**

At the Annual General Meeting, all of the Directors, being Mark Hodges, Will Self, Helen Copinger-Symes, Giovanni Castagno, Martin Potkins and James Corsellis shall retire and offer themselves for election by Shareholders pursuant to Resolutions 2 to 7, in accordance with provision 18 of the UKCGC.

A brief biography of each Director seeking election is available on the Company's website at <https://investaccgroup.com/about-us/leadership-team>

#### **Resolutions 8 and 9 – Re-appointment and remuneration of the auditor**

Resolution 8 is an ordinary resolution to re-appoint BT as the Company's auditor to hold office until the conclusion of the next annual general meeting at which accounts are laid.

Resolution 9 is an ordinary resolution to authorise the Directors to determine the auditors' remuneration.

## **5. Directors' recommendation and voting intentions**

The Directors consider the Resolutions to be in the best interests of the Company and its Shareholders as a whole. Accordingly, the Directors unanimously recommend that Shareholders vote in favour of the Resolutions to be proposed at the Annual General Meeting, as they intend to do in respect of their own beneficial holdings, and for their persons closely associated, amounting to in aggregate, to 29,413,667 Ordinary Shares, representing approximately 59.52 per cent. of the issued shares of the Company as at 2 March 2026, the latest practicable date prior to the publication of this document.

Yours faithfully

Mark Hodges  
Chairman

## NOTICE OF ANNUAL GENERAL MEETING

### INVESTACC GROUP LIMITED

*(Incorporated and registered in the British Virgin Islands under the BVI Business Companies Act 2004 with company number 2040956)*

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of InvestAcc Group Limited (the "**Company**") will be held at the offices of InvestAcc Group Limited, 11 Buckingham Street, London, WC2N 6DF at 9 a.m. (GMT) on 26 March 2026 for the purpose of considering and, if thought fit, passing the following resolutions, each of which will be proposed as an ordinary resolution.

#### ORDINARY RESOLUTIONS

1. THAT the Company's Annual Report and Financial Statements for the year ended 31 December 2025, together with the Directors' Report and the Independent Auditor's Report thereon be received and adopted.
2. THAT Mark Hodges be elected as a Director.
3. THAT Will Self be elected as a Director.
4. THAT Helen Copinger-Symes be elected as a Director.
5. THAT Giovanni Castagno be elected as a Director.
6. THAT Martin Potkins be elected as a Director.
7. THAT James Corsellis be elected as a Director.
8. THAT Baker Tilly Channel Islands Limited be re-appointed as auditor to the Company until the conclusion of the next annual general meeting of the Company.
9. THAT the Directors be authorised to determine the remuneration of the auditor.

The Company's shareholders are recommended to vote in favour of the resolutions detailed above which are being proposed at the meeting.

#### Registered Office

Commerce House  
Wickhams Cay 1  
P.O. Box 3140  
Road Town  
Tortola  
British Virgin Islands  
VG1110

#### BY ORDER OF THE BOARD

Mark Hodges  
Chairman

Date: 2 March 2026

## SHAREHOLDER NOTES

### Arrangements for the Annual General Meeting

The Annual General Meeting will be held at 9 a.m. (GMT) on 26 March 2026 at the offices of InvestAcc Group Limited, 11 Buckingham Street, London, WC2N 6DF.

We would politely remind you that the Directors will not answer questions relating to the individual rights of Shareholders at the Annual General Meeting itself, but if you wish to submit such a question by email, we will respond to the extent we are able.

Shareholders who wish to vote are encouraged to submit their votes by proxy as soon as possible and, in any event, no later than the deadlines set out in paragraphs 3, 4, 7 and 11 below. The Board recommends that Shareholders appoint the Chair of the meeting as their proxy.

In the event that our Annual General Meeting arrangements change, the Company will make a further communication via a regulatory information service. As such, we strongly recommend Shareholders monitor such communications, which can also be found on our website at <https://investaccgroup.com/news-media/>.

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Company's register of members at the close of business on 24 March 2026 shall be entitled to attend and vote at the Annual General Meeting or adjourned meeting (as applicable) in respect of the number of Ordinary Shares registered in their name at the time. Changes to the register of members after that time will be disregarded in determining the rights of any person to attend or vote at the Annual General Meeting.
2. If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak, and vote at the Annual General Meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the hard copy proxy form (if requested). A proxy does not need to be a member of the Company, but must attend the Annual General Meeting to represent you. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. To appoint more than one proxy, please contact the Company's registrars, MUFG Corporate Markets, at the address set out in note 4 below. The Board recommends that Shareholders appoint the Chair of the meeting as their proxy.
3. You will not receive a hard copy form of proxy with this document. Instead, you will be able to submit your proxy electronically via the Investor Centre, a free app for smartphone and tablet provided by



Download on the  
App Store



GET IT ON  
Google Play

MUFG Corporate Markets (the company's registrar). It allows you to securely manage and monitor your shareholdings in real time, take part in online voting, keep your details up to date, access a range of information including payment history and much more. The app is available to download on both the Apple App Store and Google Play, or by scanning the relevant QR code below. Alternatively, you may access the Investor Centre via a web browser at: <https://uk.investorcentre.mpms.mufg.com/>. Proxies submitted electronically must be submitted by no later than 9 a.m. (GMT) on 24 March 2026.

4. You may request a hard copy form of proxy directly from the Registrars, MUFG Corporate Markets at [shareholderenquiries@cm.mpms.mufg.com](mailto:shareholderenquiries@cm.mpms.mufg.com) or on Tel: 0371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 - 17:30 (GMT), Monday to Friday excluding public holidays in England and Wales. To be valid, any hard copy form of proxy and power of attorney or other authority, if any, under which it is signed or a notarially certified or office copy of such power or authority or other instrument appointing a proxy must be completed and returned to MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL no later than 9 a.m. (GMT) on 24 March 2026.
5. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, 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).
6. 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 (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. 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 MUFG Corporate Markets at the contact details noted in note 4 above. 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.
7. In order to revoke a proxy instruction you will need to inform the Company by contacting MUFG Corporate Markets on 0371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 09:00 - 17:30, Monday to Friday excluding public holidays in England and Wales. 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. The revocation notice must be received by MUFG Corporate Markets no later than 9 a.m. (GMT) on 24 March 2026. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.
8. If you are a holder of Depositary Interests, your shares are held on your behalf in the name of MUFG Corporate Markets Trustees (Nominees) Limited, who are the registered shareholder. You can tell them how you want the votes in respect of your shares to be cast at the meeting and any adjournment(s) thereof, by utilising the CREST electronic proxy appointment service as per the procedures described in the CREST Manual (available from [www.euroclear.com](http://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 an instruction made using 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 specifications and must contain the information required for such instruction, as described in the CREST Manual (available via [www.euroclear.com](http://www.euroclear.com)). The message, regardless of whether it constitutes a new instruction or is an amendment to the instruction given previously must,

in order to be valid, be transmitted so as to be received by the Company's registrars (ID: RA10) by not later than 9 a.m. (GMT) on 23 March 2026 or 72 hours before any adjourned meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Application Host) from which the issuer'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 through CREST should be communicated to the Depositary through other means. CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & International Limited 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 ([www.euroclear.com](http://www.euroclear.com)).

10. 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 holders of Depositary Interests in the Company who cannot give voting instructions via CREST should instruct the Depositary to vote in respect of the holder's interest using the Form of Direction enclosed. The completed Form of Direction must be received by the Depositary, MUFG Corporate Markets, PXS 1, Central Square, 29 Wellington Street, Leeds, LS1 4DL together with the original or notarially certified copy of any power of attorney or other power under which it is executed (if any) not later than 9 a.m. GMT on 23 March 2026 or 72 hours before the time appointed for the Annual General Meeting or any adjournment thereof.
12. If you hold your shares via the depositary interest arrangement and would like to attend the Annual General Meeting, please contact the Depositary, contact details of which are set out in the Form of Direction.
13. Depositary Interest holders wishing to attend the meeting should request a Letter of Representation by contacting the Depositary at MUFG Corporate Markets Trustees (Nominees) Limited, Central Square, 29 Wellington Street, Leeds, LS1 4DL or by email to [Nominee.Enquiries@cm.mpms.mufg.com](mailto:Nominee.Enquiries@cm.mpms.mufg.com) by not less than 72 hours (excluding non-business days) before the time appointed for holding the Annual General Meeting or adjournment as the case may be.
14. Appointment of a proxy does not preclude you from attending the Annual General Meeting and voting in person.
15. Unless otherwise indicated on the form of proxy or any other electronic voting instruction, the proxy will vote as they think fit or, at their discretion or withhold from voting
16. Any corporation which is a member of the Company can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same Ordinary Shares.

17. As at 5:00 p.m. (GMT) on the day immediately prior to the date of posting of this Notice of Annual General Meeting, the Company's issued shares comprised 49,420,712 Ordinary Shares. 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 5:00 p.m. (GMT) on the day immediately prior to the date of posting of this Notice of Annual General Meeting is 49,420,712.
18. You may not use any electronic address provided either in this Notice of Annual General Meeting or any related documents (including any hard copy form of proxy) to communicate with the Company for any purposes other than those expressly stated.
19. Any member attending the Annual General Meeting has the right to ask questions.
20. The following documents will be available for inspection at the Company's registered office from the date of this notice until the time of the Annual General Meeting and at the venue of the Annual General Meeting until the conclusion of the Annual General Meeting:
  - a. the service contracts and letters of appointment between the Company and each of the directors of the Company (as applicable); and
  - b. the Company's Articles.

## CONTACT DETAILS

### **InvestAcc Group Limited**

Commerce House  
Wickhams Cay 1  
Road Town, VG1110  
Tortola  
British Virgin Islands  
[www.investaccgroup.com](http://www.investaccgroup.com)

UK Establishment:  
11 Buckingham Street  
London  
WC2N 6DF

### **The Registrar**

MUFG Corporate Markets (Guernsey) Limited  
Mont Crevelt House  
Bulwer Avenue  
St Sampson  
Guernsey  
GY2 4LH

### **The Depositary**

MUFG Corporate Markets Trustees (Nominees) Limited  
Central Square,  
29 Wellington Street,  
Leeds  
LS1 4DL

### **Legal advisers as to English law**

Travers Smith LLP  
10 Snow Hill  
London  
EC1A 2AL  
United Kingdom