

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to what action you should take, you are recommended to seek your own personal financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser who, if you are taking advice in the United Kingdom, is duly authorised under the Financial Services and Markets Act 2000, or an appropriately authorised independent financial adviser if you are in a territory outside the United Kingdom.

If you have sold or transferred all of your ordinary shares of £0.00002 each in the issued share capital of Supply@Me Capital plc ("SYME" or the "Company") ("Ordinary Shares"), please send this document and any other documents that accompany it as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. If you have sold or otherwise transferred only part of your holding, you should retain this document and its enclosures.

SUPPLY@ME CAPITAL PLC

*(incorporated in England and Wales under company number
03936915)*

NOTICE OF GENERAL MEETING

Notice of a General Meeting of SYME, to be held at the offices of Cicero/amo, HKX Building, 3 Pancras Square, London, N1C 4AG on 30 December 2021 at 11a.m., is set out on page 3 of this document. Your attention is drawn to the letter from the Chair of the Audit Committee on page 1 of this document.

If you propose to attend the meeting, please complete and submit a proxy in accordance with the Notes to the Notice of General Meeting set out on page 3 of this document. To be valid, the proxy must be received at the address for delivery specified in the Notes by no later than by 11a.m. on 24 December 2021. Please ensure you attend the meeting with the Attendance Card which is found on the reverse of the Form of Proxy.

LETTER FROM THE CHAIR OF THE AUDIT COMMITTEE

To the holders of Ordinary Shares in Supply@Me Capital plc (the **Company**)

7 December 2021

Dear Shareholder

Notice of General Meeting

I am writing to inform you that a general meeting of the Company's shareholders will be held at the offices of Cicero/amo, HKX Building, 3 Pancras Square, London, N1C 4AG on 30 December 2021 at 11a.m. (the **General Meeting**). The formal Notice of General Meeting is set out on page 3 of this document.

Under the Companies Act 2006 a "serious loss of capital" occurs once the value of a company's net assets is less than half of its called-up share capital. In such circumstances, the directors are required, pursuant to section 656(1) of the Companies Act 2006, to call a general meeting to consider whether any, and if so what, steps should be taken to deal with the situation. Accordingly, the board is calling the General Meeting to ensure that this matter is addressed and discussed with shareholders as required by the Companies Act.

The directors have reviewed the historical financial information of the Company and believe that the situation giving rise to a serious loss of capital actually first arose in FY2014 when the Company was AIM listed with the name Imaginatik plc. The current directors have attempted to ascertain whether a general meeting was held by the Company around that time and have contacted a number of previous directors to get further information. The results of these enquiries have led the current directors to conclude that it is unclear whether the-then directors dealt with the issue as required by the Companies Act. Therefore, the directors are calling the General Meeting.

Although the directors are calling the meeting now as required by the Companies Act, shareholders should note that the issue is not specifically related to Company's current business and is not a new issue which has arisen since the publication of the annual financial statements for the year ended 31 December 2020. The Company was incorporated in 2000, listed on AIM in 2006 and, for the first 18 years of its existence, was undertaking operations in an unrelated sector to the Company's current business. In 2019 the Company disposed of its then undertaking to become an AIM listed cash shell under the name Abal Group plc, before undertaking a reverse takeover of Supply@Me SRL and listing on the Main Market in March 2020. Therefore, the position of both its share capital and net assets derives principally from operational results and corporate transactions undertaken prior to the Company becoming Supply@Me Capital plc, and before any of the current directors were appointed.

Notwithstanding that, the directors consider that, as shown in the recent RNSs, the anticipated growth in revenues will assist in alleviating the loss of capital and also consider that the "serious loss of capital" does not in itself have any specific bearing on the Company's financial position or performance.

The board welcomes dialogue with shareholders on this issue and the General Meeting will provide a forum for such discussions to take place. The serious loss of capital will be the only item for discussion at the General Meeting.

Action to be taken

Shareholders should note that they will not be asked to vote on this agenda item which is for discussion only. There will be no other items discussed at the General Meeting in line with the Companies Act

2006. If you propose to attend the General Meeting for the discussion, please complete and return the enclosed form of proxy so as to be received by the Company's Registrar, Neville Registrars, by no later than 11a.m. on 24 December 2021. Please ensure you attend the meeting with the Attendance Card which is found on the reverse of the Form of Proxy.

Shareholders should note that in light of recent developments with the Omicron strain of Covid-19, the Company may be required by legislation enacted following the date of printing of this circular to restrict attendance at, or make alternative arrangements for the holding of, the General Meeting. The Company will make appropriate announcements in such circumstances.

I look forward to seeing as many of you as possible at the General Meeting.

Yours faithfully

David Bull
Non-executive Director and Chair of the Audit Committee

SUPPLY@ME CAPITAL PLC

NOTICE OF GENERAL MEETING

Notice is given that a General Meeting of the Company will be held at the offices of Cicero/amo, HKX Building, 3 Pancras Square, London, N1C 4AG on 30 December 2021 at 11a.m.

Serious Loss of Capital

To consider, pursuant to section 656(1) of the Companies Act 2006, whether any, and if so what, steps should be taken to address the serious loss of capital within the Company.

Registered office:
27/28 Eastcastle Street
London
W1W 8DH

By order of the Board
MSP Corporate Services Limited
Company Secretary
7 December 2021

NOTES:

- 1 Any person to whom this notice is sent who is currently nominated by a member of the Company to enjoy information rights under section 146 of the Companies Act 2006 (**nominated person**) may have a right under an agreement between him and that member to be appointed, or to have someone else appointed, as a proxy for the meeting. If a nominated person has no such right or does not wish to exercise it, he may have a right under such an agreement to give instructions to the member concerned as to the exercise of voting rights. The statement in note 1 above of the rights of a member in relation to the appointment of proxies does not apply to a nominated person. Such rights can only be exercised by the member concerned.
- 2 As at 6 December 2021 (the latest practicable date prior to the printing of this document) (i) the Company's issued share capital consisted of 35,687,100,919 ordinary shares of £0.00002 each, carrying one vote each, and (ii) the total voting rights in the Company were 35,687,100,919.
- 3 Each member attending the meeting has the right to ask questions relating to the business being dealt with at the meeting which, in accordance with section 319A of the Companies Act 2006 and subject to some exceptions, the Company must cause to be answered. Information relating to the meeting which the Company is required by the Companies Act 2006 to publish on a website in advance of the meeting may be viewed at www.supplymecapital.com. A member may not use any electronic address provided by the Company in this document or with any proxy appointment form or in any website for communicating with the Company for any purpose in relation to the meeting other than as expressly stated in it.
- 4 If you propose to attend the General Meeting for the discussion, please complete and return the enclosed form of proxy so as to be received by the Company's Registrar, Neville Registrars, by no later than 11a.m. on 24 December 2021. Please ensure you attend the meeting with the Attendance Card which is found on the reverse of the Form of Proxy.
- 5 The right of a member of the Company to attend and speak at the meeting will be determined by reference to the register of members. A member must be registered on that register as the holder of ordinary shares by 6:00 p.m. on 24 December 2021 in order to be entitled to attend and speak at the meeting as a member in respect of those shares.