



NOTICE OF GENERAL MEETING OF THE SHAREHOLDERS OF
BREWHOUSE & KITCHEN LIMITED ("COMPANY")

(Incorporated and registered in England and Wales under the Companies Act 2006
with registered number 07769260)

NOTICE IS HEREBY GIVEN that a General Meeting (the "Meeting") of the members of the Company will be held at Brewhouse and Kitchen – Southbourne (The Malthouse), 147 Parkwood Rd, Pokesdown, Bournemouth BH5 2BW at **14:30 on 19th November 2025**. You will be asked to consider and vote on the resolutions set out below which can be done in person or via the Proxy Form.

Resolution 1 will be proposed as an ordinary resolution and resolutions 2 and 3 will be proposed as a special resolution:

ORDINARY RESOLUTION

1. **THAT**, the Company may send or supply documents or information to members by making them available on a website or other electronic means.

SPECIAL RESOLUTIONS

2. **THAT**, the issued share capital of the Company be reduced from £11,718,989.50 to £10,902,081.50, by cancelling and extinguishing all 1,633,816 issued deferred shares of £0.50 each in the Company, each of which is fully paid up, and the amount by which the share capital is so reduced be credited to a reserve.
3. **THAT**, the articles of association produced at the Meeting on the date this resolution was passed be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

The following documents are available to download from our website; Current Articles, Proposed Articles, Proxy Form and General Meeting Invite by visiting: <https://www.brewhouseandkitchen.com/shareholders/>. However if you require a printed copy, please request this by emailing shareholder@brewhouseandkitchen.com or calling, texting or by WhatsApp to Ian Lishman on 07738 522 267. Please include confirmation of your current postal address in your request along with your shareholder number. Alternatively, you can inspect physical copies of the proposed articles at our registered offices c/o tba Solutions Ltd, The Old Mill House, Merretts Mills Industrial Centre, Woodchester, Stroud, Glos GL5 5EX during office hours.

Brewhouse and Kitchen Ltd, c/o tba Solutions | The Old Mill House |
Merretts Mills Industrial Centre | Woodchester | Stroud | Gloucester GL5 5EX
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VAT No: 124125947 Company Reg No: 07769260

Notes

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 will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
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.
4. If you do not give your proxy an indication of how to vote on any resolution, 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.

Methods of Voting

5. The methods of voting are as follows:

- **Online:** Complete the Form of Proxy via www.shareview.co.uk by clicking on 'Vote Online.'
- **By post:** Complete and send the Form of Proxy to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA by the deadline of **14:30** on 17 November 2025.
- **In person:** You can vote in person at the Meeting via poll.

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.

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

6. 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).

Changing proxy instructions

7. To change your proxy instructions simply submit a new proxy appointment using the method 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.

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

8. 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 Equiniti Limited at Aspect House,

Spencer Road, Lancing, West Sussex, BN99 6DA. 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 the Company no later than **14:30** on 17 November 2025 to be valid.

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.

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.

Communication

9. Except as provided above, members who have general queries about the Meeting should contact the Company's Registrars, Equiniti Limited:

- **By post:** Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA
- **Online:** www.shareview.co.uk
- **Telephone:** +44 (0)371 384 2030 (lines open from 8:30 am to 5:30 pm, Monday to Friday, excluding public holidays in England and Wales)

You may not use any electronic address provided either:

- in this notice of general meeting; or
- any related documents (including the proxy form),

to communicate with the Company for any purposes other than those expressly stated.