THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) or, if you are in a country outside the United Kingdom, another appropriately authorised independent financial adviser. If you have sold or otherwise transferred all your shares in the Company, please forward this document to the purchaser or transferee or to the stockbroker, bank or other person through whom the sale or transfer was effected for transmission to the purchaser or transferee.

ANDINA ENERGIES PLC

(incorporated and registered in England and Wales with registered number 08095058)

ADOPTION OF NEW ARTICLES OF ASSOCIATION

NOTICE OF GENERAL MEETING

AND

NOTICES OF CLASS MEETINGS OF THE HOLDERS OF ORDINARY SHARES AND THE HOLDERS OF ENHANCED VOTING SHARES

Notices of the General Meeting, Ordinary Shares Class Meeting and the EVS Class Meeting to be held at the offices of CMS Cameron McKenna Nabarro Olswang LLP at Cannon Place, 78 Cannon Street, London, EC4N 6AF United Kingdom, on 3 December 2026 and commencing respectively at 2.00 p.m., 2.15 p.m. and 2.30 p.m. respectively (or as soon thereafter as the preceding Meeting concludes or is adjourned), are set out at Parts 2 to 4 of this document.

This document should be read as a whole and your attention is drawn to the letter from the Chair on page 3, which recommends that you vote in favour of the Resolutions (as applicable to you). Shareholders are encouraged to VOTE IN FAVOUR of the Resolutions to be proposed at the General Meeting and at each Class Meeting (as applicable to them) and, if their Shares are not held directly, to arrange for their nominee to vote on their behalf.

Capitalised terms used throughout this document shall have the meanings ascribed to them in Part 5 (*Definitions*) of this document, unless the context otherwise requires.

Please note that representatives of Shareholders that are corporations will have to provide a letter of authority confirming their proper appointment when attending the relevant Meetings, and the Company reserves the right to refuse admission to any shareholder representative who is not in possession of such letter. Please contact the Registrar if you need any further guidance on this.

The action to be taken by Shareholders in respect of the relevant Meetings is set out on page 1 of this document. Whether or not you intend to be present at the Meetings, you are urged to complete and return the relevant Forms of Proxy, in accordance with the instructions set out in the notes to the relevant Notice. The Company strongly recommends that Shareholders should vote by appointing the chair of the relevant Meeting as their proxy (giving the chair instructions on how to vote on the Shareholder's shares). To be valid, Forms of Proxy for use at the Meetings must be completed and returned in accordance with the instructions printed thereon to the Company's registrar, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX by no later than 2.00 p.m., 2.15 p.m. or 2.30 p.m. on 1 December 2026 in the case of the General Meeting, the Ordinary Shares Class Meeting or the EVS Class Meeting respectively (or if the relevant Meeting is adjourned, no later than the date that is two working days before the time of the relevant Meeting).

Important notice

The statements contained herein are made as at the date of this document, unless some other time is specified in relation to them, and service of this document shall not give rise to any implication that there has been no change in the facts set forth herein since such date.

This document contains statements about the Company that are or may be forward-looking statements. All statements other than statements of historical facts included in this document may be forward-looking statements. Without limitation, any statements preceded or followed by or that include the words "targets", "plans", "believes", "expects", "aims", "intends", "will", "may", "anticipates", "estimates", "projects" or words or terms of similar substance or the negative thereof are forward-looking statements. Forward-looking statements include statements relating to the following: (i) future capital expenditures, expenses, revenues, earnings, synergies, economic performance, indebtedness, financial condition, dividend policy, losses and future prospects; and (ii) business and management strategies and the expansion and growth of the operations of the Company.

These forward-looking statements are not guarantees of future performance. They have not been reviewed by the auditors of the Company. These forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of any such person, or industry results, to be materially different from any results, performance or achievements expressed or implied by such forward-looking statements. These forward-looking statements are based on numerous assumptions regarding the present and future business strategies of such persons and the environment in which each will operate in the future. You are cautioned not to place undue reliance on the forward-looking statements, which speak only as of the date they were made. All subsequent oral or written forward-looking statements attributed to the Company or any of their members or any persons acting on their behalf are expressly qualified in their entirety by the cautionary statement above. All forward-looking statements included in this document are based on information available to us on the date hereof. Investors should not place undue reliance on such forward-looking statements, and the Company does not undertake any obligation to update publicly or revise any forward-looking statements, save as required by law or regulation.

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SUMMARY OF ACTION TO BE TAKEN

Holders of Ordinary Shares to vote:

At the General Meeting	→	Complete and return the **White** Form of Proxy
At the Ordinary Shares Class Meeting	→	Complete and return the **Blue** Form of Proxy

Holders of Enhanced Voting Shares to vote:

At the General Meeting	→	Complete and return the **White** Form of Proxy
At the EVS Class Meeting	→	Complete and return the **Pink** Form of Proxy

EXPECTED TIMETABLE OF EVENTS

Publication of this circular	17 November 2026
Latest time for receipt of Forms of Proxy and electronic appointments of proxies in respect of the General Meeting	2.00 p.m. on 1 December 2026
Latest time for receipt of Forms of Proxy in respect of the Ordinary Shares Class Meeting	2.15 p.m. on 1 December 2026
Latest time for receipt of Forms of Proxy in respect of the EVS Class Meeting	2.30 p.m. on 1 December 2026
Record time and date for the Meetings	6 p.m. on 1 December 2026
General Meeting	2.00 p.m. on 3 December 2026[3]
Ordinary Shares Class Meeting	2.15 p.m. on 3 December 2026[3]
EVS Class Meeting	2.30 p.m. on 3 December 20263

Notes

1. All references to time in this document are to London time, unless otherwise stated.

2. The times and dates set out in the expected timetable above and mentioned throughout this document may be adjusted by the Company. If any of the times and/or dates change, the revised time(s) and/or date(s) will be notified to shareholders by way of publication on the Company's website at https://andinaplc.com/news/.

3. Or as soon thereafter as the preceding Meeting concludes or is adjourned.

PART 1
LETTER FROM THE CHAIR

ANDINA ENERGIES PLC

(incorporated and registered in England and Wales with registered number 08095058)

Directors

Javier Alvarez
Emilio Berruti
Neil Bleasdale
Julian Collins
Marcelo Comba
Valeria De Oliveira Cezar
Ricardo Huergo
Maria Martinez
Daniel Marx
German Moreno
Evangelina Suarez

Registered Office

1-3 Charter Square,
Sheffield,
England, S1 4HS

17 November 2026

Dear Shareholder(s),

Notice of a General Meeting and Class Meetings of the Company to approve the adoption of new articles of association

1. INTRODUCTION

The purpose of this document is to convene the General Meeting and the Class Meetings, provide an explanation of the proposed new articles of association of the Company (the "**New Articles**"), to propose resolutions to receive the Company's annual accounts for the year ended 31 December 2025 and to re-appoint the Company's auditors, and set out why the Board is unanimously recommending that Shareholders **VOTE IN FAVOUR** of the Resolutions to be proposed at the Meetings (as applicable to them). The full text of the Resolutions to be proposed at each Meeting is set out in Parts 2 to 4 of this document.

2. ARTICLES OF ASSOCIATION

The Board has reviewed the Company's existing articles of association (the "**Existing Articles**"), which were adopted on 24 January 2025 and amended by Shareholders at the annual general meeting held on 13 November 2025.

Following that review, the Board proposes to introduce revised arrangements for the appointment and removal of Directors reflecting the rights of the holders of Enhanced Voting Shares as a class, and to refine the provisions governing transfers of Enhanced Voting Shares. The proposed amendments are intended to provide greater continuity and predictability in the Company's governance as it pursues its long-term business strategy. Building on the Company's existing dual-class share structure, they would give the holders of Enhanced Voting Shares a separate right to elect a majority of the Board, together with related appointment and removal protections. The Board considers that these arrangements would support continuity in strategic oversight as the Company develops and its shareholder base evolves.

The New Articles also remove the borrowing limit linked to twenty times the Adjusted Capital and Reserves and the associated requirement for shareholder approval to exceed that limit. This is intended to give the Board greater

flexibility in arranging financing for the Group's business and investment needs. Given the number and nature of these amendments, the Board considers it preferable to adopt the New Articles in substitution for the Existing Articles.

The key differences between the Existing Articles and the New Articles are summarised below:

- **Appointment of Directors**: Under the Existing Articles, Directors are appointed by ordinary resolution of the Company or by the Board, and no class of Shares has any separate entitlement to appoint Directors. The New Articles provide that, for so long as Enhanced Voting Shares remain in issue, the holders of those shares, voting separately as a class, are entitled to elect that number of Directors representing at least 51% of the total number of Directors (the "**EVS Directors**"), rounded up to the nearest whole number where necessary. The remaining Directors are elected by the holders of Ordinary Shares and Enhanced Voting Shares voting together as a single class. Where no Enhanced Voting Shares are in issue, all Directors are elected by the holders of Ordinary Shares.

- **Shortfall of EVS Directors**: if at any time the number of EVS Directors is less than 51% of the total number of directors, either a majority of the holders of Enhanced Voting Shares shall be entitled to appoint by written notice to the Company, or the EVS Directors may decide to appoint, such additional EVS Directors as necessary to ensure the EVS Directors constitute at least 51% of the total number of directors.

- **Identity of EVS Directors**: Under the New Articles, the Board shall designate the current Directors in office as at the date of adoption of the New Articles as either an EVS Director or Ordinary Director.

- **Removal of Directors:** Under the Existing Articles, any Director may be removed by ordinary resolution. Under the New Articles, an EVS Director may be removed only by a majority of the Enhanced Voting Shares voting separately as a class, and any other Director by a majority of the Ordinary Shares and Enhanced Voting Shares voting together as a single class. Where a resolution is proposed under section 168 of the Companies Act 2006 to remove an EVS Director, the Enhanced Voting Shares held by each holder voting against that resolution will carry, in aggregate, one vote more than the total number of votes cast in favour. In addition, a reduction in the size of the Board will not take effect to the extent that it would remove an EVS Director without the consent of a majority of the voting power of the Enhanced Voting Shares.

- **Retirement and re-election of Directors:** Under the Existing Articles, each Director retires in accordance with any corporate governance policy adopted by the Board and, in any event, at the third annual general meeting after that at which the Director was last elected. Under the New Articles, each Director retires at every annual general meeting and may offer himself or herself for re-appointment, and an EVS Director may only be re-elected by the holders of Enhanced Voting Shares voting separately as a class.

- **Permitted transfers of Enhanced Voting Shares:** Under the Existing Articles, a holder of Enhanced Voting Shares may, with the prior consent of the Board, transfer the legal title only to those shares to a professional nominee or trustee, provided that there is no change in the beneficial interest in the shares. The New Articles retain that provision (save for deleting the reference to "professional") and extend the categories of permitted transfer so that, with the prior consent of the Board, a holder which is a body corporate may also transfer legal title to a subsidiary or holding company of that holder (or to another subsidiary of that holding company), and any holder may transfer legal title to the person or body corporate who is the beneficial owner of those shares where the transfer is a genuine re-alignment of legal and beneficial title. In each case, the Board may require such information and evidence as it

considers necessary, and no transfer will be registered if the Board considers that it is being used to circumvent the transfer restrictions. In addition, a holder of Enhanced Voting Shares who is an individual may transfer his or her Enhanced Voting Shares to a family trust.

- **Transfers of Enhanced Voting Shares within a group:** Where Enhanced Voting Shares have been transferred to a member of the transferor's group, the New Articles require that transferee, within five working days of ceasing to be a subsidiary or holding company of the original holder (or another subsidiary of that holding company), to transfer those shares back to the original holder or to another such group company which is not in liquidation. If it fails to do so, the Company may execute the transfer on its behalf. There is no equivalent provision in the Existing Articles.

- **Removal of borrowing limit:** Under the Existing Articles, the Board must restrict the borrowings of the Company so that the aggregate amount outstanding does not, without the prior approval of Shareholders, exceed twenty times the Adjusted Capital and Reserves. The New Articles remove this borrowing limit and the associated requirement for Shareholder approval, giving the Board greater flexibility in arranging financing for the Company's business and investment needs.

The New Articles, together with a redline of the Existing Articles against the New Articles showing all changes, are available on the Company's website at https://andinaplc.com/news/, and will also be available for inspection at the place of the General Meeting 15 minutes prior to the General Meeting and during the General Meeting, and are available in hard copy upon request by writing to the Company's registrar, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX.

3. THE MEETINGS AND CLASS CONSENTS

The adoption of the New Articles requires the approval of Shareholders by special resolution. Accordingly, a notice of General Meeting to be held at the offices of CMS Cameron McKenna Nabarro Olswang LLP, Cannon Place, 78 Cannon Street, London EC4N 6AF at 2.00 p.m. on 3 December 2026 is set out at Part 2 of this document.

The adoption of the New Articles will vary the rights attaching to each of the Ordinary Shares and the Enhanced Voting Shares. Under the Existing Articles and section 630 of the Companies Act 2006, such a variation requires the separate consent of the holders of each class of shares. Accordingly, notices of separate Class Meetings of the Ordinary Shareholders and of the EVS Shareholders are set out at Parts 3 and 4 of this document respectively, each to be held at the same place and on the same date as, and immediately following, the preceding Meeting.

4. RESOLUTIONS

The following resolutions will be proposed at the General Meeting:

4.1 Resolution 1 (ordinary resolution): to receive the annual report and financial statements of the Company for the year ended 31 December 2025, together with the directors' report and the auditor's report on those accounts (the "**2025 YE Accounts**");

4.2 Resolution 2 (ordinary resolution): to re-appoint PricewaterhouseCoopers LLP as auditor of the Company to hold office from the conclusion of the General Meeting until the conclusion of the next general meeting at which accounts are laid before the Company;

4.3 Resolution 3 (ordinary resolution): to authorise the Directors to fix the remuneration of the auditor; and

4.4 Resolution 4 (special resolution): to approve and adopt the New Articles.

In addition, a special resolution sanctioning the variation of the rights attaching to the relevant class of Shares will be proposed at each Class Meeting. GM Resolutions 1 to 3 are ordinary resolutions, each of which requires more than 50% of the votes cast to be in favour. GM Resolution 4 and the resolution to be proposed at each Class Meeting are special resolutions, each of which requires at least 75% of the votes cast at the relevant Meeting to be in favour. The adoption of the New Articles is conditional on GM Resolution 4 and the resolution to be proposed at each Class Meeting being passed, and the New Articles will take effect on the passing of GM Resolution 4 at the General Meeting. GM Resolutions 1 to 3 are not conditional on the passing of any other Resolution.

Copies of the annual report and financial statements of the Company for the year ended 31 December 2025 are available on the Company's website at https://andinaplc.com/news/ and will also be available for inspection at the place of the General Meeting 15 minutes prior to the General meeting and during the General Meeting and are available in hard copy upon request by writing to the Company's registrar, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX.

5. ACTION TO BE TAKEN

Forms of Proxy for Shareholders are enclosed as follows:

(a) for the General Meeting, a white Form of Proxy;

(b) for the Ordinary Shares Class Meeting, a blue Form of Proxy;

(c) for the EVS Class Meeting, a pink Form of Proxy.

Each Form of Proxy may only be used at the Meeting to which it relates. You are entitled to attend and vote at the General Meeting and at the Class Meeting of each class of Shares which you hold, and all Shareholders are encouraged to vote in favour of the Resolutions (as applicable to them). If your Shares are not held directly, you are encouraged to arrange for your nominee to vote on your behalf.

Shareholders are requested to complete and return proxy appointments to the Company's registrars, Share Registrars Limited, by completing and signing each Form of Proxy in accordance with the instructions printed on it and returning it by post, by courier or by hand. In each case, the proxy appointment must be received no later than:

(i) 2.00 p.m. on 1 December 2026 in the case of the white Form of Proxy for the General Meeting (or, if that Meeting is adjourned, no later than the date that is two working days before the time of the adjourned Meeting);

(ii) 2.15 p.m. on 1 December 2026 in the case of the blue Form of Proxy for the Ordinary Shares Class Meeting (or, if that Meeting is adjourned, no later than the date that is two working days before the time of the adjourned Meeting); and

(iii) 2.30 p.m. on 1 December 2026 in the case of the pink Form of Proxy for the EVS Class Meeting (or, if that Meeting is adjourned, no later than the date that is two working days before the time of the adjourned Meeting);.

Completion and return of a proxy appointment will not prevent Shareholders from attending and voting in person at any of the Meetings (as applicable to them), should they so wish.

As an alternative to completing the enclosed Forms of Proxy, either:

(A) Shareholders can visit www.shareregistrars.uk.com, click on the "Proxy Vote" button and then follow the on-screen instructions by not later than the times listed in paragraphs (i) to (iii) above; or

(B) CREST members can also appoint proxies by using the CREST electronic proxy appointment service and transmitting a CREST message in accordance with the procedures set out in the CREST Manual so that it is received by the Company's transfer agent (under CREST participant ID 7RA36) by not later than the times listed in paragraphs (i) to (iii) above. The time of receipt will be taken to be the time from which the Company's transfer agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

6. RISK FACTORS

The proposed arrangements will give holders of Enhanced Voting Shares the right to elect a majority of the Board for so long as any Enhanced Voting Shares remain in issue, regardless of their proportion of the Company's share capital. This will limit Ordinary Shareholders' influence over board composition, and the interests of the two classes may differ.

7. RECOMMENDATION

The Board considers the passing of the Resolutions to be in the best interests of the Company and its Shareholders as a whole. Accordingly, the Board unanimously recommends that Shareholders **VOTE IN FAVOUR** of the Resolutions to be proposed at the General Meeting and at each Class Meeting, as those Directors who hold shares in the Company intend to do.

Yours faithfully

Javier Alvarez
Chair

PART 2
NOTICE OF GENERAL MEETING - ANDINA ENERGIES PLC

(incorporated and registered in England and Wales with registered number 08095058)

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) or, if you are in a country outside the United Kingdom, another appropriately authorised independent financial adviser. If you have sold or otherwise transferred all your Ordinary Shares and/or Enhanced Voting Shares, please forward this document to the purchaser or transferee or to the stockbroker, bank or other person through whom the sale of transfer was effected for transmission to the purchaser or transferee.

NOTICE IS HEREBY GIVEN that a General Meeting of the Company will be held at the offices of CMS Cameron McKenna Nabarro Olswang LLP at Cannon Place, 78 Cannon Street, London, EC4N 6AF United Kingdom at 2.00 p.m. on 3 December 2026.

ATTENDANCE AND VOTING

Please note that representatives of Shareholders that are corporations will have to provide a letter of authority confirming their proper appointment when attending the General Meeting, and we reserve the right to refuse admission to any shareholder representative who is not in possession of such letter. Please contact the Company's registrar if you need any further guidance on this.

We strongly recommend that Shareholders should vote by appointing the chair of the General Meeting as their proxy (giving the chair instructions on how to vote the Shareholder's shares) by completing the enclosed white Form of Proxy in accordance with the instructions printed on the form and return it to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX by no later than 2.00 p.m. on 1 December 2026.

Ordinary Business
To consider and, if thought fit, pass the following resolutions as ordinary resolutions:

1. **THAT** the annual report and financial statements of the company for the year ended 31 December 2025, together with the directors' report and the auditor's report on those accounts, be received.

2. **THAT** PricewaterhouseCoopers LLP be re-appointed as auditor of the Company to hold office from the conclusion of this meeting until the conclusion of the next general meeting at which accounts are laid before the Company.

3. **THAT** the directors be authorised to fix the remuneration of the auditor.

Special Business

To consider and, if thought fit, pass the following resolution as a special resolution:

4. **THAT,** conditional on the passing of (i) the resolution to be proposed at the Ordinary Shares Class Meeting and (ii) the resolution to be proposed at the EVS Class Meeting, the articles of association produced to the meeting and signed for the purposes of identification by the Chairman be approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company, with effect from the passing of this resolution.

Words and expressions defined in the circular to Shareholders dated 17 November 2026 shall, save where the context otherwise requires, have the same meanings in this Notice of General Meeting.

By order of the Board

Javier Montanes

Company Secretary

Dated: 17 November 2026

Registered office: 1-3
Charter Square, Sheffield
S1 4HS

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint another person(s) (who need not be a member of the Company) to exercise all or any of his or her rights to attend, speak and vote at the meeting. A member can appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attaching to different shares held by him or her.
2. Your proxy will vote as you instruct and must attend the meeting for your vote to be counted. Details of how to appoint the chairman as your proxy using the white Form of Proxy are set out in the notes to the white Form of Proxy.
3. To be valid, a completed appointment of proxy must be returned to the Company by one of the following methods:
(a) in hard copy form by post, by courier or (during normal business hours) by hand to the Company's registrars (Share Registrars Limited) at the address shown on the white Form of Proxy; or
(b) by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions; or
(c) in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out below in paragraph 5,
and in each case must be received by the Company before 2.00 p.m. on 1 December 2026 (or, if the meeting is adjourned, on the date which is two working days before the time of the adjourned meeting).
4. To change your proxy instructions, you may return a new proxy appointment using the methods set out above. Where you have appointed a proxy using the hard copy proxy form and would like to change the instructions using another hard copy proxy form, please contact the Company's registrars, Share Registrars Limited. The deadline for receipt of proxy appointments (see above) also applies in relation to amended instructions. Any attempt to terminate or amend a proxy appointment received after the relevant deadline will be disregarded. Where two or more valid separate appointments of proxy are received in respect of the same share in respect of the same meeting, the one which is last sent shall be treated as replacing and revoking the other or others.
5. Appointment of proxies via CREST:
(a) CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so by utilising the procedures described in the CREST Manual. 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.
(b) In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear UK & International Limited's 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 an amendment to the instruction given to a previously appointed proxy, in order to be valid, must be transmitted so as to be received by the Company's agent (ID 7RA36) by the latest time for receipt of proxy appointments specified in the notice of meeting. 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 issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.
(c) 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.
(d) CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & International Limited 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.
6. Only those Shareholders registered in the Register of Members of the Company as at 6 p.m. on 1 December 2026 (or, if the meeting is adjourned, on the date which is two working days before the time of the adjourned meeting) shall be entitled to attend and vote at the meeting or adjourned meeting in respect of the number of Shares registered in their respective names at that time. Changes to the Register of Members after that time will be disregarded in determining the rights of any person to attend or vote at the meeting or adjourned meeting.
7. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same Shares.
8. Any member 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.

9. As at close of business 16 November 2026 (being the last practicable date before the publication of this notice), the Company's issued share capital consisted of 207,910,539 Shares, comprising of 101,875,036 Ordinary Shares carrying one vote each, and 106,035,503 Enhanced Voting Shares carrying ten votes each. There are no shares in treasury. Therefore, the total voting rights in the Company are 1,162,230,066.

PART 3
NOTICE OF CLASS MEETING OF THE HOLDERS OF ORDINARY SHARES – ANDINA ENERGIES PLC

(incorporated and registered in England and Wales with registered number 08095058)

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) or, if you are in a country outside the United Kingdom, another appropriately authorised independent financial adviser. If you have sold or otherwise transferred all your ordinary shares in the Company, please forward this document to the purchaser or transferee or to the stockbroker, bank or other person through whom the sale of transfer was effected for transmission to the purchaser or transferee.

NOTICE IS HEREBY GIVEN that a class meeting of the holders of the Ordinary Shares will be held at the offices of CMS Cameron McKenna Nabarro Olswang LLP at Cannon Place, 78 Cannon Street, London, EC4N 6AF United Kingdom at 2.15 p.m. on 3 December 2026 (or as soon thereafter as the General Meeting is concluded or adjourned).

The Class Meeting is being convened for the purpose of obtaining the consent of the holders of the Ordinary Shares to the variation of the rights attaching to the Ordinary Shares which would result from the adoption of the new articles of association of the Company, in accordance with article 11 of the Company's existing articles of association.

ATTENDANCE AND VOTING

Please note that representatives of holders of Ordinary Shares that are corporations will have to provide a letter of authority confirming their proper appointment when attending the Class Meeting, and we reserve the right to refuse admission to any representative who is not in possession of such letter. Please contact the Company's registrar if you need any further guidance on this.

We strongly recommend that holders of Ordinary Shares should vote by appointing the chair of the Class Meeting as their proxy (giving the chair instructions on how to vote the holder's Ordinary Shares) by completing the enclosed blue Form of Proxy in accordance with the instructions printed on the form and return it to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX by no later than 2.15 p.m. on 1 December 2026.

Special Business

To consider and, if thought fit, pass the following resolution as a special resolution:

THAT the holders of the Ordinary Shares hereby sanction and consent to:

(i) the variation, modification and abrogation of the rights attaching to the Ordinary Shares which would result from the adoption by the Company of the new articles of association produced to the meeting and signed for the purposes of identification by the Chairman, in substitution for, and to the exclusion of, the existing articles of association of the Company; and

(ii) the passing of the special resolution to adopt such new articles of association at the general meeting of the Company convened for 3 December 2026, notice of which is set out in the Circular.

Words and expressions defined in the circular to Shareholders dated 17 November 2026 shall, save where the context otherwise requires, have the same meanings in this Notice of Class Meeting of the holders of Ordinary Shares.

By order of the Board

Javier Montanes

Company Secretary

Dated: 17 November 2026

Registered office: 1-3 Charter Square, Sheffield S1 4HS

NOTES

1. A holder of Ordinary Shares entitled to attend and vote at the Class Meeting is entitled to appoint another person(s) (who need not be a holder of Ordinary Shares) to exercise all or any of his or her rights to attend, speak and vote at the Class Meeting. A holder can appoint more than one proxy in relation to the Class Meeting, provided that each proxy is appointed to exercise the rights attaching to different Ordinary Shares held by him or her.
2. Your proxy will vote as you instruct and must attend the meeting for your vote to be counted. Details of how to appoint the chairman as your proxy using the blue Form of Proxy are set out in the notes to the blue Form of Proxy.
3. To be valid, a completed appointment of proxy must be returned to the Company by one of the following methods:

(a) in hard copy form by post, by courier or (during normal business hours) by hand to the Company's registrars (Share Registrars Limited) at the address shown on the blue Form of Proxy; or

(b) by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions; or

(c) in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out below in paragraph 5, and in each case must be received by the Company before 2.15 p.m. on 1 December 2026 (or, if the Class Meeting is adjourned, on the date which is two working days before the time of the adjourned meeting).

4. To change your proxy instructions, you may return a new proxy appointment using the methods set out above. Where you have appointed a proxy using the hard copy proxy form and would like to change the instructions using another hard copy proxy form, please contact the Company's registrars, Share Registrars Limited. The deadline for receipt of proxy appointments (see above) also applies in relation to amended instructions. Any attempt to terminate or amend a proxy appointment received after the relevant deadline will be disregarded. Where two or more valid separate appointments of proxy are received in respect of the same share in respect of the same meeting, the one which is last sent shall be treated as replacing and revoking the other or others.
5. Appointment of proxies via CREST:

(a) CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so by utilising the procedures described in the CREST Manual. 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.

(b) In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear UK & International Limited's 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 an amendment to the instruction given to a previously appointed proxy, in order to be valid, must be transmitted so as to be received by the Company's agent (ID 7RA36) by the latest time for receipt of proxy appointments specified in the notice of meeting. 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 issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

(c) 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.

(d) CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & International Limited 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.

6. Only those holders of Ordinary Shares registered in the Register of Members of the Company as at 6 p.m. on 1 December 2026 (or, if the Class Meeting is adjourned, on the date which is two business days before the time of the adjourned meeting) shall be entitled to attend and vote at the Class Meeting or adjourned meeting in respect of the number of Ordinary Shares registered in their respective names at that time. Changes to the Register of Members after that time will be disregarded in determining the rights of any person to attend or vote at the Class Meeting or adjourned meeting.
7. Any corporation which is a holder of Ordinary Shares can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a holder provided that they do not do so in relation to the same Ordinary Shares.
8. Any holder of Ordinary Shares attending the Class 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 Class 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.

9. As at close of business 16 November 2026 (being the last practicable date before the publication of this notice), the Company's issued share capital consisted of 207,910,539 shares, comprising of 101,875,036 Ordinary Shares carrying one vote each, and 106,035,503 Enhanced Voting Shares carrying ten votes each. There are no shares in treasury. Therefore, the total voting rights exercisable at the Class Meeting are 101,875,036.

PART 4
NOTICE OF CLASS MEETING OF THE HOLDERS OF ENHANCED VOTING SHARES - ANDINA ENERGIES PLC

(incorporated and registered in England and Wales with registered number 08095058)

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) or, if you are in a country outside the United Kingdom, another appropriately authorised independent financial adviser. If you have sold or otherwise transferred all your enhanced voting shares in the Company, please forward this document to the purchaser or transferee or to the stockbroker, bank or other person through whom the sale of transfer was effected for transmission to the purchaser or transferee.

NOTICE IS HEREBY GIVEN that a class meeting of the holders of the Enhanced Voting Shares will be held at the offices of CMS Cameron McKenna Nabarro Olswang LLP at Cannon Place, 78 Cannon Street, London, EC4N 6AF United Kingdom at 2.30 p.m. on 3 December 2026 (or as soon thereafter as the Ordinary Shares Class Meeting is concluded or adjourned).

The Class Meeting is being convened for the purpose of obtaining the consent of the holders of the Enhanced Voting Shares to the variation of the rights attaching to the Enhanced Voting Shares which would result from the adoption of the new articles of association of the Company, in accordance with article 11 of the Company's existing articles of association and section 630 of the Companies Act 2006.

ATTENDANCE AND VOTING

Please note that representatives of holders of Enhanced Voting Shares that are corporations will have to provide a letter of authority confirming their proper appointment when attending the Class Meeting, and we reserve the right to refuse admission to any representative who is not in possession of such letter. Please contact the Company's registrar if you need any further guidance on this.

We strongly recommend that holders of Enhanced Voting Shares should vote by appointing the chair of the Class Meeting as their proxy (giving the chair instructions on how to vote the holder's Enhanced Voting Shares) by completing the enclosed pink Form of Proxy in accordance with the instructions printed on the form and return it to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX by no later than 2.30 p.m. on 1 December 2026.

Special Business

To consider and, if thought fit, pass the following resolution as a special resolution:

THAT the holders of the Enhanced Voting Shares hereby sanction and consent to:

(i) the variation, modification and abrogation of the rights attaching to the Enhanced Voting Shares which would result from the adoption by the Company of the new articles of association produced to the meeting and signed for the purposes of identification by the Chairman, in substitution for, and to the exclusion of, the existing articles of association of the Company; and

(ii) the passing of the special resolution to adopt such new articles of association at the general meeting of the Company convened for 3 December 2026, notice of which is set out in the Circular.

Words and expressions defined in the circular to Shareholders dated 17 November 2026 shall, save where the context otherwise requires, have the same meanings in this Notice of Class Meeting of the holders of Enhanced Voting Shares.

By order of the Board

Javier Montanes

Company Secretary

Dated: 17 November 2026

Registered office: 1-3 Charter Square, Sheffield S1 4HS

NOTES

1. A holder of Enhanced Voting Shares entitled to attend and vote at the Class Meeting is entitled to appoint another person(s) (who need not be a holder of Enhanced Voting Shares) to exercise all or any of his or her rights to attend, speak and vote at the Class Meeting. A holder can appoint more than one proxy in relation to the Class Meeting, provided that each proxy is appointed to exercise the rights attaching to different Enhanced Voting Shares held by him or her.
2. Your proxy will vote as you instruct and must attend the meeting for your vote to be counted. Details of how to appoint the chairman as your proxy using the proxy form are set out in the notes to the pink Form of Proxy.
3. To be valid, a completed appointment of proxy must be returned to the Company by one of the following methods:
(a) in hard copy form by post, by courier or (during normal business hours) by hand to the Company's registrars (Share Registrars Limited) at the address shown on the pink Form of Proxy; or
(b) by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions; or
(c) in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out below in paragraph 5, and in each case must be received by the Company before 2.30 p.m. on 1 December 2026 (or, if the Class Meeting is adjourned, on the date which is two working days before the time of the adjourned meeting).
4. To change your proxy instructions, you may return a new proxy appointment using the methods set out above. Where you have appointed a proxy using the hard copy proxy form and would like to change the instructions using another hard copy proxy form, please contact the Company's registrars, Share Registrars Limited. The deadline for receipt of proxy appointments (see above) also applies in relation to amended instructions. Any attempt to terminate or amend a proxy appointment received after the relevant deadline will be disregarded. Where two or more valid separate appointments of proxy are received in respect of the same share in respect of the same meeting, the one which is last sent shall be treated as replacing and revoking the other or others.
5. Appointment of proxies via CREST:
(a) CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so by utilising the procedures described in the CREST Manual. 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.
(b) In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear UK & International Limited's 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 an amendment to the instruction given to a previously appointed proxy, in order to be valid, must be transmitted so as to be received by the Company's agent (ID 7RA36) by the latest time for receipt of proxy appointments specified in the notice of meeting. 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 issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.
(c) 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.
(d) CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & International Limited 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.
6. Only those holders of Enhanced Voting Shares registered in the Register of Members of the Company as at 6 p.m. on 1 December 2026 (or, if the Class Meeting is adjourned, on the date which is two working days before the time of the adjourned meeting) shall be entitled to attend and vote at the Class Meeting or adjourned meeting in respect of the number of Enhanced Voting Shares registered in their respective names at that time. Changes to the Register of Members after that time will be disregarded in determining the rights of any person to attend or vote at the Class Meeting or adjourned meeting.
7. Any corporation which is a holder of Enhanced Voting Shares can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a holder provided that they do not do so in relation to the same Enhanced Voting Shares.
8. Any holder of Enhanced Voting Shares attending the Class 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 Class 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.

9. As at close of business 16 November 2026 (being the last practicable date before the publication of this notice), the Company's issued share capital consisted of 207,910,539 Shares, comprising of 101,875,036 Ordinary Shares carrying one vote each, and 106,035,503 Enhanced Voting Shares carrying ten votes each, save that in the case of a class meeting of the Enhanced Voting Shares, the 106,035,503 Enhanced Voting Shares carry one vote each. There are no shares in treasury. Therefore, the total voting rights exercisable at the Class Meeting are 106,035,503.

PART 5
DEFINITIONS

The following words and expressions bear the following meanings in this document unless the context requires otherwise.

"Board"	the board of directors of the Company (or any duly authorised committee thereof);
"Chair"	the chair of the Board from time to time;
"Company"	Andina Energies plc, a company incorporated and registered in England and Wales with registered number 08095058;
"Circular"	this circular, comprising the letter from the Chair, the Notices and the definitions set out at Part 5;
"Class Meetings"	together, the Ordinary Shares Class Meeting and the EVS Class Meeting (and "Class Meeting" shall be construed accordingly);
"CREST Proxy Instruction"	has the meaning given to it in the notes to each Notice;
"Directors"	the directors of the Company from time to time;
"Enhanced Voting Shares"	the enhanced voting shares of £0.10 each in the capital of the Company;
"EVS Class Meeting"	the class meeting of the holders of the Enhanced Voting Shares convened by the Notice set out at Part 4 of this document;
"EVS Directors"	has the meaning given to it in Part 1 (Letter from the Chair);
"EVS Shareholder"	a holder of an Enhanced Voting Share;
"Existing Articles"	has the meaning given to it in Part 1 (Letter from the Chair);
"Forms of Proxy"	the forms of proxy enclosed with this document for use by Shareholders in connection with the General Meeting, the Ordinary Shares Class Meeting and the EVS Class Meeting respectively (and "Form of Proxy" shall be construed accordingly);
"General Meeting"	the general meeting of the Company convened by the Notice set out at Part 2 of this document;
"GM Resolutions"	together, the resolutions to be proposed at the General Meeting, the full text of which are set out in the Notice of General Meeting at Part 2 of this document (and "GM Resolution" shall be construed accordingly);
"Meetings"	together, the General Meeting and the Class Meetings;

"New Articles"	has the meaning given to it in Part 1 (Letter from the Chair);
"Notices"	the notices convening the Meetings, set out at Parts 2 to 4 of this document;
"Ordinary Shareholder"	a holder of an Ordinary Share;
"Ordinary Shares"	the ordinary shares of £0.10 each in the share capital of the Company;
"Ordinary Shares Class Meeting"	the class meeting of the holders of the Ordinary Shares convened by the Notice set out at Part 3 of this document;
"Register of Members"	the register of members of the Company;
"Registrar"	Share Registrars Limited, as the Company's registrars;
"Resolutions"	together, the resolutions to be proposed at the General Meeting and the special resolution to be proposed at each Class Meeting, the full text of which are set out in the Notices at Parts 2 to 4 of this document (and "Resolution" shall be construed accordingly);
"Shareholder"	an Ordinary Shareholder and/or EVS Shareholder (as the context requires); and
"Shares"	the Ordinary Shares and/or the Enhanced Voting Shares (as the context requires).