

THIS DOCUMENT AND THE ENCLOSED PROXY FORM ARE IMPORTANT AND REQUIRE YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document and/or as to the action you should take, you are recommended immediately to seek your own independent financial advice from your stockbroker, bank manager, solicitor, accountant or other appropriately qualified independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) if you are in the United Kingdom, or another appropriately authorised independent financial adviser if you are taking advice in a territory outside the United Kingdom.

If you sell or have sold or otherwise transferred all of your ordinary shares in TomCo Energy plc (the “**Company**”), please send this document together with the accompanying form of proxy as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee. However, such documents should not be forwarded to, or transmitted in or into, any jurisdiction where to do so might violate the relevant laws and regulations in that jurisdiction. If you sell or have sold or otherwise transferred only part of your holding of ordinary shares in the Company you should retain these documents.



TOMCO ENERGY PLC

(Incorporated with limited liability in the Isle of Man with registered number 006969V)

Directors:

Malcolm Groat (*Executive Chairman*)
Zac Phillips (*Non-Executive Director*)
Louis Castro (*Non-Executive Director*)
Steven Byle (*Non-Executive Director*)

Registered Office:

First Floor
Sixty Circular Road
Douglas
Isle of Man
IM1 1AE

11 June 2026

Dear Shareholder,

Notice of Annual General Meeting

I have pleasure in sending you a formal notice (the “Notice of AGM”) convening an annual general meeting (the “Annual General Meeting” or “AGM”) of TomCo Energy plc (the “Company”). You are invited to attend the AGM which will be held at the offices of RWK Goodman LLP, 69 Carter Lane, London EC4V 5EQ at 2.00 p.m. on Tuesday, 30 June 2026. The Notice of AGM is set out on pages 4 to 5 of this document.

Explanatory notes in respect of the resolutions to be proposed at the AGM

An explanation of each of the resolutions contained in the Notice of AGM is set out below. For each resolution to be passed, more than half of the votes cast must be in favour of the resolution.

Resolution 1: To receive and adopt the annual report and financial statements for 2024 and 2025

The board of directors (the “Board”) requests that shareholders receive and adopt the audited financial statements of the Company for the financial years ended 30 September 2024 and 30 September 2025 together with the Directors’ reports and Auditors’ reports thereon.

Resolution 2: To ratify the breach of Article 47 of the Company's articles of association

Article 47 of the Company's articles of association requires the Company to hold an AGM within 15 months of the previous AGM which was held on 8 November 2024. Due to an administrative oversight, such time period has been exceeded. Accordingly, the Board requests that shareholders ratify such technical breach of Article 47 and both the 2024 and 2025 audited annual report and financial statements are being proposed for receipt and adoption pursuant to Resolution 1.

Resolution 3: Retirement and re-appointment of Director

Article 78.1.1 of the Company's articles of association requires that one third of the Company's Directors (the "Directors") shall retire at an annual general meeting of the Company (or, if their number is not an integral multiple of three, the nearest number to, but not greater than one third) and such Director(s) may, if they are eligible, offer themselves for re-appointment. The Director who is to retire by rotation at the AGM is Louis Castro, who will offer himself for re-appointment.

Resolution 4: Appointment of a Director

Article 77.1.1. of the Company's articles of association requires that shareholders approve the appointment of Steven Byle as a director of the Company, having recently been appointed by the Board on 29 May 2026.

Resolution 5: Use of electronic communications

In order to reduce the cost incurred and associated environmental impact of printing and posting the Company's annual report and financial statements and any other requisite circulars or communications to shareholders, the Company intends to have the flexibility to utilise electronic communications for future correspondence. Article 124 of the Company's articles of association permits the use of electronic communication for such purposes and this resolution seeks shareholder approval to do so pursuant to the requirements of Rule 19 of the AIM Rules for Companies or otherwise.

Subject to such resolution being duly approved at the forthcoming AGM, the Company intends thereafter to write to individual shareholders to ask how they would like to receive information from the Company. Shareholders will typically be able to opt to: (i) continue to receive hardcopy documents if they so wish; (ii) register their email address to receive notifications electronically whenever such documents are published on the Company's website; or (iii) by default, receive a letter to notify them when such documents are uploaded and available to view and/or download from the Company's website.

Action to be taken by shareholders

You can use your vote in respect of your shareholding by attending the meeting in person or by completing and returning the accompanying Form of Proxy in accordance with the instructions thereon in order to appoint a proxy to attend the meeting, speak and vote on your behalf.

Please ensure that you add your full name, post code and shareholder reference number if known. Once completed and signed, please return to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY.

To be valid, your proxy instruction must be received by Computershare by no later than **2.00 p.m. on Friday, 26 June 2026**.

Please remember that if you are the beneficial owner of shares who has been nominated by a registered holder to enjoy information rights, in order to vote you must contact the registered holder of the shares i.e. the nominee or custodian who looks after your shares on your behalf.

Recommendation

The Board considers that the resolutions to be proposed at the AGM are in the best interests of the Company and its shareholders as a whole. Accordingly, your Directors unanimously recommend that shareholders vote in favour of all of the resolutions, as they intend so to do in respect of their own shareholdings.

Yours faithfully

Malcolm Groat

Executive Chairman

NOTICE OF ANNUAL GENERAL MEETING

TOMCO ENERGY PLC

(the “Company”)

(Incorporated in the Isle of Man with registered number 006969V)

NOTICE IS HEREBY GIVEN that an Annual General Meeting (“AGM”) of the members of the Company will be held at 2.00 p.m. on 30 June 2026 at the offices of RWK Goodman LLP, 69 Carter Lane, London EC4V 5EQ for the purpose of considering and, if thought fit, passing the followings resolutions:

1. To receive and adopt the report of the Directors’ and audited financial statements of the Company for the financial years ended 30 September 2024 and 2025, together with the reports of the auditors thereon.
2. That the breach of Article 47 of the Company’s articles of association, by reason of the Company’s failure to hold an AGM within 15 months of the previous AGM held on 8 November 2024, be ratified.
3. To re-appoint Louis Castro as a director of the Company, who retires by rotation and offers himself for re-appointment.
4. To appoint Steven Byle as a director of the Company, having been previously appointed by the Board on 29 May 2026.
5. To approve the Company’s use of electronic communications to shareholders pursuant to the requirements of Rule 19 of the AIM Rules for Companies or otherwise.

By Order of the Board

Abacus Trust Company Limited

Company Secretary

Registered office: First Floor, Sixty Circular Road, Douglas, Isle of Man IM1 1AE

Date: 11 June 2026

Notes:

1. A member of the Company entitled to attend and vote at the meeting may appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a member of the Company. Completion and return of the enclosed proxy form will not prevent a member from attending and voting in person should they subsequently wish to do so.
2. A form of proxy is enclosed which, to be valid, must be completed, signed and delivered, together with the power of attorney or other authority (if any) under which it is signed (or a certified copy of such authority) to the Company’s registrars being Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY as soon as possible and, in any event, not less than 48 hours before the time appointed for the meeting or any adjourned meeting. Please refer to the notes section to the enclosed proxy form for details of how to return the form to Computershare Investor Services PLC.
3. Pursuant to regulation 22 of the Uncertificated Securities Regulations 2006 of the Isle of Man only those shareholders registered in the Company’s register of members 48 hours prior to the time appointed for the meeting or any adjourned meeting shall be entitled to attend, speak and vote at the AGM. Changes to the register of members after the relevant deadline shall be disregarded in determining the rights of any person to vote at the AGM. Shareholders are encouraged to appoint the Chairman of the AGM to act as their proxy and vote in respect of their shares. It is currently anticipated that Malcolm Groat will be appointed as the Chairman of the AGM.
4. The Company requests that if any shareholders choose not to attend the AGM but have any question(s) that they would have liked to have put to the Board in person, they email the question(s) along with their contact information to info@tomcoenergy.com. The Company will endeavour to provide an answer(s) as soon as practicable and, where appropriate, will publish them on the Company’s website.

In the event that the Company’s AGM arrangements are required to change, for whatever reason, the Company will issue an update by way of an announcement via a regulatory information service. As such, we strongly recommend that shareholders monitor for any such announcement, which will also be made available on the Company’s website at: www.tomcoenergy.com.