

## NOTICE OF GENERAL MEETING

### OSCILLATE PLC

*(Incorporated in England and Wales under the Companies Act 1985 with registered number 05625107)*

#### NOTICE OF GENERAL MEETING AND EXPLANATORY STATEMENT

**NOTICE IS HEREBY GIVEN** that a general meeting of Oscillate plc (the “**Company**”) will be held at the offices of Simmons & Simmons LLP at 1 Ropemaker St, London EC2Y 9SS at 10.00 a.m. (London time) on 24 April 2026, for the purpose of considering and, if thought fit, passing resolutions 1, 2 and 3 as ordinary resolutions and resolutions 4, 5, 6, and 7 as special resolutions.

The explanatory notes that accompany and form part of this Notice of General Meeting (the “**Explanatory Notes**”) are set out at the end of this Notice of General Meeting.

Terms used in this Notice of General Meeting and the Explanatory Statement shall have the same meanings as defined in the MTF admission prospectus dated 31 March 2026 (the “**Admission Document**”), unless the context requires otherwise.

#### ORDINARY RESOLUTION 1

**THAT**, the directors be generally and unconditionally authorised in accordance with Section 551 of the Companies Act to allot equity securities, within the meaning of Section 560(1) of the Companies Act, up to an aggregate nominal amount of £2,610,480 for the purposes of allotting the Fundraise Shares, the Consideration Shares and the IPO Bonus Shares and granting the New Warrants, the Deferred Consideration Warrants, the IPO Bonus Options and the Options, such authority to expire upon the earlier of the conclusion of the next annual general meeting of the Company or the date which is 15 months from the date of passing of this Resolution (unless previously renewed, varied or revoked by the Company) but, in each case, before such expiry the Company may make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and treasury shares to be sold) after the authority expires and the Directors may allot equity securities (and sell treasury shares) under any such offer or agreement as if this authority had not expired.

#### ORDINARY RESOLUTION 2

**THAT**, in addition to the authority granted in Ordinary Resolution 1 and in substitution for the authority granted pursuant to ‘Resolution 6’ at the annual general meeting of the Company held on 22 May 2025, the directors be generally and unconditionally authorised in accordance with Section 551 of the Companies Act to allot equity securities, within the meaning of Section 560(1) of the Companies Act, up to an aggregate nominal amount of £130,865. The authority referred to in this Ordinary Resolution 2 shall expire upon the earlier of the conclusion of the next annual general meeting of the Company or the date which is 15 months from the date of passing this Resolution (unless previously renewed, varied or revoked by the Company) but, in each case, before such expiry the Company may make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and treasury shares to be sold) after the authority expires and the Directors may allot equity securities (and sell treasury shares) under any such offer or agreement as if this authority had not expired.

#### ORDINARY RESOLUTION 3

**THAT** in accordance with section 618 of the Companies Act, the 425,439,950 ordinary shares of £0.0001 each in the issued share capital of the Company be consolidated into 8,508,799 ordinary shares of £0.005 each, such shares having the same rights and being subject to the restrictions (save as to nominal value) as the existing ordinary shares of £0.001 each in the capital of the Company as set out in the Company’s articles of association for the time being.

#### **SPECIAL RESOLUTION 4**

**THAT**, subject to and conditional upon the passing of Ordinary Resolution 1, the directors be empowered in accordance with Section 570 of the Companies Act to allot equity securities, within the meaning of Section 560(1) of the Companies Act, for cash under the authority given by Ordinary Resolution 1, up to an aggregate nominal amount of £2,610,480, as if Section 561 of the Companies Act did not apply to any such allotment or any of the Fundraise Shares, the Consideration Shares and the IPO Bonus Shares or any grant of the New Warrants, the Deferred Consideration Warrants, the IPO Bonus Options or the Options, such authority to expire upon the earlier of the conclusion of the next annual general meeting of the Company or the date which is 15 months from the date of passing of this Resolution (unless previously renewed, varied or revoked by the Company) but, in each case, before such expiry the Company may make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and treasury shares to be sold) after the authority expires and the Directors may allot equity securities (and sell treasury shares) under any such offer or agreement as if this authority had not expired.

#### **SPECIAL RESOLUTION 5**

**THAT**, subject to and conditional upon the passing of Ordinary Resolution 1 and Ordinary Resolution 2, in addition to the authority granted in Special Resolution 4 and in substitution for the authority granted pursuant to 'Resolution 7' at the annual general meeting of the Company held on 22 May 2025, the directors be empowered in accordance with Section 570 of the Companies Act to allot equity securities, within the meaning of Section 560(1) of the Companies Act, for cash under the authority given by Ordinary Resolution 2 and/or to sell ordinary shares held by the Company as treasury shares for cash as if Section 561 of the Companies Act did not apply to any such allotment or sale, provided that this authority be limited to:

- (A) the allotment of equity securities or sale of treasury shares in connection with a pre-emptive offer; and
- (B) the allotment of equity securities or sale of treasury shares, otherwise than under paragraph (A) above, up to an aggregate nominal amount of £130,865, representing approximately 75 per cent. of the Enlarged Share Capital following Admission,

such authority to expire upon the earlier of the conclusion of the next annual general meeting of the Company and the date which is 15 months from the date of passing this Resolution (unless previously renewed, varied or revoked by the Company) but, in each case, before such expiry the Company may make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and treasury shares to be sold) after the authority expires and the Directors may allot equity securities (and sell treasury shares) under any such offer or agreement as if this authority had not expired.

#### **SPECIAL RESOLUTION 6**

**THAT** the name of the Company be changed to Serval Resources PLC.

#### **SPECIAL RESOLUTION 7**

**THAT**, the articles of association of the Company produced to the meeting and initialled by the Chairperson of the meeting for the purpose of identification be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

## **EXPLANATORY STATEMENT TO THE RESOLUTIONS**

This Explanatory Statement is intended to provide Shareholders with sufficient information to assess the merits of the Resolutions contained in the preceding Notice of General Meeting. The Explanatory Statement and all attachments (including the Admission Document) are important documents. They should be read carefully. The Directors recommend Shareholders read this Explanatory Statement and the Admission Document in full before making any decision in relation to the Resolutions. Terms used in this Explanatory Statement shall have the same meanings as defined in the Admission Document and Notice of General Meeting, unless the context requires otherwise.

## **EXPLANATORY NOTES TO THE NOTICE OF GENERAL MEETING**

### **Entitlement to attend and vote**

Pursuant to Regulation 41 of The Uncertificated Securities Regulations 2001 and Paragraph 18(c) of The Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009, the Company specifies that only those members registered on the Company's register of members as at 6.00 p.m. on 22 April 2026, being 48 hours before the time of the General Meeting, (or, in the event of any adjournment, 48 hours before the time of the adjourned meeting) shall be entitled to attend and vote at the General Meeting in respect of the number of shares registered in their name at that time. In calculating the period of 48 hours mentioned above no account shall be taken of any part of a day that is not a working day. Subsequent changes to entries on the register of members shall be disregarded in determining the rights of any person to attend or vote at the General Meeting. Voting at the General Meeting will be carried out by way of a poll to more fairly represent the views of members according to their respective interests in the company and so that the votes cast in advance by all Shareholders can be taken into account.

### **Appointment of proxies**

If you are a member of the Company you are entitled to appoint a proxy (who need not be a member of the Company) to exercise all or any of your rights to attend, speak and vote at the General Meeting and you should have received a proxy form with this Notice of General Meeting. You can only validly appoint a proxy using the procedures set out in these notes and the notes to the proxy form.

### **Appointment of proxy using hard copy proxy form**

The notes to the proxy form explain how to direct your proxy to vote on each resolution or withhold their vote.

To appoint a proxy using a proxy form, the form must be:

- completed and signed;
- sent or delivered to Neville Registrars Limited at Neville House, Steelpark Road, Halesowen, B62 8HD; and
- received by the Neville Registrars Limited no later than 10.00 a.m. (London time) on 22 April 2026 or 48 hours before the time of any adjourned meeting.

In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

Alternatively, if you do not wish to fill in a Form of Proxy, you may cast your vote electronically via the website hosted by Neville Registrars Limited at [www.sharegateway.co.uk](http://www.sharegateway.co.uk) and follow the instructions as to how to submit your vote. Shareholders will need to use their Personal Proxy Registration Code as printed on their Form of Proxy to facilitate this.

Details of how to appoint the Chairman of the General Meeting as your proxy using the proxy form are set out in the notes to the proxy form.

You may not appoint more than one proxy to exercise rights attached to any one share.

A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the General Meeting.

### **Appointment of proxy by joint members**

In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, 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).

### **Changing proxy instructions**

To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

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, you may photocopy the enclosed proxy form and post it to Neville Registrars Limited before 10.00 a.m. (London time) on 22 April 2026.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

### **Termination of proxy appointments**

In order to revoke a proxy instruction, you will need to inform the Company by sending a signed hard copy notice (by post or otherwise a scan of the signed copy via email) clearly stating your intention to revoke your proxy appointment to Neville Registrars Limited at Neville House, Steelpark Road, Halesowen, B62 8HD.

In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

In either case, the revocation notice must be received by Neville Registrars Limited no later than 48 hours prior to the General Meeting.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.

Appointment of a proxy does not preclude you from attending the General Meeting and voting in person. If you have appointed a proxy and attend the General Meeting in person, your proxy appointment will automatically be terminated.

### **Corporate representatives**

Any corporation, which is a shareholder, can appoint one or more corporate representatives who may exercise on its behalf of all powers as a shareholder provided that they do not do so in relation to the same shares.

### **Issued shares and total voting rights**

As at the Latest Practicable Date the Company's issued share capital comprises 425,439,950 Ordinary Shares of £0.0001 each, and there are no shares held in treasury. Each Ordinary Share carries the right to one vote at the General Meeting of the Company and, therefore, the total number of voting rights in the Company as at the Latest Practicable Date are 425,439,950.

### **Communications with the Company**

Except as provided above, members who have general queries about the General Meeting should telephone 0121 585 1131 (no other methods of communication will be accepted). You may not use any electronic address provided in either this notice of the General Meeting or any related documents (including the Form of Proxy), to communicate with the Company for any purposes other than those expressly stated.

### **CREST**

CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the 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 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. 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 Euroclear UK & International Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual (available via [euroclear.com/CREST](http://euroclear.com/CREST)). The message, regardless of whether it relates to the appointment of a proxy or to 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 the latest time(s) for receipt of proxy appointments specified 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 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 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 or her 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 CREST 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.

### **Use of electronic addresses**

Shareholders may not use any electronic address (within the meaning of Section 333(4) of the Companies Acts) provided either in this Notice or in any related documents (including the Proxy Form) to communicate with the Company for any purposes other than those expressly stated.