

9th January 2019

Dear Shareholder,

Please accept this letter as notification that the Company's Annual Financial Report for the year ended 30 September 2018 and the Notice of the Annual General Meeting has now been published on the Company's website at [www.catenaeinnovation.com/investors/financial-reports](http://www.catenaeinnovation.com/investors/financial-reports).

Please find enclosed the Notice of the Annual General Meeting ("AGM") to be held at 11.00 a.m. on 1 February 2019 ("AGM").

The Directors consider that the proposed resolutions contained in the Notice of AGM are in the best interests of the Company and shareholders as a whole and unanimously recommend that you vote in favour of them, as they intend to do in respect of their own shareholdings.

The Company are now operating a paperless voting process, which is a quicker and more secure method of voting online via our registrars' website. You can however request a paper proxy if you wish from our registrars by calling 0871 664 0300 (calls cost 12p per minute plus network extras). If dialling from overseas please call +44 371 664 0300. Calls from outside the United Kingdom will be charged at the applicable international rate. Lines are open Monday to Friday, 9.00 a.m. – 5.30 p.m.

In order to submit your proxy vote, please visit [www.signalshares.com](http://www.signalshares.com), search for "Catenae Innovation Plc" and then either login or register. To provide clarification on the resolutions, we have included some explanatory notes for your assistance.

We are keen to keep you up to date with on going Company developments and the most effective way for us to do this is electronically, however we need your permission to communicate with you in this way. If you would like to receive general communications from the Company via e-mail rather than post in the future, please register your e-mail address at [www.signalshares.com](http://www.signalshares.com).

Yours Sincerely



Anthony Sanders  
Chief Executive

## **Explanatory notes to the resolutions**

### **Resolution 1 – Annual Report and Accounts**

The Directors are required to present to the AGM for approval the accounts and the report of the Directors for the financial year ended 30 September 2018.

### **Resolution 2 – The Auditors**

Shareholders are asked every year to approve the re-appointment of the Company's auditors, Nexia Smith & Williamson Audit Ltd, and agree that the Directors may approve their remuneration.

### **Resolution 3 – Re-election of Directors**

Anthony Sanders, who retires by rotation in accordance with Article 142 of the Company's Articles of Association, will be standing for re-election.

Biographies of all the Directors appear in the Annual Report and Accounts.

### **Resolutions 4 & 5 – Authority to allot shares and disapplication of pre-emption rights**

The Company's Directors may allot relevant securities only if authorised to do so by shareholders. The authorities granted at the last general meeting are due to expire at this year's AGM.

Accordingly Resolution 4 will be proposed as an ordinary resolution to grant the Directors a general authority, in accordance with section 551 of the Companies Act 2006, to allot shares in the Company or grant rights to subscribe for or to convert any securities into shares up to an aggregate nominal amount of £900,000.

Resolution 5 will be proposed as a special resolution to authorise the Directors to allot equity securities for cash or sell equity securities out of treasury for cash (otherwise than pro rata to existing shareholdings) (i) in connection with an offer by way of rights which is made not strictly in accordance with section 561 of the Companies Act 2006, or (ii) otherwise up to an aggregate nominal amount of £900,000. The resolution will enable the Directors, at their discretion, to allot a limited number of equity securities for cash on a non pre-emptive basis and provide the Directors with greater flexibility to take advantage of business opportunities as they arise.

If passed, these authorities will expire at the conclusion of the next annual general meeting of the Company to be held in 2020 (or, if earlier, on 31 March 2020).