

## Notice of meeting

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**Notice is hereby** given that the SEVENTY SIXTH Annual General Meeting of the members of Braime Group PLC (the 'Company') will be held at the registered office of the Company at Hunslet Road, Leeds, LS10 1JZ on 18th June 2026 at 11.45am.

### Ordinary Resolutions

1. To receive and adopt the report of the directors, the statement of accounts and the directors' remuneration report, for the year ended 31st December 2025, and the report of the auditor thereon.
2. To confirm the dividends paid on 17th October 2025 and 22nd May 2026 on the Ordinary and 'A' Ordinary shares.
3. To re-appoint as a director C. O. Braime, who is retiring by rotation in accordance with the Company's Articles of Association and, being eligible, offers himself for re-election.
4. To re-appoint as a director A. Q. Braime, who is retiring by rotation in accordance with the Company's Articles of Association and, being eligible, offers himself for re-election.
5. To re-appoint as a director P. Stockdale, who is retiring by rotation in accordance with the Company's Articles of Association and, being eligible, offers himself for re-election.
6. To re-appoint Azets as auditor, to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company at which accounts are laid.
7. To authorise the directors to set the remuneration of the auditor.



By order of the board,  
**Cielo Cartwright** Secretary  
Hunslet Road, Leeds, LS10 1JZ

24th April 2026

## Notice of meeting (continued)

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### ACCOMPANYING NOTES

1. A member entitled to vote at the meeting is entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not also be a member of the Company. A form of proxy which may be used to make such appointment and give proxy instructions accompanies this notice. A member may not appoint more than one proxy to exercise rights attached to any one share. To be valid, the form of proxy must be received at the Company's registered office at Hunslet Road, Leeds LS10 1JZ by no later than 11:45am on 16th June 2026.
2. The return of a completed form of proxy will not prevent a shareholder attending the Annual General Meeting and voting in person if he/she wishes to do so.
3. In accordance with the Company's Articles of Association, holders of the 'A' Ordinary shares are entitled to attend, but not to vote at this meeting.
4. There will be available for inspection at the registered office during the Company's usual business hours (Saturdays, Sundays and public holidays excluded) from the date of this notice until the date of the Annual General Meeting and for at least fifteen minutes prior to and during the meeting: a statement for the period of twelve months to 31st December 2025 of all transactions of each director and, so far as he/she can reasonably ascertain, of his/her family interests in the Ordinary shares of the Company; the service contract of each executive director, where applicable and the letter of appointment of each non-executive director.
5. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Annual General Meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a 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.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a 'CREST Proxy Instruction') must be properly authenticated in accordance with CRESTCo's specifications, and must contain the information required for such instruction, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID 7RA11) by 11.45am on 16th June 2026. 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 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 to proxies appointed through CREST should be communicated to the appointee through other means.

CREST members and, where applicable, their CREST sponsors, or voting service providers should note that CRESTCo does not make available special procedures in CREST for any particular message. 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, 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 system providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

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.

6. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those shareholders registered on the Register of Members (the Register) of the Company as at 11.45am on 16th June 2026 (the Specified Time) shall be entitled to attend and vote at the Annual General Meeting in respect of the number of shares registered in their names at that time. Changes to entries on the Register after the Specified Time shall be disregarded in determining the rights of any person to attend and vote at the Annual General Meeting. Should the Annual General Meeting be adjourned, to be entitled to attend and vote at the adjourned Annual General Meeting, shareholders must be entered on the Register at the time which is 48 hours (excluding non-working days) before the time fixed for the adjourned Annual General Meeting or, if the Company gives notice of the adjourned Annual General Meeting, at the time specified in the Notice.

## Explanatory notes of resolutions

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The following notes give an explanation of the proposed resolutions. Resolutions 1 to 7 inclusive are proposed as Ordinary resolutions. This means that for each of those resolutions to be passed, more than half of the votes cast must be in favour of the resolution.

**The directors consider that all of the resolutions to be proposed at the AGM are in the best interests of the Company and its shareholders as a whole and unanimously recommend that shareholders vote in favour of all of the resolutions, as the directors intend to do in respect of their own beneficial holdings.**

### BUSINESS TO BE TRANSACTED AT THE AGM

Details of the resolutions which are to be proposed at the AGM are set out below.

#### Ordinary resolutions

**1. To receive and adopt the report and accounts**

The directors are required to present the accounts for the year ended 31st December 2025 to the meeting.

**2. Confirmation of dividends**

To confirm the interim dividend on the Ordinary and 'A' Ordinary shares of 6.00p per share paid on 17th October 2025 and 10.50p per share paid on 22nd May 2026.

**Re-appointment of directors**

The Articles of Association of the Company require the nearest number to one third of the directors to retire at each Annual General Meeting. The following directors are retiring by rotation in accordance with the Company's Articles of Association and, being eligible, offers themselves for re-election.

3. C. O. Braime

4. A. Q. Braime

5. P. Stockdale

**6. Re-appointment of the auditor**

The Company is required to appoint its auditor at each Annual General Meeting to hold office until the next such meeting at which accounts are presented.

**7. Remuneration of the auditor**

The resolution proposes the reappointment of the Company's existing auditor, Azets, and authorises the directors to agree their remuneration.

The Company's 2026 AGM will be held at the registered office of the Company at Hunslet Road, Leeds, LS10 1JZ on 18th June 2026 at 11.45am.

PROXY

If your shares are held through CREST you may submit your proxy appointment via the CREST proxy voting system. Please refer to note 5 to the Notice of Meeting.

Number of shares  \* /We

being a Member(s) of Braime Group PLC hereby appoint the Chairman of the meeting, or failing him

as my/our proxy to exercise all or any of my/our rights to attend, speak and vote for me/us in respect of my/our entitlement\* and on my/our behalf at the Annual General Meeting of the Company to be held on 18th June 2026 at 11.45am and at any adjournment of that meeting. The proxy will vote as indicated (or, if no indication is given as to how the proxy will vote on any particular matter, the proxy will exercise his/her discretion as to whether, and if so how, he/she votes) on the undermentioned resolutions or on any other business which may properly come before the meeting.

Please tick here if this proxy appointment is one of multiple appointments being made by the same shareholder.\*

\* For the appointment of more than one proxy, please refer to the Explanatory Notes.

Resolutions	For	Against	Vote Withheld
1) Adoption of report and accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2) To confirm dividends	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3) Re-election of C. O. Braime	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4) Re-election of A. Q. Braime	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5) Re-election of P. Stockdale	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6) To re-appoint the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7) To authorise the directors to fix the remuneration of the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Dated

Signature

Please mark this box if signing on behalf of the shareholder under a Power of Attorney or as a Receiver or other representative.

Form of Proxy: Explanatory Notes

- To be valid, this form of proxy must be deposited at the Company's registered office at Hunslet Road, Leeds, LS10 1JZ, not later than 48 hours before the time fixed for the meeting.
- You may appoint one or more proxies of your choice. If you wish to appoint as your proxy someone other than the Chairman, you must delete the reference to the Chairman of the meeting and insert the name of your chosen proxy in the box on the form. The proxy must attend the meeting in person to represent the member. A proxy need not be a member of the Company. Any amendment to the proxy must be initialled by the signatory. If the proxy is being appointed in relation to part of your holding only, please enter in the box next to the proxy's name the number of shares in relation to which they are authorised to act as your proxy. If this box is left blank they will be authorised in respect of your full voting entitlement.
- To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the Company or you may photocopy this form. Please indicate in the box the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope. You may not appoint more than one proxy to exercise rights attached to any one share.
- Please indicate with an X either under the column 'For' or the column 'Against' how you wish your proxy to vote. If you wish your proxy to abstain from voting you should indicate with an X under the 'Vote Withheld' column. Selecting 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' or 'Against' a resolution.
- Unless instructed otherwise, the proxy may also vote or abstain from voting as he/she thinks fit on any other business that may properly come before the meeting (including amendments to resolutions).
- This form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. In the case of a corporation, this form should be executed under its common seal (subject to the Companies Act 1985, as amended) or signed on its behalf by an attorney or a duly authorised officer or, if it is subject to the Companies Act 2006 (as amended), in accordance with Section 44 thereof. In the case of joint holders only one need sign. The vote of the senior joint holder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of other joint holders and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
- Completion and return of this form will not prevent a shareholder from attending the meeting and voting in person should the shareholder so wish.
- CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a 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.
- In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a 'CREST' Proxy Instruction') must be properly authenticated in accordance with CRESTCo's specifications, and must contain the information required for such instruction, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID 7RA11) by 11.45am on 16th June 2026. 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 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 to proxies appointed through CREST should be communicated to the appointee through other means.
- 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 permitted by regulation 41 of the Uncertificated Securities Regulations 2001 as amended, only those persons whose names are entered on the register of the Company at 11.45am on 13th June 2025 shall be entitled to attend and to vote in respect of the number of shares registered in their names at that time. Changes to entries on the register of members after that time shall be disregarded in determining the rights of any person to attend and/or vote at the Annual General Meeting.

