

Background to, and Explanation for, the Resolutions to be proposed at the Annual General Meeting

1. Introduction

The audit report and accounts of Intuitive Investments Group (the “**Company**”) for the year ended 30 September 2025 (“**Annual Report**”) were published on 16 December 2025. The Annual General Meeting (“**AGM**”) will be held at the offices of FTI, 200 Aldersgate, Aldersgate Street, London EC1A 4HD at 10:00 a.m. on 29 January 2026.

2. Resolutions at the AGM

Information relating to the resolutions to be proposed at the AGM is set out below. The notice of AGM is set out at the end of this letter.

The following ordinary resolutions 1 to 6 and special resolutions 7 and 8 will be proposed at the AGM:

Resolution 1: to approve the Annual Report.

Resolution 2: to approve the re-appointment of MHA as auditors of the Company.

Resolution 3: to authorise the Directors to approve the remuneration of the auditors.

Resolution 4: to approve the re-appointment of Malcolm Gillies as Director. Malcolm Gillies served as a Director throughout the year. Under the Articles of Association, Directors must retire and submit themselves for re-election at the annual general meeting if they have not done so at either of the two previous annual general meetings.

Resolution 5: to approve the Directors’ remuneration report, including the Directors’ remuneration policy, for the year ended 30 September 2025 as set out on pages 30 to 33 of the Annual Report. The Company’s auditors, MHA, have audited those parts of the Directors’ remuneration report that are required to be audited and their report may be found on pages 34 to 41 of the Annual Report. This resolution is subject to an ‘advisory vote’ by Shareholders: in the event that this resolution is not passed, the Directors’ remuneration policy would normally need to be reconsidered by Shareholders at the Company’s next annual general meeting.

Resolutions 6 and 7: to approve the renewal of general authorities to allot shares, which expire at the AGM, for the purpose of (i) granting the Directors general authority to allot up to a maximum nominal amount of £8,237,264, representing approximately 37.75% the current issued ordinary share capital; and (ii) disapplying pre-emption rights in connection with the allotment of up to a maximum nominal amount of £8,237,264, representing approximately 37.75% of the current issued ordinary share capital.

Further issues of Ordinary Shares will only be made if the Directors determine such issues to be in the best interests of shareholders and the Company as a whole. Relevant factors in making such determination include the Company’s performance, the premium or discount at

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which the Ordinary Shares trade to the prevailing Net Asset Value per Ordinary Share, perceived investor demand and investment opportunities.

Resolution 8: to approve the renewal of authorities to buy back shares. The authority given to the Directors at the last annual general meeting of the Company to purchase the Company's Ordinary Shares in the market expires at the AGM. This resolution therefore seeks the authority of shareholders to purchase a maximum nominal amount of £2,182,057, being 21,820,567 Ordinary Shares, representing approximately 10% of the applicable issued share capital of the Company. The Directors will only exercise this authority in the year following the AGM, in light of market conditions prevailing at the time and taking into account investment opportunities, appropriate gearing levels and the overall financial position of the Company, they believe the effect of such purchases will be to increase the underlying value per Ordinary Share having regard to the interest of the shareholders generally. Shares will not be bought at a price of less than the nominal value of each Ordinary Share nor more than 5% above the average middle market quotation of the Shares over the preceding five Business Days nor will they be purchased during periods when the Company would be prohibited from making such purchases. Purchases will be made within the guidelines set by the Board and using available reserves. Ordinary Shares purchased will be cancelled and the number of Ordinary Shares in issue reduced accordingly.

3. Action to be taken

A form of proxy for use by Shareholders in connection with the AGM accompanies this document. The form of proxy should be completed in accordance with the instructions printed thereon and returned to the Company's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD as soon as possible but, in any event, so as to arrive by 10:00 a.m. on 27 January 2026.

NOTICE OF ANNUAL GENERAL MEETING

INTUITIVE INVESTMENTS GROUP PLC

Notice is hereby given that the Annual General Meeting of Intuitive Investments Group PLC (the “**Company**” or “**IIG**”) will be held at the offices of FTI, 200 Aldersgate, Aldersgate Street, London EC1A 4HD on 29 January 2026 at 10:00 a.m. for the following purposes:

Resolutions

Ordinary resolutions

To consider and, if thought fit, to pass resolutions 1 to 6 as ordinary resolutions:

1. To receive and adopt the directors’ report, the auditor’s report and the Company’s accounts for the year ended 30 September 2025.
2. To re-appoint MHA as auditor in accordance with section 489 of the Companies Act 2006, to hold office until the conclusion of the next Annual General Meeting of the Company.
3. To authorise the Directors to determine the remuneration of the auditor.
4. To re-appoint Malcom Gillies as a Director of the Company.
5. To approve the Directors’ Remuneration Report.
6. THAT the Directors be and they are hereby authorised generally and unconditionally for the purposes of Section 551 of the Companies Act 2006 (the “Act”) to exercise all 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 (such shares and/or rights being “Relevant Securities”) up to an aggregate nominal amount of £8,237,264 (being 37.75% of the current issued share capital of the Company as at 5 January 2026, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date being the earlier of the date 15 months after the passing of this Resolution and the conclusion of the Annual General Meeting of the Company to be held in 2027 save that the Company may, before such expiry, make offers or agreements which would or might require Relevant Securities to be allotted and the Directors may allot Relevant Securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

This authority shall be in substitution for and shall replace any existing authority pursuant to Section 551 of the Act to the extent not utilised at the date this resolution is passed.

Special business

To consider and, if thought fit, to pass resolutions 7 and 8 as special resolutions:

7. THAT, subject to and conditional upon the passing of resolution 6, the Directors be and they are hereby generally empowered pursuant to Section 570 of the Act to allot equity securities (as defined in Section 560 of the Act) for cash pursuant to the authority conferred under Resolution 6 above as if sub-section 561(1) of the Act did not apply to such allotment, provided that this power shall be limited to:

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- (a) the allotment of equity securities in connection with a rights issue or any pre-emptive offer in favour of holders of ordinary shares in the Company where the equity securities attributable to the respective interests of such holders are proportionate (as nearly as maybe) to the respective numbers of ordinary shares held by them on the record date for such allotment subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with fractional entitlements or any legal or practical difficulties under the laws of, or the requirements of, any regulatory body or stock exchange of any overseas territory or otherwise;
- (b) the allotment (otherwise than pursuant to sub-paragraph (a) above) of equity securities up to an aggregate nominal value of £8,237,264 (being 37.75% of the current issued share capital of the Company as at 5 January 2025; and shall expire on the date being the earlier of the date 15 months after the passing of this Resolution and the conclusion of the Annual General Meeting of the Company to be held in 2027,

provided that the Company may before such expiry make an offer or agreement which would require equity securities to be allotted in pursuance of such offer or agreement as if the power conferred hereby had not expired and provided further that this authority shall be in substitution for and supersede and revoke any earlier power given to directors.

8. To authorise the Company generally and unconditionally to make market purchases (within the meaning of section 693(4) of the Act) of ordinary shares of 10 pence each provided that:

- (a) The maximum aggregate number of ordinary shares that may be purchased is up to an aggregate nominal value of £2,182,057.
- (b) The minimum price (excluding expenses) which may be paid for each ordinary share is the nominal value.
- (c) The maximum price (excluding expenses) which may be paid for each ordinary share is the higher of:
 - a. 105% of the average market value of an ordinary share in the Company for the five business days prior to the day the purchase is made; and
 - b. the higher of the price quoted for; the last independent trade of, and the highest current independent bid for, any number of the Company's ordinary shares on the trading venue where the purchase is carried out.

The authority conferred by this resolution shall expire at the conclusion of the Company's next annual general meeting save that the Company may, before the expiry of the authority granted by this resolution, enter into a contract to purchase

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ordinary shares which will or may be executed wholly or partly after the expiry of such authority.

By Order of the Board



Giles Willits
6 January 2026

Registered Office:
One St. Peters Square
Manchester
M2 3DE

EXPLANATORY NOTES TO THE NOTICE OF ANNUAL GENERAL MEETING

Notes:

1. A member of the Company is entitled to appoint a proxy or proxies to attend, speak and vote at the meeting in his stead. A member may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. A member may not appoint more than one proxy to exercise rights attached to any one share. A proxy does not need to be a member of the Company.
2. To be effective Forms of Proxy must be duly completed and returned so as to reach Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, B62 8HD no later than 10:00 a.m. on 27 January 2026.
3. To change your proxy instructions simply submit a new proxy appointment using the methods set out above and in the notes to the Form of Proxy. Note that the cut-off times 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.
4. 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).
5. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the meeting and any adjournment(s) or postponement(s) of it by using the procedures described in the CREST Manual. CREST personal members, sponsored CREST members and 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 for them.

To complete a valid proxy appointment or instruction using the CREST service, the CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & International Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy must in order to be valid, be transmitted and received by Neville Registrars Limited (ID 7RA11) by no later than 48 hours before the time fixed for the meeting (or any adjournment or postponement thereof), weekends and bank holidays excluded. The time of receipt of the instruction will be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which Neville Registrars Limited 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.

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CREST members and, where applicable, 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 apply 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 ensure that his CREST sponsor or voting service provider(s) take(s) the necessary action to ensure that a message is transmitted by means of the CREST system by a particular time. CREST members and, where applicable, their CREST sponsors or voting service provider(s) should refer to the sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat a CREST Proxy Instruction as invalid as set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001 (as amended).

6. A corporation that is a shareholder can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a shareholder provided that they do not do so in relation to the same shares.
7. To be entitled to vote at the meeting (and for the purpose of the determination by Company of the number of votes they may cast), members must be entered in the Register of members at 10:00 a.m. on 27 January 2026 ("the specified time"). If the meeting is adjourned to a time not more than 48 hours after the specified time applicable to the original meeting, that time will also apply for the purpose of determining the entitlement of members to attend and vote (and for the purpose of determining the number of votes they may cast) at the adjourned meeting. If however the meeting is adjourned for a longer period then, to be so entitled, members must be entered on the Company's Register of Members at the time which is not less than 48 hours, weekends and bank holidays excluded, before the time fixed for the adjourned meeting or, if the Company gives notice of the adjourned meeting, at the time specified in that notice. As at 5 January 2026 (being the latest practicable date prior to the printing of this notice), the Company's issued share capital comprised 218,205,672 Ordinary Shares. 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 Company as at 6:00 p.m. (London time) on the latest practicable date prior to the printing of this notice is 218,205,672.
8. Any electronic address provided either in this notice of Annual General Meeting or in any related documents (including the Form of Proxy) may not be used to communicate with the Company for any purposes other than those expressly stated.
9. A copy of this notice of Annual General Meeting can be found on the Company's website at www.iigplc.com.