

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to any aspect of the proposals referred to in this document or as to the action you should take, you should seek your own advice from a stockbroker, solicitor, accountant or other independent adviser authorised under the Financial Services and Markets Act 2000.

If you have sold or otherwise transferred all of your shares, please pass this document together with the accompanying documents to the purchaser or transferee, or to the person who arranged the sale or transfer so they can pass these documents to the person who now holds the shares.

Rapid Nutrition plc

(incorporated and registered in England and Wales under number 07905640)
(the “Company”)

NOTICE OF GENERAL MEETING

Notice of a General Meeting of the Company to be held at 747 Lytton Road, Murarrie Qld 4172, Australia on Thursday 23 October 2025 at 11.45pm (British Summer Time) / 8.45am (Australian Eastern Standard Time) on Friday 24 October 2025.

Whether or not you intend to attend the General Meeting, please complete and submit a proxy form in accordance with the instructions printed on the enclosed form. The proxy form must be received not less than 48 hours before the time of the holding of the General Meeting.

PART I

Rapid Nutrition plc **(Company)**

(incorporated and registered in England and Wales under number 07905640)

Registered Office:

Suite A 82 James Carter Road
Mildenhall
Suffolk
United Kingdom
IP28 7DE

To the holders of the Ordinary Shares in Rapid Nutrition plc

Notice of General Meeting

Dear Shareholder,

I am pleased to be writing to you with details of the General Meeting ("**GM**") of the Company which we are holding at 747 Lytton Road, Murarrie Qld 4172, Australia on Thursday 23 October 2025 at 11.45pm (British Summer Time) / 8.45am (Australian Eastern Standard Time) on Friday 24 October 2025.

The formal notice of the GM is set out on pages 5 to 9 of this document.

If you would like to vote on the resolutions but cannot come to the GM, please fill in the proxy form sent to you with this notice and return it to our registrars as soon as possible. Alternatively, you may appoint a proxy electronically, if you hold your shares in CREST, through the CREST system. The registrars must receive your proxy appointment by 11.45pm (British Summer Time) on Tuesday 21 October 2025.

Business of the meeting

Explanatory notes on the business to be considered at this GM appear below, and further on pages 10 and 11 of this document.

Explanatory Note - Reorganisation of Share Capital

The shareholders of the Company have by ordinary resolutions passed on 10 June 2025 granted the Company's directors (the "**Directors**") authority to operate a consolidation of the Company's issued ordinary shares of £0.0001 each in the capital of the Company (the "**Original Ordinary Shares**") into ordinary shares of £0.10 each, to the ratio of 1,000 Original Ordinary Shares for 1 ordinary shares of £0.10 each; such authority to be exercised at the reasonable discretion of the Directors, and expiring at the conclusion of the Annual General Meeting of the Company at which the Company's annual accounts for the financial period ended 31 December 2025 are presented, or 30 June 2026, whichever is earlier (the "**June 2025 Authority**").

The purpose of the resolutions put to the GM is to allow the Directors some flexibility to consolidate the Company's Original Ordinary Shares at a different, smaller ratio, if considered more appropriate to promote the success of the Company for the benefit of its members as a whole.

Shareholders' approval will be sought to give the Directors authority to undertake a potential share capital reorganisation (the "**Reorganisation**") whereby the Original Ordinary Shares be consolidated into ordinary shares, the nominal value of which shall be determined in accordance with the consolidation ratio approved by the Directors, based on what the Directors deem to be in the best interests of the shareholders (the "**Consolidation Ratio**"), up to a maximum ratio of 1,000 Original Ordinary Share for 1 new ordinary share (the "**Consolidated Ordinary Shares**").

The flexibility allows the Directors to determine an appropriate Consolidation Ratio at the relevant time, taking into account the Company's share price, market conditions and any strategic objectives (such as listing requirements or dual listing). This ensures that the Reorganisation can be implemented in a way that best supports the Company's success and avoids the delay and cost of seeking further shareholder approval.

At this stage, no decision has been made to proceed with the Reorganisation and, should authority be granted, its exercise would be conditional upon the Directors deeming that it be in the best interests of the shareholders and necessary to pursue the company's business objectives (e.g. seeking a dual listing). Obtaining shareholders' approval at the GM will provide the Company with the flexibility to act efficiently if circumstances arise where the Reorganisation is considered beneficial. This approach ensures that any potential action can be taken in a timely and cost-effective manner.

This new authority granted for the Reorganisation shall replace the June 2025 Authority in relation to the Reorganisation only and expires on the date falling five years from the date of this resolution, unless previously renewed, varied or revoked by the Company in general meeting.

Share authorities

Shareholders are being asked to grant the Directors, in substitution for and to the exclusion of any existing authority granted to the Company and unused, general and unconditional authorisation under section 551 of the Companies Act 2006 to exercise all powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company up to an aggregate nominal amount of £3,000,000, being the maximum equivalent to 30,000,000 ordinary shares of £0.10 each, or the relevant number of Consolidated Ordinary Shares as determined in accordance with the Consolidation Ratio. This authority to allot shares will enable the Company to effectively undertake any necessary capital raising and operate the business as the Company sees fit. This authority is being requested for a period of five years to give the Company greater flexibility in how to exercise the authority.

Further information in relation to the use of this share authority is set out in the explanatory notes to the resolution

Recommendation

The Directors consider that all the resolutions to be put to the meeting are in the best interests of the Company and its shareholders as a whole. The Directors will be voting in favour of them and unanimously recommends that you do so as well.

Action to be taken by shareholders

The resolutions are subject to shareholders approval.

A form of proxy for the GM is enclosed with this document, and you are requested to complete and post the form of proxy to the Company's registrars as soon as possible or submit your vote via CREST. The completion and return of a form of proxy will not prevent you from attending the GM in person, speaking and voting if you wish to do so.

To be valid, an instrument appointing a proxy and any power of attorney or other authority under which the proxy instrument is signed (or a notarially certified copy thereof) must be deposited at the Company's registrars as the case may be by 11.45pm (British Summer Time) on Tuesday 21 October 2025.

Yours faithfully,



Simon St Ledger
Chairman

PART II

Rapid Nutrition plc

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that a General Meeting of Rapid Nutrition plc (the "**Company**") will be held at 747 Lytton Road, Murarrie Qld 4172, Australia on Thursday 23 October 2025 at 11.45pm (British Summer Time) / 8.45am (Australian Eastern Standard Time) on Friday 24 October 2025, to consider and, if thought fit, pass the resolutions below.

Resolutions 1 and 2 will be proposed as ordinary resolutions. Resolution 3 will be proposed as a special resolution.

ORDINARY RESOLUTIONS

1. **THAT**, in accordance with section 618 of the Companies Act 2006, the directors of the Company (the "**Directors**") be generally and unconditionally authorised to undertake a share capital reorganisation (the "**Reorganisation**"), at such time and in such manner as the Directors may reasonably determine, whereby all the issued ordinary shares of £0.0001 each in the capital of the Company (the "**Original Ordinary Shares**") be consolidated into ordinary shares, the nominal value of which to be determined in accordance with the consolidation ratio deemed in the best interests of the shareholders by the Directors (the "**Consolidation Ratio**"), up to a maximum ratio (and nominal value) of 1,000 Original Ordinary Share for one consolidated ordinary share (the "**Consolidated Ordinary Shares**"), PROVIDED THAT:
 - 1.1 the authority hereby conferred shall expire on the date falling five years from the date of this resolution, unless previously renewed, varied or revoked by the Company in general meeting;
 - 1.2 the Consolidated Ordinary Shares shall have the same rights and be subject to the same restrictions (save as to nominal value) as the Original Ordinary Shares, as set out in the Company's articles of association for the time being;
 - 1.3 the nominal value of the Consolidated Ordinary Shares shall be calculated by multiplying the nominal value of the Original Ordinary Shares (being £0.0001), by the Consolidation Ratio;
 - 1.4 the aggregate number of Consolidated Ordinary Shares to which a member shall be entitled shall be rounded down to the nearest whole number of Consolidated Ordinary Shares (or, as the case may be, nil) and any fraction of a Consolidated Ordinary Share to which a member of the Company would otherwise have been entitled shall, so far as practicable, be aggregated with the fractions of a Consolidated Ordinary Share to which other members of the Company would otherwise have been entitled;

- 1.5 notwithstanding article 42 of the articles of association adopted by the Company by special resolution dated 11 January 2024, the Directors be and are authorised and entitled, should they choose, to sell (or appoint any other person to sell) all the Consolidated Ordinary Shares representing fractional entitlements arising as a result of the Reorganisation, at such price as the Directors shall reasonably determine, to the Company or a third party and to retain the proceeds of sale for the benefit of the Company, and any Director (or any person appointed by the Directors) be authorised to execute and deliver instruments or instructions of transfer and to do any and all acts and things and make any and all arrangements as such Director (or person appointed by the Directors) considers necessary, expedient or appropriate to effect the transfer, settlement and/or disposal of such shares; and
- 1.6 any Consolidated Ordinary Shares not sold pursuant to this Resolution shall be held by the Company.

The authority granted by this Resolution shall replace any previous authority granted under section 618 of the Companies Act 2006.

2. THAT, in accordance with section 551 of the Companies Act 2006, the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot shares (**Shares**) in the Company and to grant rights to subscribe for, or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £3,000,000, being the equivalent of 30,000,000 ordinary shares of £0.10 each on the basis of a Consolidation Ratio of 1,000 Original Ordinary Share for one ordinary share of £0.10 each, or any such other number of shares that results from the application of a lower Consolidation Ratio, PROVIDED THAT:

- 2.1 this authority shall, unless previously renewed, varied or revoked, expire on the date falling five years from (and including) the date of this Resolution save that the Company may, before such expiry, make an offer or agreement which would or might require Shares to be allotted or Rights to be granted after the authority has expired and the Directors may allot Shares or grant Rights in pursuance of any such offer or agreement notwithstanding that this authority has expired; and
- 2.2 all previous authorities to allot Shares or grant Rights, to the extent unused, shall be revoked.

SPECIAL RESOLUTION

3. **THAT** subject to the passing of Resolution 2 and in accordance with section 570 of the Companies Act 2006, the Directors be generally empowered to allot equity securities (within the meaning of section 560 of the Companies Act 2006) for cash pursuant to the authority conferred by Resolution 2 as if section 561 of the Companies Act 2006 did not apply to any such allotment, PROVIDED THAT this power shall:

- 3.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £3,000,000;
- 3.2 expire when the authority given by Resolution 2 is revoked or expires save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of that offer or agreement notwithstanding that this authority has expired; and
- 3.3 applies in relation to a sale of treasury shares which constitutes an allotment of equity securities by virtue of section 560(3) of the Companies Act 2006 as if the words "under the authority conferred by Resolution 2" were omitted from the introductory wording to Resolution 3.

3 October 2025

By order of the Board



Simon St Ledger
Chairman

Registered Office: Suite A 82 James Carter Road, Mildenhall, Suffolk, United Kingdom IP28 7DE

Registered in England and Wales No. 07905640

Notes

1. Shareholders are entitled to appoint a proxy to exercise all or any of their rights to attend and to speak and vote on their behalf at the meeting. A shareholder may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. A proxy need not be a shareholder of the Company. A proxy form which may be used to make such appointment and give proxy instructions accompanies this notice.
2. To be valid any proxy form or other instrument appointing a proxy must be received by post or (during normal business hours only) by hand at Equiniti, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA no later than 11.45pm (British Summer Time) on Tuesday 21 October 2025.
3. The return of a completed proxy form, other such instrument or any CREST Proxy Instruction (as described in paragraph 7 below) will not prevent a shareholder attending the General Meeting and voting in person if he/she wishes to do so.
4. To be entitled to attend and vote at the General Meeting (and for the purpose of the determination by the Company of the votes they may cast), shareholders must be registered in the Register of Members of the Company at 6:30pm (British Summer Time) on Tuesday 21 October 2025 (or, in the event of any adjournment, at 6:30pm on the date which is two days before the adjourned meeting). 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.
5. As at 25 September 2025, the Company's issued share capital consists of 474,933,967 ordinary shares of £0.0001 each ("**Ordinary Shares**") carrying one vote each, and 435,935,792 deferred shares of £0.0099 each, 23,265,104 deferred shares of £0.99 each, and 4,785,474 deferred shares of £0.0999 each ("**Deferred Shares**"), which do not carry any rights to vote.
6. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual, which can be viewed at 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.
7. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications, and must contain the information required for such instruction, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID RA19) by 11:45pm (British Summer Time) on Tuesday 21 October 2025. 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.

8. CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member, or sponsored member, or has appointed a voting service provider, to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting system providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
9. 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.
10. If you are an institutional investor, you may be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to www.proxymity.io. Your proxy must be lodged by 11:45pm on Tuesday 21 October 2025 (British Summer Time) in order to be considered valid. Before you can appoint a proxy via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them, and they will govern the electronic appointment of your proxy.
11. Any corporation which is a shareholder can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a shareholder provided that they do not do so in relation to the same shares.
12. Any shareholder attending the meeting has the right to ask questions. The company must cause to be answered any such question relating to the business being dealt with at the meeting but no such answer need be given if (a) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information, (b) the answer has already been given on a website in the form of an answer to a question, or (c) it is undesirable in the interests of the company or the good order of the meeting that the question be answered.
13. A copy of this notice, and other information required by s.311A of the Companies Act 2006, can be found at <http://www.rnplc.com/investor-relations>.
14. Shareholders may not use any electronic address provided in either this notice of meeting or any related documents (including the Chairman's letter and the proxy form) to communicate with the Company for any purposes other than those expressly stated.

EXPLANATORY NOTES TO RESOLUTIONS

Resolutions 1 and 2 are proposed as ordinary resolutions. This means that for these resolutions to be passed, more than half of the votes cast must be in favour of the resolutions.

Resolution 3 is proposed as a special resolution. This means that for this resolution to be passed, at least three-quarters of the votes cast must be in favour of the resolution.

Resolution 1 (share capital reorganisation)

Resolution 1 authorises, in accordance with section 618 of the Companies Act 2006 (the “**Act**”), a share capital reorganisation (the “**Reorganisation**”) whereby all the issued and unissued ordinary shares of £0.0001 each in the capital of the Company (the “**Original Ordinary Shares**”) be consolidated into ordinary shares, the nominal value of which to be determined in accordance with the consolidation ratio deemed in the best interests of the shareholders by the Directors (the “**Consolidation Ratio**”), up to a maximum ratio of 1,000 Original Ordinary Share for 1 ordinary share (the “**Consolidated Ordinary Shares**”).

The nominal value of the Consolidated Ordinary Shares will be calculated by multiplying the Consolidation Ratio to the nominal value of the Original Ordinary Shares, being £0.0001. By way of examples only, the following would be the nominal value of the Consolidated Ordinary Shares at various Consolidation Ratios:

Consolidation Ratio	Nominal Value of Consolidated Ordinary Shares
1:1,000	£0.10
1:500	£0.05
1:200	£0.02

At this stage, no decision has been made to proceed with the Reorganisation and, should authority be granted, its exercise would be conditional upon the directors deeming that it be in the best interests of the shareholders and necessary to pursue the company’s business objectives (e.g. seeking a dual listing).

Resolutions 1.4, 1.5 and 1.6 seek shareholders’ approval for the Directors’ authority to deal with fractional entitlements. Best practice in the United Kingdom as set out in the Listing Rules (as issued by the United Kingdom Financial Conduct Authority) is that where a shareholder has a fractional entitlement, the issuing company must ensure that the fraction is sold for the benefit of that shareholder, except where the value of the fractional entitlement does not exceed £5.00, when it may be sold for the benefit of the company. Considering the market price of the Original Ordinary Shares as at the date of this notice, the market price of a single Consolidated Ordinary Share following the proposed Reorganisation is due to be a maximum of approximately €0.10. Given that the anticipated value of any such fractional entitlements is such a small amount no provision is being made for payment to shareholders, as the costs involved in arranging such payments would be greater than the amount due to be paid. For the aforementioned reasons, the Directors are

proposing that any fractional entitlements be sold for the benefit of the Company or retained by the Company. Any shares retained by the Company pursuant to Resolution 1.4 would effectively be transferred to the Company in accordance with section 659(1) of the Act.

The authority conferred by this resolution will expire on the date falling 5 years from the date of these resolutions are passed, unless renewed, varied or revoked by the Company in general meeting.

The authority granted by Resolution 1 will replace all previous authorities granted under s618 Companies Act 2006 which includes the authority granted in June 2025 at the Company's annual general meeting.

Resolution 2 (authority to allot)

Resolution 2 would give the directors the authority to allot shares in the Company and grant rights to subscribe for or convert any security into shares in the Company up to an aggregate nominal value of £3,000,000.

This resolution would provide the directors with a general authority to issue shares, to be used at their discretion, enabling the Company to grow and expand as envisaged by the directors. The directors will not consider there to be any limits to the use of this authority, other than as prescribed by law. This authority would replace the authority granted by the resolutions passed on 10 June 2025.

The maximum number of shares that can be issued under this authority will depend on the nominal value of the ordinary shares at the time of the allotment. If the ordinary shares have been consolidated under Resolution 1 and the maximum Consolidation Ratio was used, then the maximum number of shares that may be issued under this Resolution would be 30,000,000.

Please note in this occasion, and on the ground of improved efficiency and cost saving, the authority is being sought for a period of 5 years from the date of the resolutions, as permitted under the Companies Act 2006 for limited companies. Any offer or agreement made by the Company prior to the expiration of the authority, which would result in Shares being allotted or Rights to be granted after the authority has expired will still be honoured.

Please also see the explanatory notes to proposed Resolution 3 relating to the disapplication of statutory pre-emption rights.

Resolution 3 (statutory pre-emption rights)

Under company law, when new shares are allotted or treasury shares are sold for cash, they must generally first be offered to existing shareholders pro rata to their holdings. This special resolution gives the directors authority to allot shares of the Company, or sell treasury shares, for cash up to an aggregate nominal value of £3,000,000 in each case as if the pre-emption rights found in company law did not apply. This disapplication of statutory pre-emption rights relates to the authority to allot as proposed under resolution 2. Accordingly, the authority conferred by this resolution, if granted, will also expire a period of 5 years from the date of the resolutions.

