

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. It contains the resolutions to be voted on at the General Meeting of Frontier IP Group plc (“Frontier IP” or the “Company”) to be held on 15 July 2026. If you are in any doubt about the action you should take, you are recommended immediately to seek advice from your stockbroker, solicitor, accountant or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) who specialises in advising on the acquisition of shares and other securities.

The Directors of Frontier IP, whose names appear on page 11 of this document, accept responsibility for the information contained in this document. To the best of the knowledge and belief of the Directors (who have taken reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

The total consideration under the Retail Offer will be less than €8 million (or an equivalent amount) in aggregate and it is therefore an exempt offer to the public for the purposes of section 86(1)(e) of FSMA and the Placing Shares will only be available to qualified investors within the meaning of paragraph 15 of Part 2 of Schedule 1 of The Public Offers and Admissions to Trading Regulations 2024 (“**POATR**”) or otherwise in circumstances not resulting in an offer of relevant securities to the public under POATR. All offers of the Placing Shares, Subscription Shares and Retail Shares will be made under an exception to the prohibition on offers to the public under the POATR, and also pursuant to an exemption under the FCA’s Prospectus Rules: Admission to Trading on a Regulated Market sourcebook (“**PRM**”). Accordingly this document does not constitute a prospectus for the purposes of the PRM made by the Financial Conduct Authority of the United Kingdom (“**FCA**”) and has not been pre-approved by the FCA pursuant to paragraph 1.4.1 of the PRM, the London Stock Exchange, any securities commission or any other authority or regulatory body. In addition, this document does not constitute an admission document drawn up in accordance with the AIM Rules for Companies. This document has not been approved for issue by any person for the purposes of section 21 of FSMA.

Application has been made to the London Stock Exchange for the Firm Placing Shares to be admitted to trading on AIM. It is expected that First Admission will become effective and dealings will commence in the Firm Placing Shares on 23 June 2026. Application will be made to the London Stock Exchange for the Conditional Fundraising Shares to be admitted to trading on AIM. It is expected that Second Admission will become effective and dealings will commence in the Conditional Fundraising Shares on 16 July 2026. The New Ordinary Shares will, when issued, rank *pari passu* in all respects with the existing Ordinary Shares, including the right to receive all dividends or other distributions declared, made or paid on or after they are issued.

If you have sold or otherwise transferred all of your ordinary shares of 10p each in the capital of the Company (“**Ordinary Shares**”), please immediately forward this document to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee. However, this document should not be distributed, forwarded or transmitted in or into the United States, Canada, Australia, The Republic of South Africa or Japan or any other jurisdiction if to do so would constitute a violation of the relevant laws of such jurisdiction. If you have sold or transferred only part of your holding of Ordinary Shares you should retain this document, and immediately consult the stockbroker, bank or other agent through whom the sale or transfer was effected. **This document should be read in conjunction with the Notice of General Meeting as set out at the end of this document. The whole text of this document should be read.**

FRONTIER IP GROUP PLC

(Incorporated in England and Wales with registered number 06262177)

Firm Placing of 6,889,820 New Ordinary Shares

Conditional Placing of 25,439,507 New Ordinary Shares

Subscription for 1,004,007 New Ordinary Shares

**Retail Offer of up to 3,333,333 New Ordinary Shares
each at a price of 12 pence per share**

and

Notice of General Meeting



Nominated Adviser and Joint Bookrunner



SHORE CAPITAL
CAPITAL MARKETS

Joint Bookrunner

Allenby Capital Limited (“**Allenby Capital**”), which is authorised and regulated in the United Kingdom by the Financial Conduct Authority, is acting as nominated adviser and joint bookrunner to the Company in connection with the proposals described in this document. It will not regard any other person as its client and will not be responsible to anyone else

for providing the protections afforded to the clients of Allenby Capital or for providing advice in relation to such proposals. Allenby Capital has not authorised the contents of, or any part of, this document and no liability whatsoever is accepted by Allenby Capital for the accuracy of any information or opinions contained in this document or for the omission of any information. Allenby Capital as nominated adviser to the Company owes certain responsibilities to the London Stock Exchange which are not owed to the Company, the Directors, Shareholders or any other person.

Shore Capital Stockbrokers Limited ("**Shore Capital**"), which is authorised and regulated in the United Kingdom by the Financial Conduct Authority, is acting as joint bookrunner to the Company in connection with the Placing and the Subscription. It will not regard any other person as its client and will not be responsible to anyone else for providing the protections afforded to the clients of Shore Capital or for providing advice in relation to such proposals. Shore Capital has not authorised the contents of, or any part of, this document and no liability whatsoever is accepted by Shore Capital for the accuracy of any information or opinions contained in this document or for the omission of any information.

This document is directed only at members of the Company falling within the meaning of Article 43(2)(a) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (all such persons together being referred to as "**Relevant Persons**"). This document must not be acted on or relied on by persons who are not Relevant Persons. This document does not constitute an offer of securities and accordingly is not a prospectus, neither does it constitute an admission document drawn up in accordance with the AIM Rules.

FORWARD LOOKING STATEMENTS

This document includes "forward-looking statements" which include all statements other than statements of historical facts, including, without limitation, those regarding the Company's financial position, business strategy, plans and objectives of management for future operations, can be identified by the use of forward looking terminology including the terms "believes", "estimates", "expects", "aims", "intends", "plans", "projects", "will", "may", "anticipates", "would", "could", "should" or similar expressions or negatives thereof or other variations or comparable terminology. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors beyond the Company's control that could cause the actual results, performance or achievements of the Company to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements. Such forward-looking statements are based on numerous assumptions regarding the Company's present and future business strategies and the environment in which the Company will operate in the future. These forward looking statements speak only as at the date of this document. The Company expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statements contained herein to reflect any change in the Company's expectations with regard thereto or any change in events, conditions or circumstances on which any such statements are based unless it is required to do so by applicable law or the AIM Rules.

NOTICE TO OVERSEAS PERSONS

The distribution of this document and the offering or sale of the Placing Shares, Subscription Shares and Retail Shares in certain jurisdictions may be restricted by law. No action has been taken by the Company or Allenby Capital or Shore Capital that would permit an offering of the Placing Shares, Subscription Shares and Retail Shares or possession or distribution of this document or any other offering or publicity material relating to the Placing Shares, Subscription Shares and Retail Shares in any jurisdiction where action for that purpose is required. Persons into whose possession this document comes are required by the Company, Allenby Capital and Shore Capital to inform themselves about and to observe any such restrictions.

The Placing Shares, Subscription Shares and Retail Shares referred to in this document have not been and will not be registered under the US Securities Act of 1933, as amended (the "**Securities Act**") and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the requirements of the Securities Act. There will be no public offer of the Placing Shares, Subscription Shares and Retail Shares in the United States, the United Kingdom or elsewhere. The Placing Shares, Subscription Shares and Retail Shares are being offered and sold outside the United States in reliance on Regulation S under the Securities Act. The Placing Shares, Subscription Shares and Retail Shares have not been approved or disapproved by the US Securities and Exchange Commission, any state securities commission or other regulatory authority, nor have the foregoing authorities passed upon or endorsed the merits of this offering. Any representation to the contrary is a criminal offence in the United States and any re-offer or resale of any of the Placing Shares, Subscription Shares and Retail Shares in the United States or to a US Person may constitute a violation of US law or regulation.

PRESENTATION OF FINANCIAL INFORMATION

Certain data in this document, including financial, statistical and operational information has been rounded. As a result of the rounding, the totals of data presented in this document may vary slightly from the actual arithmetical totals of such data. Percentages in tables have been rounded and, accordingly, may not add up to 100 per cent. In this document, references to "pounds sterling", "£", "pence" and "p" are to the lawful currency of the United Kingdom.

PRESENTATION OF MARKET, ECONOMIC AND INDUSTRY DATA

Where information contained in this document originates from a third party source, it is identified where it appears in this document together with the name of its source. Such third party information has been accurately reproduced and, so far as the Company is aware and is able to ascertain from information published by the relevant third party, no facts have been omitted which would render the reproduced information inaccurate or misleading.

NO INCORPORATION OF WEBSITE INFORMATION

The contents of the Company's website or any hyperlinks accessible from the Company's website do not form part of this document and Shareholders should not rely on them.

INTERPRETATION

Certain terms used in this document are defined and certain technical and other terms used in this document are explained at the section of this document under the heading "Definitions".

All times referred to in this document and the Form of Proxy are, unless otherwise stated, references to London time.

All references to legislation in this document and the Form of Proxy are to the legislation of England and Wales unless the contrary is indicated. Any reference to any provision of any legislation or regulation shall include any amendment, modification, re-enactment or extension thereof.

Words importing the singular shall include the plural and *vice versa*, and words importing the masculine gender shall include the feminine or neutral gender.

NOTICE OF GENERAL MEETING

Notice of a General Meeting of Frontier IP to be held at 9.30 a.m. at 5 St Helen's Place, London, EC3A 6AB on 15 July 2026 is set out at the end of this document. You will also find enclosed a form of proxy for the General Meeting. To be valid, the Form of Proxy for use at the General Meeting must be completed, signed and returned so as to be received by the Company's registrars, **Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX by 9.30 a.m. on 13 July 2026.**

Alternatively, you can register your vote(s) for the General Meeting by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions.

Copies of this document are available free of charge on the Company's website: www.frontierip.co.uk.

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DEFINITIONS

“Act”	the Companies Act 2006 (as amended);
“Admission”	First Admission and/or Second Admission (as the context requires);
“Annual General Meeting” or “2025 AGM”	the annual general meeting of the Company held on 31 December 2025;
“AIM Rules”	the AIM Rules for Companies, as published and amended from time to time by the London Stock Exchange;
“AIM”	the market of that name operated by the London Stock Exchange;
“Allenby Capital”	Allenby Capital Limited, the Company’s nominated adviser pursuant to the AIM Rules, broker and joint bookrunner in relation to the Placing;
“Bookbuild”	means the retail capital raising platform operated by BB Technology Ltd and known as BookBuild which will host the Retail Offer;
“Business Day”	any day (other than a Saturday or Sunday) upon which commercial banks are open for business in London, UK;
“certificated” or “in certificated form”	an ordinary share or other security recorded on a company’s register as being held in certificated form (that is not in CREST);
“Circular” or “document”	this document;
“Company” or “Frontier IP”	Frontier IP Group plc, a company registered in England and Wales with company number 06262177;
“Conditional Fundraising”	the Conditional Placing, the Subscription and the Retail Offer;
“Conditional Fundraising Shares”	the Conditional Placing Shares, the Subscription Shares and the Retail Shares;
“Conditional Placing”	the conditional placing of the Conditional Placing Shares by the Joint Bookrunners on behalf of the Company at the Issue Price pursuant to the Placing Agreement;
“Conditional Placing Shares”	the 25,439,507 new Ordinary Shares to be issued pursuant to the Conditional Placing;
“CREST member”	a person who has been admitted by Euroclear as a system-member (as defined in the CREST Regulations);
“CREST Regulations”	the Uncertificated Securities Regulations 2001 (SI 2001/3755) (as amended from time to time);
“CREST”	the relevant system (as defined in the CREST Regulations) for the paperless settlement of share transfers and the holding of securities in uncertificated form which is administered by Euroclear;
“Directors” or “Board”	the directors of the Company whose names are set out on page 11 of this document;
“Enlarged Share Capital”	the issued ordinary share capital of the Company immediately following Second Admission comprising the Existing Ordinary Shares and the New Ordinary Shares;

“Euroclear”	Euroclear UK & International Limited, the operator of CREST;
“Existing Ordinary Shares”	the 75,638,239 existing Ordinary Shares in issue as at the date of this Circular;
“FCA”	the Financial Conduct Authority of the United Kingdom;
“Firm Placing Shares”	the 6,889,820 new Ordinary Shares which have been placed by the Joint Bookrunners pursuant to the Firm Placing;
“Firm Placing”	the placing of the Firm Placing Shares by the Joint Bookrunners on behalf of the Company at the Issue Price pursuant to the Placing Agreement;
“First Admission”	the admission of the Firm Placing Shares to trading on AIM becoming effective in accordance with Rule 6 of the AIM Rules for Companies;
“Form of Proxy”	the form of proxy for use in connection with the General Meeting which accompanies the Circular;
“FSMA”	the Financial Services and Markets Act 2000 (as amended);
“Fundraising Resolutions”	the resolutions numbered 1 and 2 set out in the Notice of General Meeting, to be proposed at the General Meeting;
“Fundraising” or “Fundraise”	together, the Placing, the Subscription and the Retail Offer;
“GM” or “General Meeting”	the General Meeting of the Company to be held at 9.30 a.m. at 5 St Helen’s Place, London, EC3A 6AB on 15 July 2026 or any adjournment thereof, notice of which is set out at the end of this document;
“Group”	together, the Company and its subsidiary undertakings;
“ISIN”	International Securities Identification Number;
“Issue Price”	12 pence per New Ordinary Share;
“Joint Bookrunners”	Allenby Capital and Shore Capital;
“Latest Practicable Date”	19 June 2026 being the latest practicable date prior to the publication of this document;
“Launch Announcement”	the RIS announcement issued by the Company at 4.58 p.m. on 16 June 2026 announcing the Placing and Subscription;
“London Stock Exchange”	London Stock Exchange plc;
“Member Account ID”	the identification code or number attached to any member account in CREST;
“New Ordinary Shares”	together, the Placing Shares, the Subscription Shares and the Retail Shares;
“Notice of General Meeting” or “Notice”	the notice convening the General Meeting set out at the end of this document;
“Ordinary Shares”	the ordinary shares of 10p each in the capital of the Company;

“Overseas Shareholder”	a Shareholder who is resident in, or who is a citizen of, or who has a registered address in a jurisdiction outside the United Kingdom;
“Placees”	the persons who have conditionally agreed to subscribe for the Placing Shares under the Placing;
“Placing Agreement”	the conditional placing agreement dated 16 June 2026 between the Company, Allenby Capital and Shore Capital relating to the Placing;
“Placing Shares”	the Firm Placing Shares and the Conditional Placing Shares;
“Placing”	the Firm Placing and/or the Conditional Placing (as the context requires);
“Registrars”	Share Registrars Limited;
“RIS”	a service approved by the London Stock Exchange for the distribution to the public of AIM announcements and included within the list on the website of the London Stock Exchange;
“Resolutions”	the Resolutions set out in the Notice of General Meeting to be proposed at the General Meeting, including the Fundraising Resolutions;
“Results Announcement”	the RIS announcement issued by the Company at 7.00 a.m. on 17 June 2026 announcing the results of the Placing;
“Retail Offer”	means the conditional offer of up to 3,333,333 new Ordinary Shares via the Bookbuild platform in the United Kingdom at the Issue Price;
“Retail Shares”	3,333,333 new Ordinary Shares which were subscribed for under and to be issued pursuant to the Retail Offer subject to, <i>inter alia</i> , the passing of the Fundraising Resolutions;
“Second Admission”	the admission of the Conditional Placing Shares, such number of Retail Shares as are subscribed for pursuant to the Retail Offer and the Subscription Shares to trading on AIM becoming effective in accordance with Rule 6 of the AIM Rules for Companies;
“Shareholder(s)”	holder(s) of Existing Ordinary Shares;
“Shore Capital”	Shore Capital Stockbrokers Limited, a company incorporated in England and Wales with company number 01850105, the Company’s joint bookrunner for the Placing;
“sterling”, “pounds sterling”, “£”, “pence” or “p”	the lawful currency of the United Kingdom;
“Subscribers”	each of the Directors, being persons who have indicated an intention to subscribe for the Subscription Shares pursuant to the Subscription Letters, and each a “Subscriber” and such other subscribers as may be approved by the Board;
“Subscription”	the conditional subscription for the Subscription Shares pursuant to the Subscription Letters at the Issue Price;
“Subscription Letters”	the subscription letters entered into between the Company and the Subscribers;

“Subscription Shares”	the 1,004,007 new Ordinary Shares proposed to be issued by the Company to the Subscribers;
“uncertificated” or “in uncertificated form”	recorded on the register of members of a company as being held in uncertificated form in CREST and title to which, by virtue of the CREST Regulations, may be transferred by means of CREST;
“US Person”	a US person as defined in Regulation S promulgated under the US Securities Act; and
“US Securities Act”	the United States Securities Act of 1933 (as amended).

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Event	Time and date (as applicable)
Publication and posting of this Circular and Form of Proxy	22 June 2026
First Admission and commencement of dealings in the Firm Placing Shares	8.00 a.m. on 23 June 2026
CREST Accounts expected to be credited for the Firm Placing Shares to be held in uncertificated form (where applicable)	as soon as possible after 8.00 a.m. on 23 June 2026
Expected dispatch of definitive share certificates for Firm Placing Shares to be held in certificated form (where applicable)	within 10 Business Days of First Admission
Latest time and date for receipt of completed Forms of Proxy to be valid at the General Meeting	9.30 a.m. on 13 July 2026
General Meeting	9.30 a.m. on 15 July 2026
Announcement of results of the General Meeting	15 July 2026
Second Admission and commencement of dealings in the Conditional Fundraising Shares	8.00 a.m. on 16 July 2026
CREST accounts expected to be credited for the Conditional Fundraising Shares to be held in uncertificated form (where applicable)	as soon as possible after 8.00 a.m. on 16 July 2026
Expected dispatch of definitive share certificates for Conditional Fundraising Shares to be held in certificated form (where applicable)	within 10 Business Days of Second Admission

Notes:

- 1 Each of the times and dates above are indicative only and are subject to change. If any of the above times and/or dates change, the revised times and/or dates will be notified by the Company to Shareholders by announcement through a RIS.
- 2 All of the above times refer to London BST time unless otherwise stated.
- 3 Events listed in the above timetable after the General Meeting are conditional on the passing at the General Meeting of the Fundraising Resolutions.

KEY STATISTICS

Issue Price	12 pence
Number of Existing Ordinary Shares*	75,638,239
Number of New Ordinary Shares	36,666,667
Comprising:	
● Number of Firm Placing Shares	6,889,820
● Number of Conditional Placing Shares	25,439,507
● Number of Subscription Shares	1,004,007
● Number of Retail Shares	3,333,333
Number of Ordinary Shares in issue immediately following First Admission	82,528,059
Number of Ordinary Shares in issue immediately following Second Admission	112,304,906
Percentage of the Enlarged Share Capital represented by the New Ordinary Shares	32.6 per cent.
Gross proceeds of the Placing	£3.88 million
Gross proceeds of the Subscription	£0.12 million
Gross proceeds of the Retail Offer	£0.40 million
Gross proceeds of the Fundraising receivable by the Company	£4.40 million
Net proceeds of the Fundraising receivable by the Company (net of expenses)	£4.01 million
ISIN	GB00B63PS212
SEDOL	B63PS21
TIDM	FIPP
LEI	213800BRYUKQPJWKJ312

*At the Latest Practicable Date

DIRECTORS, SECRETARY AND ADVISERS

Directors:	Professor Dame Julia King, Baroness Brown of Cambridge <i>(Non-Executive Chair)</i> Neil Crabb <i>(Chief Executive Officer)</i> Jacqueline McKay <i>(Chief Operating Officer)</i> Shaun Claydon <i>(Chief Financial Officer)</i> Nigel Grierson <i>(Non-Executive Director)</i> David Holbrook <i>(Non-Executive Director)</i> All of whose business address is the Registered Office of the Company
Company Secretary:	Shaun Claydon
Registered Office:	c/o CMS Cameron McKenna Nabarro Olswang LLP 78 Cannon Street London EC4N 6AF
Company Website:	www.frontierip.co.uk
Telephone Number:	07415 888 425
Nominated Adviser and Joint Bookrunner:	Allenby Capital Limited 5 St Helen's Place London EC3A 6AB
Joint Bookrunner:	Shore Capital Stockbrokers Limited Cassini House 57 St James's Street London England SW1A 1LD
Lawyers to the Company:	Addleshaw Goddard LLP 155 St. Vincent Street Glasgow G2 5NW United Kingdom
Lawyers to the Joint Bookrunners:	Osborne Clarke LLP One London Wall London EC2Y 5EB
Registrars:	Share Registrars Limited 3 The Millennium Centre Crosby Way Farnham Surrey GU9 7XX

FRONTIER IP GROUP PLC

(Incorporated and registered in England and Wales under the Companies Act 2006
with registered number 06262177)

Professor Dame Julia King, Baroness Brown of Cambridge (*Non-Executive Chair*)
Neil Crabb (*Chief Executive Officer*)
Jacqueline McKay (*Chief Operating Officer*)
Shaun Claydon (*Chief Financial Officer*)
Nigel Grierson (*Non-Executive Director*)
David Holbrook (*Non-Executive Director*)

22 June 2026

Dear Shareholder,

**Fundraising of £4.40 million comprising a Placing of 32,329,327 Placing Shares,
Subscription for 1,004,007 Subscription Shares and application for
3,333,333 Retail Shares under the Retail Offer each at a price
of 12 pence per New Ordinary Share**

and

Notice of General Meeting

1. Introduction

On 17 June 2026, the Company announced that, following the issue of the Launch Announcement, it had successfully closed the Placing at an issue price of 12 pence per New Ordinary Share. The Results Announcement confirmed that the Company has conditionally raised gross proceeds of approximately £4 million through the issue of 32,329,327 Placing Shares (comprising 6,889,820 Firm Placing Shares and 25,439,507 Conditional Placing Shares) and 1,004,007 Subscription Shares. The Placing Shares were offered through an accelerated bookbuild process. Furthermore, the Board recognises and is grateful for the continued support received from Shareholders and other retail investors and was pleased to offer retail Shareholders and other retail investors the opportunity to participate in the Fundraising through the Retail Offer via the Bookbuild platform. The Retail Offer was announced on 16 June 2026 and closed at 5.00 p.m. on 18 June 2026. The Company is pleased to confirm that 3,333,333 New Ordinary Shares were subscribed for under the oversubscribed Retail Offer conditionally raising £0.40 million for the Company.

The Fundraising consisted of the Firm Placing, the Conditional Placing, the Subscription and the Retail Offer and will raise £4.40 million (before expenses) in aggregate for the Company subject to satisfaction of the relevant conditions for the Conditional Fundraising, including the passing of the Fundraising Resolutions at the General Meeting and the Placing Agreement not being terminated prior to Second Admission.

All of the Directors have conditionally agreed to participate in the Subscription for, in aggregate, 1,004,007 Subscription Shares at the Issue Price conditionally raising approximately £0.12 million for the Company.

The Conditional Placing, the Subscription and the Retail Offer are each conditional, *inter alia*, upon the Company obtaining approval of Shareholders to the Fundraising Resolutions to be proposed at the General Meeting and Second Admission becoming effective. The Conditional Placing and the Subscription are conditional upon, *inter alia*, the Placing Agreement not having been terminated and becoming unconditional in respect of the Conditional Placing Shares and the Subscription Shares prior to Second Admission.

The Firm Placing is not conditional upon the Company obtaining approval of Shareholders to the Fundraising Resolutions. The Firm Placing Shares will be allotted and issued using the general share authority taken at the 2025 AGM. Application has been made for the Firm Placing Shares to be admitted to trading on AIM and dealings in the Firm Placing Shares are expected to commence at 8.00 a.m. on 23 June 2026.

The Fundraising Resolutions provide sufficient authority to enable the allotment of the Conditional Fundraising Shares and to disapply statutory pre-emption rights which would otherwise apply to the allotment of the

New Ordinary Shares (other than the Firm Placing Shares). Accordingly, the Company is seeking the approval of Shareholders to Resolutions 1 and 2 which are to be put to the General Meeting of the Company to be held at 9.30 a.m. at 5 St Helen's Place, London, EC3A 6AB on 15 July 2026.

This Circular contains the Notice of General Meeting which is set out at the end of this document. You will also find enclosed a Form of Proxy for use at the General Meeting. To be valid, the Form of Proxy must be completed, signed and returned so as to be received by the Company's registrars, **Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX by no later than 9.30 a.m. on 13 July 2026.**

Alternatively, you can register your vote(s) for the General Meeting by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions.

Application will be made for the Conditional Fundraising Shares to be admitted to trading on AIM. Subject to Shareholder approval of the Fundraising Resolutions at the GM, it is expected that Second Admission will become effective at 8.00 a.m. on 16 July 2026 (or such later date as the Company and the Joint Bookrunners may agree, but not later than 31 July 2026).

The Firm Placing Shares will on First Admission rank *pari passu* in all respects with the Existing Ordinary Shares and will rank in full for all dividends and other distributions declared, made or paid on the Firm Placing Shares after First Admission.

Subject to the Fundraising Resolutions being passed by Shareholders at the GM, each of the Conditional Fundraising Shares will on Second Admission rank *pari passu* in all respects with the Existing Ordinary Shares and will rank in full for all dividends and other distributions declared, made or paid on the Conditional Fundraising Shares after Second Admission.

The Issue Price represents a discount of 29.4 per cent. to the closing middle market price per Ordinary Share of 17 pence on 15 June 2026, being the last practicable date prior to the Launch Announcement.

The purpose of this document is to provide Shareholders with information about the background to and the reasons for the Fundraising, to explain why the Board considers the Fundraising to be in the best interests of the Company and its Shareholders as a whole and why the Directors recommend that you vote in favour of all the Resolutions as they intend to do in respect of their respective shareholdings.

This document also contains the notice of the General Meeting, set out at the end of this document. The Directors recommend that you vote in favour of all the Resolutions to be proposed at the General Meeting as they intend to do in respect of their respective shareholdings.

2. Background to and reasons for the Fundraising

The Directors believe the Company is at an important inflexion point, with a maturing portfolio concentrated in a number of high-quality deep technology assets that are approaching key commercialisation and potential realisation milestones. Recent positive portfolio developments and increasing exit momentum underpin the Company's strategy of creating value through early-stage investment in strong, IP-rich technologies and supporting them through to scaling and realisation.

Update on current trading and financial position

The Company announced its unaudited interim results for the six months ended 31 December 2025 on 30 March 2026. Key highlights from the interim period include:

- pre-tax loss of approximately £3.1 million (year ended 30 June 2025: pre-tax loss of £6.3 million), including non-cash South Cambridge Science Centre ("**SC²**") lease costs of £0.9 million and unrealised losses on portfolio companies of £0.9 million;
- basic loss per share of 4.54 pence (year ended 30 June 2025: loss per share 10.08 pence);
- net asset value per share of approximately 52.7 pence as at 31 December 2025 (30 June 2025: 61.0 pence), representing a premium of approximately 339.2 per cent. to the Issue Price;

- net assets of £39.9 million as at 31 December 2025 (30 June 2025: £42.0 million), of which the fair value of equity investments was £33.5 million and debt investments £2.4 million;
- cash balances of approximately £1.6 million as at 31 December 2025 (30 June 2025: £2.6 million); and
- annualised core operating costs reduced by approximately £1 million to approximately £2.5 million with effect from 1 May 2026, following completion of a cost reduction programme.

Portfolio update

The Directors are encouraged by the continued progress across Frontier IP's portfolio with the six core holdings progressing towards key commercial, funding or potential exit milestones. The portfolio is increasingly focused on sectors benefiting from structural growth drivers, including AI, energy efficiency, advanced materials and healthcare innovation. The six core holdings — 2D Photonics, Pulsiv, Alusid, The Vaccine Group, Cambridge Raman Imaging and GraphEnergyTech — represent more than two-thirds of the Company's total portfolio fair value of £35.9 million as at 31 December 2025 (unaudited) and the Directors believe are at key stages on the road to realisation. Since the period end, the portfolio has continued to generate positive newsflow, including the award of a €211 million Italian government grant to 2D Photonics' wholly-owned subsidiary CamGraPhIC s.r.l., confirmed as European Commission-approved state aid announced in April 2026, and Fieldwork Robotics completing a £3 million fundraising to accelerate commercial deployment of its autonomous harvesting technology.

Key portfolio highlights from Frontier IP's top six holdings include:

- **2D Photonics** develops graphene photonics for AI, data centres, defence and other infrastructure applications, with technology offering higher speeds than silicon whilst consuming significantly less energy. In April 2026, the Italian government awarded a grant of €211 million to 2D Photonics' wholly-owned Italian subsidiary CamGraPhIC s.r.l. to fund scale-up via a 200mm pilot plant, with the grant having received European Commission state aid approval. In 2025, 2D Photonics raised €25 million in a Series A round backed by the NATO Innovation Fund, Sony, Bosch, CDP Venture and Join Capital. Frontier IP holds a 9.10 per cent. stake, valued at £3.1 million at 31 December 2025.
- **Pulsiv** develops technology that transforms the energy efficiency of power conversion, with products that are significantly cheaper to produce and operate and can be scaled from consumer devices to industrial applications. Pulsiv has a business model based on chip sales and licensing, with first design wins now closing and multi-million unit potential. The company is targeting its first product on market in 2026 and has recently raised significant funds at a valuation in excess of £60 million. Frontier IP holds a 17.30 per cent. stake, valued at £10.9 million at 31 December 2025.
- **Alusid** manufactures sustainable tiles and surfaces made almost entirely from recycled industrial waste, with industry-leading recycled content percentages and significantly lower production costs at scale. The company has signed three international distribution agreements, including with subsidiaries of Saint-Gobain and BME Group, and counts Topps Tiles plc and Starbucks EMEA among its customers. Alusid is exploring IPO options with a potential trade sale thereafter. Frontier IP holds a 36.16 per cent. stake, valued at £4.2 million at 31 December 2025.
- **The Vaccine Group ("TVG")** develops next-generation animal vaccines and biotherapeutics using a novel herpesvirus delivery platform. In January 2026, TVG announced strong results for its vaccine candidate against zoonotic pig disease *Streptococcus suis* in challenge trials, following outstanding success of its BRSV vaccine candidates in cattle. A licence agreement on poultry vaccines is in place, with ongoing discussions with further strategic partners for cattle and pig vaccines. Frontier IP holds a 16.64 per cent. stake, valued at £3.3 million at 31 December 2025.
- **Cambridge Raman Imaging ("CRI")** provides advanced Raman imaging technology for high-speed capture of the total chemical compositions of products and biological samples, with applications in industrial quality control, environmental monitoring and medical diagnostics. CRI has achieved over €1 million in commercial sales since 2024 and has a growing pipeline. A pre-Series A funding round is in progress, with a Series A round of up to £10 million planned. Frontier IP holds a 25.4 per cent. stake, valued at £2.7 million at 31 December 2025.
- **GraphEnergyTech** is developing graphene-based electrodes to replace silver in solar panels — a material whose cost has risen sharply, averaging 29 per cent. of total solar panel cost in January 2026, up from 3.4 per cent. in 2023. The company's technology has potential as a key enabling material for

perovskite solar cells and may also be suitable for silicon. GraphEnergyTech has partnerships with Taiwan Perovskite Solar Corporation, Taiwan's Industrial Technology Research Institute and the University of Cambridge, and has been selected for Japan's Keihanna Global Acceleration Program (KGAP+). A fundraising round supported by Aramco Ventures is currently underway. Frontier IP holds a 23.97 per cent. stake, valued at £1.3 million at 31 December 2025.

Realisation pathway

The Directors believe that a number of the Company's core holdings are progressing along clearly defined realisation pathways, which may include possible trade sales, IPOs and/or secondary transactions. Several portfolio companies are currently pursuing funding rounds or strategic partnerships which may provide opportunities for partial or full realisation over time.

Rationale for the Fundraising and use of proceeds

The Company's unaudited interim results for the six months ended 31 December 2025, announced on 30 March 2026, contained a going concern statement to the effect that, as at 31 December 2025, the Company had insufficient cash to cover its operating expenditure for the twelve months from the date of signing the financial statements, assuming no portfolio realisations in that period. In the absence of further funds being raised, the Company has a cash runway through to the third quarter of 2026. Should the Fundraising Resolutions required to implement the Conditional Fundraising be duly passed by Shareholders at the General Meeting, the Company will have sufficient cash to cover its operating expenses for at least twelve months from Second Admission, even in the absence of any realisations in this period.

The Fundraising is intended to position the Company to capitalise on near-term value creation opportunities within its portfolio, supporting key milestones and potential realisations while strengthening the balance sheet.

The Company intends to use the net proceeds of the Fundraising to strengthen its balance sheet and provide working capital, in particular to:

- deliver on near-term milestones and portfolio realisations;
- continue the development of its SC² facility, for which it is seeking to secure debt financing, and which is expected to support the generation of new portfolio opportunities and accelerate collaboration, development and ultimately exits across the Company's portfolio; and
- selectively support portfolio companies.

Cash from potential realisations in the current pipeline would bolster the Company's financial position and reduce the need for further equity funding.

Details of the Fundraising

The Fundraising is being conducted in two tranches. The first tranche is the Firm Placing. 6,889,820 of the New Ordinary Shares, comprising the Firm Placing Shares, will be allotted and issued pursuant to the Firm Placing.

The Firm Placing Shares will be allotted and issued using the share authorities granted at the 2025 AGM.

The second tranche is the Conditional Placing, the Subscription and the Retail Offer. 29,776,847 of the New Ordinary Shares comprising the 25,439,507 Conditional Placing Shares, the 1,004,007 Subscription Shares and the 3,333,333 Retail Shares will be allotted and issued pursuant to the Conditional Fundraising. Completion of the Conditional Placing, Subscription and Retail Offer are subject to satisfaction of certain conditions including the passing of the Fundraising Resolutions at the GM.

Details of the Placing

The Company has raised approximately £0.83 million (before expenses) through the issue of the Firm Placing Shares which are expected to be admitted to trading on AIM on 23 June 2026. The Company has also conditionally raised approximately £3.05 million (before expenses) through the issue of the Conditional Placing Shares at the Issue Price.

In connection with the Placing, the Company has entered into a placing agreement with the Joint Bookrunners (the “**Placing Agreement**”). The Placing Agreement contains certain customary warranties given by the Company concerning the accuracy of information given in the Announcement in respect of the Placing as well as other matters relating to the Group and its business. The Company has also agreed to indemnify the Joint Bookrunners and their respective affiliates against certain liabilities that they may incur in respect of the Placing. The Placing Agreement is terminable by the Joint Bookrunners in certain customary circumstances at any time prior to Second Admission including, *inter alia*, should there be a breach of a warranty contained in the Placing Agreement or should a *force majeure* event take place or a material adverse change to the business of the Group occur. Neither the Firm Placing nor the Conditional Placing is being underwritten.

The Placing is conditional upon, *inter alia*, the Placing Agreement not having been terminated and becoming unconditional in respect of the Firm Placing Shares prior to First Admission and the Conditional Placing Shares prior to Second Admission, and:

- in respect of the Firm Placing Shares, First Admission becoming effective at 8.00 a.m. on 23 June 2026. The Directors will use the Company’s existing authorities and powers to disapply pre-emption rights granted by resolutions passed at the 2025 AGM to allot and issue the Firm Placing Shares. The issue of the Firm Placing Shares is not, therefore, subject to the approval of Shareholders; and
- in respect of the Conditional Placing Shares, the Fundraising Resolutions being duly passed without amendment at the General Meeting, and Second Admission becoming effective at 8.00 a.m. on 16 July 2026.

Details of the Subscription

All the Directors have conditionally agreed to subscribe for, in aggregate, 1,004,007 Subscription Shares at the Issue Price raising gross proceeds of approximately £120,481. Certain of the Directors have accrued Directors’ fees, the net amount of which is, in aggregate, approximately £27,386 which the relevant Directors have directed the Company to retain and apply the Issue Price in converting the Director fees, by issuing the relevant number of Subscription Shares.

The Subscription is conditional upon, *inter alia*, the Placing Agreement not having been terminated and becoming unconditional prior to Second Admission and on the Fundraising Resolutions being duly passed without amendment at the General Meeting and Second Admission becoming effective at 8.00 a.m. on 16 July 2026.

Details of the Retail Offer

In addition to the Placing and the Subscription, the Company has raised £0.40 million through a separate conditional Retail Offer through the issue of 3,333,333 Retail Shares at the Issue Price.

The Retail Offer was conducted via the Bookbuild platform on behalf of the Company. The aim of the Retail Offer was to provide retail Shareholders and other retail investors with an opportunity to participate in the Fundraising. A separate announcement was made by the Company on 16 June 2026 regarding the Retail Offer and its terms. Those investors who subscribed for Retail Shares pursuant to the Retail Offer did so pursuant to the terms and conditions of the Retail Offer.

The Placing and the Subscription are not conditional upon the Retail Offer and for the avoidance of doubt, the Retail Offer is not part of the Placing nor the Subscription. The Retail Offer is conditional, *inter alia*, upon the Fundraising Resolutions being duly passed without amendment at the General Meeting and Second Admission becoming effective at 8.00 a.m. on 16 July 2026.

3. Directors’ Participation in the Fundraising

All of the Directors have conditionally subscribed for, in aggregate, 1,004,007 Subscription Shares at the Issue Price raising approximately £0.12 million. Details of the Directors’ conditional subscriptions and their respective resulting interests in the Enlarged Share Capital are set out below:

<i>Director</i>	<i>Number of Existing Ordinary Shares</i>	<i>Number of Shares subscribed for in the Subscription*</i>	<i>Number of Ordinary Shares held on Second Admission</i>	<i>Percentage of Enlarged Share Capital on Second Admission</i>
Neil Crabb	4,576,018	583,333	5,159,351	4.59
Nigel Grierson	135,946	100,000	235,946	0.21
Professor Dame Julia King	679,724	177,750	857,474	0.76
Jacqueline McKay	368,039	45,833	413,872	0.37
Shaun Claydon	0	41,666	41,666	0.04
David Holbrook	13,595	55,425	69,020	0.06

* Includes conversion of certain accrued Directors' fees at the Issue Price amounting, in aggregate, to £27,386

The Subscriptions by the Directors are conditional on, *inter alia*, the passing of the Fundraising Resolutions by Shareholders at the General Meeting.

4. Admission Settlement and Dealings

Application has been made to the London Stock Exchange for the Firm Placing Shares to be admitted to trading on AIM. It is expected that First Admission will become effective and trading in the Firm Placing Shares will commence on 23 June 2026, at which time it is expected that the Firm Placing Shares will be enabled in CREST.

Application will be made to the London Stock Exchange for the Conditional Fundraising Shares to be admitted to trading on AIM. Subject to the passing of the Fundraising Resolutions at the General Meeting, it is expected that Second Admission will become effective and dealings in the Conditional Fundraising Shares will commence at 8.00 a.m. on 16 July 2026, at which time it is also expected that the Conditional Fundraising Shares will be enabled for settlement in CREST.

Each of the New Ordinary Shares, when issued, will be fully paid and will rank *pari passu* in all respects with the Existing Ordinary Shares, including the right to receive all dividends and other distributions declared, made or paid after the date of issue. In respect of the Firm Placing Shares this is expected to be on 23 June 2026 and the remaining New Ordinary Shares on 16 July 2026.

5. Notice of General Meeting

The General Meeting will be held at 9.30 a.m. at 5 St Helen's Place, London, EC3A 6AB on 15 July 2026. The notice of the GM sets out the business to be considered at the GM. The notice convening the General Meeting of the Company is set out at the end of this Circular.

Resolutions 1 and 3 shall be proposed as ordinary resolutions and Resolutions 2 and 4 shall be proposed as special resolutions.

The Notice, and in particular the explanatory notes appended to the Notice, contain a detailed explanation of each of the resolutions proposed at the GM. Resolutions 1 and 2 relate to the authorities required for the Fundraising. Resolutions 3 and 4 relate to the renewal of the Directors' general authority to allot shares and disapply pre-emption rights up to certain limits which was granted at the 2025 AGM and which was used to allot and issue the Firm Placing Shares.

As the allotment and issue of the New Ordinary Shares will exceed the existing authorities which the Directors have to allot new Ordinary Shares for cash on a non-pre-emptive basis, the Conditional Placing, the Subscription and the Retail Offer are each conditional on, amongst other things, shareholders approving the Fundraising Resolutions.

- Resolution 1 is an ordinary resolution to authorise the Directors to allot equity securities up to a maximum aggregate nominal amount of £2,977,684.70 pursuant to the Fundraising; and
- Resolution 2 is a special resolution and is conditional on the passing of Resolution 1 to authorise the Directors to issue and allot equity securities on a non-pre-emption basis up to a maximum aggregate nominal amount of £2,977,684.70 in respect of the Fundraising as referred to in Resolution 1.

- Resolution 3 is an ordinary resolution to authorise the Directors to allot equity securities up to a maximum aggregate nominal amount of £688,982.07 and is being sought to renew the Directors' general authority to allot shares and disapply pre-emption rights up to certain limits which was granted at the 2025 AGM and which was used to allot and issue the Firm Placing Shares.
- Resolution 4 is a special resolution and is conditional on the passing of Resolution 3 to authorise the Directors to issue and allot equity securities on a non-pre-emption basis up to a maximum aggregate nominal amount of £688,982.07.

The authorities granted pursuant to the Fundraising Resolutions will expire 90 days after passing.

Resolution 1, as an ordinary resolution, requires more than half the votes cast to be in favour of the resolution.

Resolution 2, as a special resolution, requires at least three quarters of the votes cast to be in favour of the resolution.

Resolution 3, as an ordinary resolution, requires more than half the votes cast to be in favour of the resolution.

Resolution 4, as a special resolution, requires at least three quarters of the votes cast to be in favour of the resolution.

6. Action to be taken by Shareholders

To be valid, Forms of Proxy must be completed, signed and returned to be received by our Registrar, Share Registrars Limited, at 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX by 9.30 a.m. on 13 July 2026.

Shareholders can also register their vote(s) for the GM by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions.

Instructions for voting by proxy through CREST are set out in paragraphs 12 to 15 of the notes to the Notice of General Meeting.

Proxies are required to be returned or submitted by no later than 9.30 a.m. on 13 July 2026 in order to be valid.

7. Recommendation and Importance to Vote

The Directors consider the Fundraising to be in the best interests of the Company and Shareholders as a whole and, accordingly, unanimously recommend that Shareholders vote in favour of all the Resolutions as they intend to do in respect of their own beneficial holdings amounting, in aggregate, to 5,773,322 Existing Ordinary Shares, representing approximately 7.6 per cent. of the Existing Ordinary Shares.

Shareholders should note that in the event that the Fundraising Resolutions are not passed, Second Admission will not occur and the Company would only receive the funds from the Firm Placing and would not receive the funds from the Conditional Fundraising, which would limit the amount of working capital available to the Company. There is no certainty that alternative sources of funding would be available to cover the working capital shortfall on suitable terms or at all. In such circumstances, the Directors would need to resort to taking mitigating actions and/or seek alternative sources of financing in order to ensure liquidity in the short term.

Shareholders should take independent advice if they wish to consider the suitability of these risks with regard to their own particular circumstances and investment criteria.

Yours faithfully,

Professor Dame Julia King, Baroness Brown of Cambridge
Non-Executive Chair

FRONTIER IP GROUP PLC

(Incorporated and registered in England and Wales under the Companies Act 2006 with registered no. 06262177)

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT A GENERAL MEETING of Frontier IP Group plc (the “**Company**”) will be held at 9.30 a.m. on 15 July 2026 at 5 St Helen’s Place, London, EC3A 6AB for the following purposes:

To consider and, if thought fit, to pass the following resolutions. Resolutions 1 and 3 shall be proposed as ordinary resolutions and Resolutions 2 and 4 shall be proposed as special resolutions:

Resolution 1 – Authority to allot New Ordinary Shares (Fundraising)

That, the Directors of the Company be and they are generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the **Act**), in addition to existing authorities to the extent unused, to exercise all powers of the Company to allot ordinary shares in the capital of the Company (“**Ordinary Shares**”) and to grant rights to subscribe for or convert any security into shares in the Company up to an aggregate nominal amount of £2,977,684.70 on, and subject to, such terms as the Directors may determine but so that this authority is limited to the allotment of Ordinary Shares pursuant to the Fundraising (as defined in the Circular of which this Notice forms part). This authority shall expire unless renewed, extended, varied or revoked by the Company in a general meeting, 90 days after the date of the passing of this resolution, save that the Company may, before such expiry, make offers or agreements which would or might require shares to be allotted in the Company after such expiry and the Directors may allot shares in the Company in pursuance of any share offer or agreement notwithstanding the expiry of the authority given by this resolution.

Resolution 2 – Disapplication of pre-emption rights – New Ordinary Shares (Fundraising)

That, conditional on the passing of Resolution 1 above, the Directors of the Company be and they are empowered pursuant to Section 571 of the Act, in addition to all existing authorities to the extent unused, to allot equity securities (within the meaning of section 560 of the Act) of the Company for cash pursuant to the authority conferred by Resolution 1 above as if section 561(1) of the Act did not apply to any such allotment. This power shall be limited to the allotment of Ordinary Shares up to an aggregate nominal amount of £2,977,684.70 and will expire unless renewed, extended, varied or revoked by the Company in a general meeting, 90 days after the date of the passing of this resolution, save that the Company may, before such expiry, make offers or agreements which would or might require shares to be allotted in the Company after such expiry and the directors may allot shares in the Company in pursuance of any share offer or agreement notwithstanding the expiry of the authority given by this resolution.

Resolution 3 – Authority to allot shares (Renewal)

That the Directors of the Company are generally and unconditionally authorised pursuant to section 551 of the Act, in addition to all existing authorities to the extent unused, to exercise all or any of the powers of the Company to allot shares in the Company or to grant rights to subscribe for, or to convert any security into, shares in the Company comprising equity securities (as defined in section 560(1) of the Act) up to an aggregate nominal amount of £688,982.07 and provided that this authority shall, unless previously renewed, varied or revoked by the Company, expire at the conclusion of the next annual general meeting of the Company after the passing of this resolution or the date 15 months from the date of passing of this resolution, whichever is the earlier save that the Directors of the Company may, before the expiry of such period, make an offer or agreement which would or might require equity securities to be allotted or rights to be granted after the expiry of such period and the Directors of the Company may allot equity securities or grant rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired.

Resolution 4 – Disapplication of pre-emption rights (Renewal)

That, subject to and conditional upon the passing of Resolution 3 above, the Directors of the Company be and are hereby generally empowered pursuant to section 570 of the Act, in addition to all existing authorities to the extent unused, to exercise all powers of the Company to allot equity securities of the Company (as defined in section 560(1) of the Act) for cash pursuant to the authority conferred upon them by Resolution 3 above as if section 561(1) of the Act did not apply to any such allotment or sale provided that this authority and power shall, be limited to:

- (a) the allotment of equity securities or sale of treasury shares up to an aggregate nominal amount of £688,982.07; and
- (b) the allotment of equity securities or sale of treasury shares (pursuant to paragraph (a) above) up to a nominal amount equal to 20 per cent. of any allotment of equity securities or sale of treasury shares from time to time under paragraph (a) above, such authority to be used only for the purposes of making a follow-on offer which the board of directors of the Company determines to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

provided that this authority and power shall expire, at the conclusion of the Company's next annual general meeting after the passing of this resolution (unless previously renewed, varied or revoked by the Company prior to or on such date) or the date 15 months from the date of passing of this resolution, whichever is the earlier save that the Company may, before the expiry of such period, make an offer or agreement which would or might require equity securities to be allotted (or treasury shares to be sold) after such expiry and the Directors may allot equity securities (and sell treasury shares) in pursuance of such offer or agreement as if the power conferred by this resolution had not expired.

Dated: 22 June 2026

Registered Office:

c/o CMS Cameron McKenna Nabarro Olswang LLP
78 Cannon Street
London
EC4N 6AF

By order of the Board

Shaun Claydon
Secretary

Notes:

The following notes explain your general rights as a shareholder and your rights to attend and vote at the General Meeting.

Entitlement to attend and vote

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, to be entitled to attend and vote at the meeting (and for the purpose of the determination by the Company of the votes they may cast) shareholders must be registered in the Company's register of members by 9.30 a.m. on 13 July 2026 (**Specified Time**) (or if the GM is adjourned to a time more than 48 hours after the Specified Time, taking no account of any part of a day that is not a working day, by close of business on the day which is two working days prior to the time of the adjourned GM). If the GM is adjourned to a time not more than 48 hours after the Specified Time (taking no account of any part of a day that is not a working day) that time will also apply for the purposes of determining the entitlement of members to attend and vote (and for the purposes of determining the number of votes cast) at the adjourned GM.
2. Changes to the register of members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.
3. As soon as practicable following the meeting the results of the voting will be announced via a RIS and also placed on the Company's website.

Website giving information regarding the meeting

4. Information regarding the meeting, can be found at www.frontierip.co.uk.

Appointment of proxies

5. If you are a shareholder entitled to attend and vote at the GM, you are entitled to appoint one or more proxies to exercise all or any of your rights to attend, speak and vote at the GM instead of you. You should have received a proxy form with this notice of meeting. A proxy does not need to be a member of the Company but must attend the meeting to represent you. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
6. You may appoint more than one proxy provided each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. To appoint more than one proxy, please contact our registrar, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX on 01252 821390 or at enquiries@shareregistrars.uk.com. You will need to state clearly on each proxy form the number of shares in relation to which the proxy is appointed. Failure to specify the number of shares to which each proxy appointment relates or specifying a number in excess of those held by the shareholder will result in the proxy appointment being invalid. If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the chairman) and give your instructions directly to them.
7. Appointment of a proxy will not preclude a shareholder from attending and voting in person at the GM.
8. Shareholders can register their vote(s) for the GM either:
 - by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions;
 - by post or by hand to Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX using the proxy form accompanying this notice;
 - in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in notes 12 to 15 below.

In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by 9.30 a.m. on 13 July 2026.

9. 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 meeting.

Appointment of proxies by post

10. To be effective, the completed and signed proxy form, and any power of attorney or other authority under which it is executed (or a duly certified copy of any such Power of Attorney) must be deposited at the office of the Company's Registrars, Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX not less than 48 hours (excluding weekends and bank holidays) before the time for holding the meeting (i.e. by 9.30 a.m. on 13 July 2026) and if not so deposited shall be invalid;

Appointment of proxies electronically

11. You may submit your proxy vote electronically by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions. To be valid, your proxy appointment and instructions should reach Share Registrars Limited by no later than 9.30 a.m. on 13 July 2026.

Appointment of proxies through CREST

12. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the GM and any adjournment(s) of it 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.
13. For a proxy appointment or instructions 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 (**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 Share Registrars Limited (ID **7RA36**) no later than 9.30 a.m. on 13 July 2026, or, in the event of an adjournment of the meeting, 48 hours (excluding weekends and bank holidays) before the adjourned 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. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
14. CREST members and, where applicable, their CREST sponsors or voting service provider(s) should note that Euroclear does not make available special procedures in CREST for any particular message. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member, or has appointed a voting service provider(s), to procure that his/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 the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service provider(s) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
15. 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.

Appointment of proxy by joint members

16. In the case of joint holders, where more than one of the joint holders completes a proxy appointment, 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

17. Shareholders may change proxy instructions by submitting a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments also applies in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.
18. 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 Share Registrars Limited on 01252 821390 or at Share Registrars Ltd, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX.
19. 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 appointment

20. A shareholder may change a proxy instruction but to do so you will need to inform the Company in writing by sending a signed hard-copy notice clearly stating your intention to revoke your proxy appointment to Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX. In the case of a shareholder 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.
21. The revocation notice must be received by Share Registrars Limited no later than 9.30 a.m. on 13 July 2026.
22. If you attempt to revoke your proxy appointment but the revocation is received after the time specified, your original proxy appointment will remain valid unless you attend the meeting and vote in person.
23. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Corporate representatives

24. A corporation which is a shareholder can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a shareholder provided that no more than one corporate representative exercises powers over the same share.
25. In order to facilitate voting by corporate representatives at the meeting, arrangements will be put in place at the meeting so that: (i) if a corporate shareholder has appointed the chairman of the meeting as its corporate representative to vote on a poll in accordance with the directions of all of the other corporate representatives for that shareholder at the meeting, then on a poll those corporate representatives will give voting directions to the chairman and the chairman will vote (or withhold a vote) as corporate representative in accordance with those directions; and (ii) if more than one corporate representative for the same corporate shareholder attends the meeting but the corporate shareholder has not appointed the chairman of the meeting as its corporate representative, a designated corporate representative will be nominated, from those corporate representatives who attend, who will vote on a poll and the other corporate representatives will give voting directions to that designated corporate representative. Corporate shareholders are referred to the guidance issued by the Institute of Chartered Secretaries and Administrators on proxies and corporate representatives (www.icsa.org.uk) for further details of this procedure. The guidance includes a sample form of appointment letter if the chairman is being appointed as described in (i) above.

Issued shares and total voting rights

26. As at 19 June 2026 (being the latest practicable date prior to publication of this Notice), the Company's issued share capital comprised 75,638,239 ordinary shares of 10 pence each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the share capital of the Company as at 19 June 2026 is 75,638,239.

Communication

27. Except as provided above, shareholders who have general queries about the meeting or need additional proxy forms should use the following means of communication (no other methods of communication will be accepted):

- By post to the Company's office in Cambridgeshire, details of which are below:

Address: The Company Secretary
 Frontier IP Group plc
 The Officers' Mess Business Centre
 Royston Road
 Duxford
 Cambridgeshire
 CB22 4QH

28. A shareholder may not use any electronic address provided either in this Notice of GM or any related documents (including the Chairman's letter and proxy form) to communicate with the Company for any purpose other than those expressly stated.

Explanatory Notes to the Notice of General Meeting

of

Frontier IP Group plc

General

The notes on the following pages give an explanation of the proposed resolutions. Resolutions 1 and 3 are proposed as ordinary resolutions. This means that for each of those resolutions to be passed, more than half of the votes cast must be in favour of the resolution. Resolutions 2 and 4 are proposed as special resolutions. This means that for these resolutions to be passed, at least, three quarters of the votes cast must be in favour of the resolutions.

Resolution 1 – Authority to Allot Shares – Fundraising

Under section 551 of the Companies Act 2006, the Directors of a Company may only allot shares or grant rights to subscribe for, or to convert any security into shares in the Company if authorised to do so by the shareholders.

The Company has conditionally raised approximately £4.4 million (before expenses) by way of the placing of 32,329,327 Placing Shares (comprising 6,889,820 Firm Placing Shares and 25,439,507 Conditional Placing Shares) at 12 pence per Placing Share, a Subscription for 1,004,007 Subscription Shares at 12 pence per Subscription Share and the issue of 3,333,333 Retail Shares under the Retail Offer at 12 pence per Retail Share.

The Directors do not have sufficient authority from shareholders, granted at the 2025 AGM to allot all the New Ordinary Shares for cash on a non pre-emptive basis. The Conditional Placing and Retail Offer and the Subscription are conditional on, among other things, shareholders approving the grant of authorities for the Fundraising. Accordingly, Resolution 1 grants authority to the Directors to allot 29,776,847 new Ordinary Shares pursuant to the Conditional Placing and the Retail Offer and the Subscription. The authority given by Resolution 1 will expire 90 days after the passing of Resolution 1.

The Firm Placing Shares will be issued using the authorities granted at the annual general meeting of the Company held on 31 December 2025.

The authority in Resolution 1 is in addition to the authorities given to the Directors at the 2025 AGM.

Resolution 2 – Authority to disapply pre-emption rights – Fundraising

If the new Ordinary Shares are to be allotted for cash using the authority given by Resolution 1 above, section 561(1) of the Companies Act 2006 requires that these securities are offered first to existing shareholders on a pre-emptive basis in proportion to the number of Ordinary Shares they each held at that time. An offer of this type is called a “rights issue” and the entitlement to be offered a new share is known as a “pre-emptive right”.

The Company has conditionally placed 25,439,507 Ordinary Shares with certain institutional and other investors conditional, *inter alia* on the passing of Resolution 1 and Resolution 2. 3,333,333 Ordinary Shares have been applied for under the Retail Offer and 1,004,007 Ordinary Shares have been subscribed for under the Subscription. None of the Conditional Placing, Retail Offer or Subscription is a rights issue and do not offer shareholders a pre-emptive right. As a result, Resolution 2 asks shareholders to waive their pre-emption rights in relation to the issue of up to 29,776,847 Ordinary Shares in connection with the Conditional Fundraising. Shareholders will therefore be diluted by the number of New Ordinary Shares issued.

The authority given by Resolution 2 will expire 90 days after the passing of Resolution 2.

The Conditional Placing and Retail Offer and Subscription, the issue of the new Ordinary Shares and the receipt of the proceeds of the Conditional Fundraising is conditional on, *inter alia*, Resolutions 1 and 2 being passed by shareholders.

This authority is in addition to the authorities given to the Directors at the 2025 AGM to the extent unused and the authorities set out in Resolutions 3 and 4.

Resolution 3 – Authority to allot Ordinary Shares – renewal of 2025 AGM authority

This ordinary resolution will grant the Directors authority to allot up to 6,889,820 Ordinary Shares. This renews the general authority granted by shareholders at the 2025 AGM. The authority granted to the Directors at the 2025 AGM was used by the Company for the purpose of allotting and issuing the Firm Placing Shares. This authority will be in addition to the remaining authorities given to the Directors at the 2025 AGM.

Resolution 4 – Disapplication of pre-emption rights – renewal of 2025 AGM authority

Conditional on the passing of Resolution 3, this special resolution disapplies statutory pre-emption rights in respect of the allotment up to 6,889,820 Ordinary Shares to be allotted pursuant to the authority granted by Resolution 3 to renew the authority granted to the Company at the 2025 AGM which was used to issue the Firm Placing Shares. This authority will be in addition to the remaining authorities given to the Directors at the 2025 AGM.

Save in respect of the allotment of the Subscription Shares, the Placing Shares, the Retail Shares, the grant of options to employees under employee share plans or other similar incentive arrangements and pursuant to the exercise of existing options in respect of Ordinary Shares, the Directors have no current intention to allot shares or rights to subscribe or convert into shares, in the capital of the Company.

