

**THIS DOCUMENT AND THE ACCOMPANYING FORM OF PROXY ARE IMPORTANT AND
REQUIRE YOUR IMMEDIATE ATTENTION**

If you are in any doubt about the contents of this document or as to what action you should take, you are recommended to seek your own independent financial advice from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000, as amended, if you are in the UK or, if not, another appropriately authorised independent financial adviser.

If you have sold or otherwise transferred all your ordinary shares in Supply@ME Capital plc (the **Company**), please forward this document, together with the accompanying Form of Proxy, as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through or by whom the sale or transfer was effected for onward transmission to the purchaser or transferee. However, such documents should not be 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 laws of such jurisdiction. If you have sold or transferred only part of your holding of shares in the Company, please retain this document and the accompanying Form of Proxy and contact the stockbroker, bank or other agent who arranged the sale or transfer as soon as possible.

The distribution of this document in jurisdictions other than the UK may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of the securities laws of any such jurisdictions.

SUPPLY@ME CAPITAL PLC
(incorporated in England and Wales with company number 03936915)
Notice of Annual General Meeting

This document should be read in its entirety. Your attention is drawn to the letter from the Chairman of the Company set out on pages 2 to 3 of this document, which sets out the Directors' recommendations.

Notice of an Annual General Meeting of Supply@Me Capital plc to be held at 9.00 a.m. on 30 April 2021 at 27-28 Eastcastle Street, London W1W 8DH is set out at the end of this document. Shareholders are requested to complete, sign and return the Form of Proxy accompanying this document to the Company's registrar, Neville Registrars Limited, as soon as possible but in any event so as to be received by no later than 09.00 a.m. on 28 April 2021 or, in the event of an adjournment of the meeting, 48 hours before the adjourned meeting (excluding non-working days). Usually returning a Form of Proxy would not preclude a Shareholder from attending and voting at the Annual General Meeting in person but please refer to the guidance below relating to the COVID-19 pandemic.

Shareholders will not be permitted to attend the meeting in person. This is due to legislation and government guidance in the United Kingdom relating to COVID-19 continuing to place restrictions on public gatherings. The Meeting will therefore be held with the minimum attendance necessary to form a quorum (which will be facilitated by the Company).

The ordinary shares in the capital of the Company have not been and will not be registered under the US Securities Act of 1933, as amended ("**Securities Act**"), or under the securities laws or with any securities regulatory authority of any state or other jurisdiction of the United States or of Australia, Canada, Japan or the Republic of South Africa, or any province or territory thereof. Subject to certain exceptions, the Ordinary Shares may not be taken up, offered, sold, resold, transferred or distributed, directly or indirectly, and this document may not be distributed by any means including electronic transmission within, into, in or from the United States, Australia, Canada, Japan, or the Republic of South Africa or to or for the account of any national, resident or citizen of the United States or any person resident in Australia, Canada, Japan or the Republic of South Africa. The Ordinary Shares may only be offered or sold in offshore transactions as defined in and in accordance with Regulation S promulgated under the Securities Act. Acquirers of Ordinary Shares may not offer to sell, pledge or otherwise transfer such shares in the United States, or to any US Person as defined in Regulation S under the Securities Act, including resident corporations, or other entities organised under the laws of the United States, or non-US branches or agencies of such corporations unless such offer, sale, pledge or transfer is registered under the Securities Act, or an exemption from registration is available. The Company does not currently plan to register the Ordinary Shares under the Securities Act. The distribution of this document in or into other jurisdictions may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

LETTER FROM THE CHAIRMAN

SUPPLY@ME CAPITAL PLC

(Incorporated and Registered in England and Wales, with company number 03936915)

Directors:

Dominic White, *Non-executive Chairman*
Alessandro Zamboni, *Executive Director*
Susanne Chishti, *Non-executive Director*
Enrico Camerinelli, *Non-executive Director*

Registered Office:

27/28 Eastcastle Street
London
W1W 8DH
United Kingdom

7 April 2021

To the holders of Existing Ordinary Shares

Dear Shareholder,

Notice of Annual General Meeting

1. Introduction

This Annual General Meeting (**AGM**) will cover the material events of the Company's activities in 2019. Following the sale of the Imaginatik Group's business in February 2019, the Company changed its name to Abal Group plc and became a listed AIM non-trading cash shell under AIM Rule 15. In the nine months to 31 December 2019 the Company's only material continuing activity was that of a company continuing with its overheads.

In September 2019, the Company announced that a conditional share purchase and sale agreement had been reached to acquire all of the share capital of an Italian company, Supply@ME S.r.l, to be effected by way of a reverse takeover.

This transaction was completed in March 2020, whereupon Abal Group plc changed its name to Supply@ME Capital plc. Although initially it was decided to extend the 31 March 2020 year end of the Company to September 2020, as Supply@ME S.r.l. had a year-end of 31 December; the Company then changed its year end from 31 March to 31 December to align all Group companies' year ends. This resulted in a shortening of the Company's accounting period to 31 December 2019.

The AGM in respect of Supply@ME Capital plc's activities to year-end 2020 will be held by the end of June 2021, following the publication of its accounts to 31 December 2020

2. Annual General Meeting

At the end of this document you will find a notice convening the Company's AGM, which is to be held on 30 April 2021 at 09.00am.

A summary of the action you should take is set out in in the Form of Proxy that accompanies this document.

The purpose of the AGM is to consider and, if thought fit, pass the Resolutions, in each case as set out in full in the notice of General Meeting. Resolutions 1 to 5 inclusive will be proposed as ordinary resolutions and Resolution 6 will be proposed as a special resolution of the Company:

Resolution 1: To receive the Annual Report and Accounts of the Company for the financial year ended 31 December 2019, together with the Directors' Report, Strategic Report and Auditors' Report on those accounts.

Resolution 2: To approve the Directors' Remuneration Report for the financial year ended 31 December 2019.

Resolution 3: To appoint Crowe U.K. LLP as auditors of the Company.

Resolution 4: To authorise the Directors to determine the amount of the auditors' remuneration.

Resolution 5: To authorise the Directors to allot and issue Ordinary Shares.

Resolution 6: To dis-apply statutory pre-emption provisions to enable the Directors in certain circumstances to allot Ordinary Shares for cash other than on a pre-emptive basis.

3. Action to be taken

A Form of Proxy is enclosed for use by Shareholders at the AGM. Shareholders are asked to complete, sign and return the Form of Proxy by post or by hand in accordance with the instructions printed therein so as to be received as soon as possible by the Company's registrars, **Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD** but in any event so as to arrive no later than 48 hours (excluding non-working days) before the AGM.

4. Important Information in relation to attendance at the Annual General Meeting

As at 6 April 2021, being the latest practicable date before publication of this notice of AGM, there are still legal restrictions on the ability of more than six people to meet indoors and it is considered likely that as at the date of the AGM, being 30 April 2021, those restrictions will still be in place.

For the safety of the Company's Shareholders, directors, advisors and employees, no third parties will be permitted entry to the building at which the AGM is being held and the Company will arrange the minimum quorum to be present in order for the meeting to be validly held. Therefore shareholders are requested **not** to attend the AGM, but to vote in advance by proxy and to appoint the Chairman as their proxy. All resolutions will be held on a poll to ensure shareholders' votes are counted.

The Board recognises the opportunity that the AGM provides for shareholders in respect of any questions they have relating to the Company. In order to ensure that shareholders are able to follow the proceedings of the AGM, the Company will provide access online via the Investor Meet Company platform. However, please note that shareholders will not be able to vote online at the AGM and are therefore requested to submit their votes, via proxy, as early as possible. Shareholders are invited to submit any questions for the Board to consider. Questions can be pre submitted ahead of the AGM via the Investor Meet Company Platform up until 9am the day before the AGM or submitted at any time during the AGM itself.

Shareholders that wish to attend the AGM should register for the event in advance via the following link:

<https://www.investormeetcompany.com/supply-at-me-capital-plc/register-investor>

The Company's 2020 AGM will be held towards the end of June and, presuming that government advice does not change prior to the date of that meeting, all shareholders will be able to attend that meeting in person

5. Recommendation

The Directors recommend that you vote in favour of the Resolutions as they intend to do so in respect of their aggregate beneficial holding of approximately 13,000,000,000 Ordinary Shares, representing approximately 42% per cent. of the total number of issued shares in the Company.

Yours faithfully,

Dominic White
Chairman of the Board
Supply@Me Capital plc

SUPPLY@ME CAPITAL PLC
(Registered in England and Wales under No. 03936915)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Annual General Meeting of the Company will be held at 27-28, Eastcastle Street, London, United Kingdom, W1W 8DH on 30 April 2021 at 09.00 am (or any adjournment thereof) for the purpose of considering and, if thought fit, passing the following resolutions, the first five of which will be proposed as ordinary resolutions and of which resolution six which will be proposed as a special resolution.

ORDINARY RESOLUTIONS

1. To receive the Annual Report and Accounts of the Company for the financial year ended 31 December 2019 together with the Directors' Report, Strategic Report and Auditors' Report on those accounts.
2. To approve the Directors' Remuneration Report for the financial year ended 31 December 2019.
3. To appoint Crowe UK LLP as auditors of the Company.
4. To authorise the Directors to determine the amount of the auditors' remuneration.
5. **THAT**, the directors be generally and unconditionally authorised to allot and issue equity securities (as defined by section 560 of the Companies Act) up to an aggregate nominal amount of £218,700, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date of the next annual general meeting of the Company 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 resolution revokes and replaces all unexercised authorities previously granted to the directors to allot relevant securities but without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTION

6. **THAT**, subject to the passing of resolution 5, the Directors of the Company be and are hereby empowered, pursuant to section 570 of the Companies Act, to allot equity securities (as defined in section 560 of the Act) wholly for cash pursuant to the authority conferred upon them by Resolution 5 above (as varied, renewed or revoked from time to time by the Company at a general meeting) as if section 561(1) of the Companies Act did not apply to any such allotment provided that such power shall be limited to an aggregate nominal amount of £32,750.

The authority granted by this resolution will expire on the conclusion of the Company's next annual general meeting (unless renewed, varied or revoked by the Company prior to or on such date) save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

This resolution revokes and replaces all unexercised powers previously granted to the Directors to allot equity securities as if section 561(1) of the CA 2006 did not apply but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to such authorities.

Registered Office:

BY ORDER OF THE BOARD

27/28 Eastcastle Street
London, W1W 8DH
United Kingdom

MSP Secretaries Limited
Company Secretary

Company number: 03936915

7 April 2021

Notes:

Shareholders' attention is drawn to the text in bold at Notes 1 and 2.

1. Shareholders will only be entitled to attend and vote at the Annual General Meeting if they are registered as the holders of Ordinary Shares at 6.00 p.m. on 28 April 2021. If the Annual General Meeting is adjourned, the time by which a person must be entered on the register of members of the Company in order to have the right to vote at the adjourned meeting is 48 hours prior to the date and time fixed for the adjourned meeting. Changes to entries on the register of members of the Company later than the time and date falling 48 hours prior to the meeting (or any adjournment thereof) will be disregarded in determining the rights of any person to vote at the meeting. **Shareholders will not be permitted to attend the meeting in person. This is due to legislation and government guidance in the United Kingdom relating to COVID-19 continuing to place restrictions on public gatherings. The Meeting will therefore be held with the minimum attendance necessary to form a quorum (which will be facilitated by the Company).**
2. A shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend, vote and speak at the meeting provided each proxy is appointed to exercise rights attached to different shares. A proxy need not be a shareholder of the Company. **Shareholders should note that third party proxies will not be permitted to attend the meeting. Shareholders should therefore appoint the Chairman of the meeting as their proxy in order for their votes to count.**
3. Shareholders can:
 - appoint a proxy or proxies and give proxy instructions by returning the enclosed form of proxy by post (see note 4; or
 - if a CREST member, register their proxy appointment by utilising the CREST electronic proxy appointment service (see note 6).
4. A form of proxy is enclosed for use by the shareholders of the Company. To be effective, it must be deposited with the Company's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, West Midlands B62 8HD, so as to be received no later than 48 hours before the time appointed for holding the meeting. Usually completion of the proxy would not preclude a shareholder from subsequently attending and voting at the meeting but please refer to the guidance within this document relation to the COVID-19 pandemic. In the case of a shareholder which is a company, the form of proxy 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 form of proxy is signed (or a duly certified copy of such power or authority) must be included with the form of proxy.
5. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the General Meeting 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.
6. 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 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 the issuer's agent (ID: 7RA11) no later than 09.00 a.m. on 28 April 2021, or, in the event of an adjournment of the General Meeting, 48 hours 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.
7. CREST members and, where applicable, their CREST sponsors or voting service providers 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 providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

8. 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.
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 General Meeting.
10. The notes to the form of proxy explain how to direct your proxy how to vote on each resolution or withhold their vote.
11. Any person to whom this Notice of Meeting is sent who is a person nominated under Section 146 of the Companies Act 2006 to enjoy information rights (a **Nominated Person**) may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the Annual General Meeting. If a Nominated Person has no such Proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights. The statement of the rights of shareholders in relation to the appointment of Proxies in paragraphs 2 and 3 above does not apply to Nominated Persons. The rights described in those paragraphs can only be exercised by shareholders of the Company.
12. Under Section 527 of the Companies Act 2006 shareholders meeting the threshold requirements set out in that Section have the right to require the Company to publish on a website a statement setting out any matter relating to:
 - a. the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the AGM; or
 - b. any circumstance connected with an auditor of the Company ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with Section 437 of the Companies Act 2006.
13. The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with Sections 527 or 528 of the Companies Act 2006. Where the Company is required to place a statement on a website under Section 527 of the Companies Act 2006, it must forward the statement to the Company's auditor no later than the time when it makes the statement available on the website. The business which may be dealt with at the AGM includes any statement that the Company has been required under Section 527 of the Companies Act 2006 to publish on a website.
14. In normal circumstances, any shareholder attending a meeting of the Company 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 questions be answeredHowever, given the closed nature of the AGM, shareholders will not be able to ask questions in person at the AGM
15. A copy of this notice, and other information required by Section 311A of the Companies Act 2006, can be found at <https://www.supplymecapital.com/investor/shareholder-meeting/>.