

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to the action you should take, you are recommended to seek your own financial advice from your stockbroker, bank manager, solicitor, accountant, or other independent adviser authorised under the Financial Services and Markets Act 2000 if you are resident in the UK or, if you reside elsewhere, another appropriately authorised financial adviser.

If you have recently sold or transferred all of your shares in MEDPAL AI PLC, please send this notice and the accompanying documents as soon as possible to the purchaser or transferee or to the person who arranged the sale or transfer, so they can pass these documents to the person who now holds the shares.

MEDPAL AI PLC

(incorporated and registered in England and Wales under the Companies Act 2006 with
registered number 13578804)

NOTICE OF ANNUAL GENERAL MEETING

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Notice is hereby given that the Annual General Meeting (AGM) of MEDPAL AI PLC (Company) will be held at the offices of Orana Corporate LLP, 25 Eccleston Place, London, England, SW1W 9NF, on 30 March 2026 at 10 a.m. to consider and, if thought fit, to pass the resolutions set out below. Resolutions 1 to 8 will be proposed as ordinary resolutions and resolution 9 will be proposed as a special resolution.

Ordinary Resolutions

1. THAT the Company's annual accounts for the financial year ended 31 August 2025, together with the directors' report and auditor's report on those accounts, be received and adopted.
2. THAT, Jason Kingsley Drummond, be re-appointed as a Director of the Company.
3. THAT, Kevin Sean O'Neill, be re-appointed as a Director of the Company.
4. THAT, Justin Piers Drummond, be re-appointed as a Director of the Company.
5. THAT, Adam Monaco, be re-appointed as a Director of the Company.
6. To re-appoint RPG Crouch Chapman LLP as auditor of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company.
7. To authorise the Directors to determine the fees payable to the auditor.
8. THAT, the Directors be generally and unconditionally authorised, under and in accordance with section 551 of CA 2006 to exercise all the powers of the Company to allot Equity Securities up to an aggregate nominal amount of £91,030.93 provided that this authority shall expire (unless previously renewed, varied or revoked by the Company in a general meeting) on the earlier of 15 months from the passing of this resolution or the conclusion of the Company's next annual general meeting save that the Company may before such expiry make an offer or agreement which would or might require Equity Securities to be allotted after such expiry and the directors of the Company may allot Equity Securities under such offer or agreement as if the authority conferred by this resolution had not expired.

Special Resolution

9. THAT, subject to and conditional upon the passing of resolution 8 above, the Directors be empowered under section 570 of CA 2006 to allot Equity Securities up to an aggregate nominal amount of £91,030.93 for cash pursuant to the authority conferred under section 551 of the CA 2006 by resolution 8 above as if section 561 of CA 2006 did not apply to any such allotments. Such power shall expire on the earlier of 15 months from the passing of this resolution or the conclusion of the Company's next annual general meeting provided that the Company may before such expiry make offers or agreements which would or might require Equity Securities to be allotted after such expiry and the directors of the Company may allot

Equity Securities under such offers or agreements as if the power conferred by this resolution had not expired.

Dated 5 March 2026

By Order of the Board

Orana Corporate LLP
Company Secretary

NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

1. The following notes explain your general rights as a shareholder and your right to attend and vote at this Meeting or to appoint someone else to vote on your behalf.
2. Pursuant to the Company's Articles of Association, a member of the Company entitled to attend and vote at the meeting convened by this notice is entitled to appoint one or more proxies to exercise any of his rights to attend, speak and vote at that meeting on his behalf.
3. If a member appoints more than one proxy, each proxy must be entitled to exercise the rights attached to different shares. If you submit more than one valid proxy appointment in respect of the same shares, the appointment received last before the latest time for the receipt of proxies will take precedence.
4. A proxy may only be appointed using the procedures set out in these notes and the notes to the form of proxy. To validly appoint a proxy, a member must complete, sign and date the enclosed form of proxy and deposit it at the office of the Company's registrars, Neville Registrars Limited, at Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD, by 10 a.m. on 26 March 2026 (or, in the event that the meeting is adjourned, not less than 48 hours, excluding non-working days, before the time fixed for the holding of the adjourned meeting). Any power of attorney or any other authority under which the form of proxy is signed (or a duly certified copy of such power or authority) must be enclosed with the form of proxy.
5. In order to revoke a proxy appointment, a member must sign and date a notice clearly stating his intention to revoke his proxy appointment and deposit it at the office of the Company's registrars, Neville Registrars Limited, at Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD prior to commencement of the meeting. If the revocation is received after the time specified, the original proxy appointment will remain valid unless the member attends the meeting and votes in person.
6. Pursuant to the Articles of Association, any corporation which is a member of the Company may authorise one or more persons (who need not be a member of the Company) to attend, speak and vote at the meeting as the representative of that corporation. A certified copy of the board resolution of the corporation appointing the relevant person as the representative of that corporation in connection with the meeting must be deposited at the office of the Company's registrars, Neville Registrars Limited, at Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD prior to the commencement of the meeting. If the revocation is received after the time specified, the original corporate representative appointment will remain valid unless the member attends the meeting and votes in person.
7. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy in respect of the same shares, 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).
8. The right to vote at the meeting shall be determined by reference to the register of members of the Company. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001

(as amended), only those persons whose names are entered on the register of members of the Company at 6 p.m. on 26 March 2026 (or, in the event of any adjournment, at 6 p.m. on the date which is two business days prior to the adjourned meeting) shall be entitled to attend and 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 vote at the meeting.

9. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the meeting and any adjournment(s) thereof by using the procedures described in the CREST Manual (available via 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.
10. In order for a proxy appointment or instruction made by means of 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 ("Euroclear") specifications and must contain the information required for such instructions, 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 Company's agent (ID 7RA11) by the latest time for proxy appointments set out in paragraph 4 above. 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 Applications Host) from which the Company'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.
11. CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear 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. 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).
12. Any corporation which is a shareholder can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a shareholder provided that no more than one corporate representative exercises powers in relation to the same shares.
13. Any shareholder attending the Meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the

Meeting but no such answer need be given if: (a) to do so would interfere unduly with the preparation for the Meeting or involve the disclosure of confidential information; (b) the answer has already been given on a website in the form of an answer to a question; or (c) it is undesirable in the interests of the Company or the good order of the Meeting that the question be answered.

14. You may not use any electronic address (within the meaning of Section 333(4) of the Companies Act 2006) provided in either this Notice or any related documents (including the form of proxy) to communicate with the Company for any purposes other than those expressly stated.
15. A copy of this Notice, and other information required by Section 311A of the Companies Act 2006, can be found on the Company's website at <https://www.medpalplc.com/>
16. At 5 March 2026, (being the latest practicable date prior to the publication of this notice) the issued share capital of the Company consisted of 455,154,640 Ordinary Shares of 0.02 pence each in the capital of the Company. Each share carries one vote. The Company held no shares in treasury, therefore the total voting rights in the Company as at 5 March 2026 were 455,154,640.

EXPLANATORY NOTES

Resolutions 1 to 8 are ordinary resolutions and require a simple majority to pass. Resolution 9 is a special resolution and requires a majority of at least 75% to be passed.

Resolution 1 – Report and Accounts (Ordinary Resolution)

Section 437 of CA 2006 requires the Directors to lay copies of the Company's annual accounts and reports for the financial year ended 31 August 2025 before the Company in general meeting before the end of the period for filing them with Companies House. This resolution addresses that requirement.

Resolutions 2 to 5 – Directors (Ordinary Resolution)

In accordance with the Company's Articles of Association certain Directors are required to retire at each Annual General Meeting and, if willing, put themselves forward for re-election by shareholders. Furthermore, Directors appointed since the last Annual General Meeting will automatically be put forward for re-election. Biographical details of all Directors can be found in the Annual Report and on the Company's website at: <https://www.medpalplc.com/board-of-directors>

Resolutions 6 and 7 – Auditors (Ordinary Resolution)

On the recommendation of the Audit Committee, the Board proposes as Resolution 6 that RPG Crouch Chapman LLP be re-appointed as auditor of the Company. Resolution 7 proposes that the Board be authorised to determine the level of the auditor's remuneration.

Resolution 8 – Authority to Allot (Ordinary Resolution)

Under CA 2006, the Directors require shareholder authority to allot Equity Securities. This resolution will, if passed, grant that authority in accordance with section 551 of the CA 2006 in respect of a maximum nominal amount of £91,030.93 which represents approximately 100% of the Company's issued ordinary shares (excluding treasury shares) ("ISC"). The authority granted by this resolution will expire on the earlier of the conclusion of next year's annual general meeting and the date which is 15 months after the resolution is passed.

Resolution 9 – Disapplication of Statutory Pre-Emption Rights (Special Resolution)

Under CA 2006, the Directors require additional shareholder authority to issue Equity Securities for cash without first offering them to the whole shareholder base pro rata to their existing holdings in accordance with the statutory requirements of section 561 CA 2006. This resolution is seeking authority for the Directors to be able to allot Equity Security up to £91,030.93 which represents approximately 100% of the ISC free of those pre-emption rights. This resolution is conditional on resolution 8 being passed.