

4th October 2020

Dear Shareholder

NOTICE OF ANNUAL GENERAL MEETING OF IDEAGEN PLC

I am pleased to invite you to this year's Annual General Meeting (AGM) of Ideagen plc (Company). The AGM will be held at our registered office One Mere Way, Ruddington Fields Business Park, Nottinghamshire, NG11 6JS, at 10am on Wednesday 27th October 2021.

Arrangements for attending the AGM

The Company has given careful consideration to the arrangements for this year's AGM, wishing to gather together and maintain a dialogue with stakeholders, but also being sensitive to the ongoing risk of infection and the safety of all.

With this in mind, for this year, we are proposing that the AGM will be held electronically via a live and interactive webcast on the Lumi platform. In-person attendance at the AGM is not possible.

Shareholders will be able to participate in the meeting via: <https://web.lumiagm.com/131137164> This can be accessed online using the latest version of Chrome, Firefox and Safari on your PC, laptop, tablet or smartphone. On accessing the meeting platform, you will be asked to enter your unique Shareholder Reference Number and PIN (which is the first two and last two digits of your SRN). Your SRN is included on the address label of this mailing and can also be found on your share certificate and dividend documentation. If you cannot locate your SRN please email office@slcregistrars.com.

Access to the Lumi platform will be available an hour prior to the start of the meeting.

Additional support for using the Lumi platform is available by emailing ideagen@lumiglobal.com.

Shareholder engagement

The Company wishes, notwithstanding this virtual environment, to have constructive engagement with its shareholders and they are invited to submit questions in advance of the AGM by emailing them to agmquestions@ideagen.com. Responses to questions of common interest will be made available on our website at www.ideagen.com as soon as practical following the meeting. Shareholders can also raise questions during the course of the meeting on the Lumi platform.

Resolutions

The enclosed notice of AGM includes resolutions for the following:

1. to receive the Annual Report and Accounts for the year ended 30th April 2021 (a copy of which is enclosed with this letter);
2. to approve the re-appointment of Tony Rodriguez as a director of the Company;
3. to approve the re-appointment of Julian Clough as a director of the Company;
4. to receive and approve the Remuneration Committee Report as set out in the Company's Annual Report and Accounts for the year ended 30 April 2021;
5. to approve the appointment of KPMG LLP as auditor of the Company at a fee to be agreed with the Directors;
6. to approve the payment of a final dividend of 0.25 pence per share in respect of the year ended 30th April 2021;
7. to renew the general allotment authority of the Directors to enable them to allot relevant securities, being up to 85,114,824 ordinary shares in the capital of the Company, representing approximately one third of the issued ordinary share capital of the Company on 29th September 2021;
8. to renew the disapplication of allotment authority given to the Directors to enable the Directors to dis-apply the statutory rights of pre-emption in relation to the allotment of equity securities, such authority limited to 25,534,447 ordinary shares in the capital of the Company, representing approximately 10 per cent. of the issued ordinary share capital of the Company on 29th September 2021.

Ideagen plc

(Registered in England and Wales with registered number 02805019)

Change of auditors

The Company explained in its announcement of 1st October 2021 that its previous auditor, RSM UK Audit LLP, had not been asked, in view of their long relationship with the Company, to participate in a competitive tender process to be put forward as the Company's auditor. The Board has proposed that KPMG LLP be appointed as auditor to the Company.

Note on re-appointment of directors

In accordance with the Company's articles of association, Tony Rodriguez is retiring by rotation and, being eligible, is seeking re-appointment as a director under resolution 2.

Since the last AGM of the Company, the Board has appointed Julian Clough as director of the Company. The articles of association of the Company provide that any director who was appointed by the Board since the last AGM shall only hold office until the conclusion of next AGM and shall then be eligible for election. The election of this director at the forthcoming AGM is proposed by resolution 3.

Form of proxy

A form of proxy for use by shareholders at the Annual General Meeting is enclosed. You are requested to complete and sign the form of proxy in accordance with the instructions printed thereon and return it to the Company's registrars, SLC Registrars at P.O Box 5222, Lancing, BN99 9FG (or by email to proxy@slcregistrars.com), as soon as possible and in any event so as to be received no later than 10am on Monday 25th October 2021 (London (UK) Time).

The completion and return of a form of proxy will not preclude you from attending the Annual General Meeting, speaking and voting in person should you wish to do so.

Recommendation

The Board believes that the proposals in Resolutions 1 to 9 are in the best interests of the Company and its Shareholders as a whole. Accordingly, the Directors (excluding Tony Rodriguez for the purposes of Resolution 2 and Julian Clough for the purposes of Resolution 3) recommend that Shareholders vote in favour of each Resolution, as they intend to do so in respect of their own beneficial shareholdings.

Shareholder Communications

Also enclosed is a letter for you to confirm how you wish to receive Shareholder communications from the Company in the future. Please follow the instructions in the attached to confirm your preference via shareview.

The board believes that communicating electronically will not only reduce our impact on the environment and minimise waste but will enable us to deliver relevant information to you in a timely, convenient and more cost effective form.

Yours faithfully



Richard Longdon
Chairman

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Annual General Meeting of the shareholders of Ideagen plc (the "Company") will be held at the offices of Ideagen plc, One Mere Way, Ruddington Fields Business Park, Ruddington, Nottinghamshire, NG11 6JS on Wednesday 27th October 2021 at 10am to consider and if deemed fit to approve the following resolutions:

ORDINARY RESOLUTIONS

1. TO receive the Annual Report and Accounts for the year ended 30th April 2021.
2. TO re-appoint Tony Rodriguez as a director of the Company.
3. TO re-appoint Julian Clough as a director of the Company.
4. TO receive and approve the Remuneration Committee Report as set out in the Company's Annual Report and Accounts for the year ended 30 April 2021.
5. TO appoint KPMG, as auditor of the Company until the next general meeting at which financial statements are laid before the Company, at a fee to be agreed with the board of Directors.
6. TO approve the payment of a final ordinary dividend of 0.25 pence per share in respect of the year ended 30th April 2021. If approved the final dividend would be paid on 24th November 2021 to shareholders on the register on 5th November 2021.
7. THAT the Directors be and are hereby generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 ("the Act"), to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any securities into, shares in the Company, provided that such authority shall be limited to the allotment of Ordinary Shares of £0.01 each in the capital of the Company ("Ordinary Shares") or the grant of rights to subscribe for or to convert any securities into Ordinary Shares up to an aggregate nominal amount of £851,148.24 (the equivalent of up to 85,114,824 Ordinary Shares, representing approximately one third of the issued ordinary share capital of the Company on 29th September 2021), this authority to expire on the earlier of fifteen months from the date of the passing of this resolution or the conclusion of the Annual General Meeting of the Company to be held in 2022 unless previously renewed, varied or revoked by the Company in general meeting, save that the Company may before such expiry make any offer or agreement which would or might require shares in the Company to be allotted or rights to subscribe for or to convert any securities into shares in the Company to be granted after such expiry and the Directors may allot shares in the Company, or grant rights to subscribe for or to convert any securities into shares in the Company, in pursuance of any such offer or agreement as if the authority conferred hereby had not expired.

SPECIAL RESOLUTION

8. THAT, subject to the passing of Resolution 7 above, the Directors be and are hereby unconditionally empowered pursuant to sections 570 and 571 of the Act to allot equity securities (as defined in section 560 of the Act) pursuant to the authority granted to the Directors pursuant to Resolution 7 above as if section 561 of the Act did not apply to any such allotment, provided that this power shall be limited to:
 - 8.1 the allotment of equity securities in connection with a rights issue, open offer or equivalent offer in favour of the holders of Ordinary Shares and such other equity securities of the Company as the Directors may determine in which such holders are offered the right to participate in proportion (as nearly as may be) to their respective holdings of such equity securities or in accordance with the rights attached thereto but subject to such exclusions or other arrangements as the Directors may consider necessary or expedient in connection with shares representing fractional entitlements or on account of either legal or practical problems arising in connection with the laws of any territory, or of the requirements of any recognised regulatory body or stock exchange in any territory;
 - 8.2 other than pursuant to sub-paragraph 8.1 above, the allotment of equity securities up to an aggregate nominal amount of £255,344.47 (the equivalent of up to 25,534,447 Ordinary Shares, representing approximately 10 per cent. of the issued ordinary share capital of the Company on 29th September 2021); and this power shall expire on the earlier of fifteen months from the date of passing of this resolution and upon the conclusion of the Annual General Meeting of the Company to be held in 2022 unless previously renewed, varied or revoked by the Company in general meeting, save that the Company may before such expiry make any 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 any such offer or agreement as if the power conferred hereby had not expired.

By Order of the Board

Gemma Gill

Company Secretary
5th October 2020

Lumi Global Online Guide



Meeting Access

Shareholders can participate the meeting remotely, via: <https://web.lumiagm.com/131137164> This can be accessed online using the latest version of Chrome, Firefox and Safari on your PC, laptop, tablet or smartphone. On accessing the meeting platform, you will be asked to enter your unique SRN and PIN (which is the first two and last two digits of your SRN). Your SRN is included on the address label of his mailing and can also be found on your share certificate and dividend documentation. If you cannot locate your SRN please email office@slcregistrars.com. Access to the Lumi platform will be available an hour prior to the start of the meeting.



Broadcast

Once logged in, and at the commencement of the meeting, you will be able to follow the proceedings on your device.



Voting

Once the Chair has formally opened voting, the list of resolutions will automatically appear on your screen. Select the option that corresponds with how you wish to vote.

Once you have selected your vote, the option will change colour and a confirmation message will appear to indicate your vote has been cast and received, there is no submit button.

To vote on all resolutions displayed select the “vote all” option at the top of the Screen.

To change your vote, reselect your choice. To cancel your vote, select the “cancel” button. You will be able to do whilst the poll remains open and before the Chair announces its closure.



Q&A

To ask a questions select the messaging icon from within the navigation bar and type your question at the top of the screen. To submit your question, click on the arrow icon to the right of the text box.



Requirements

An active internet connection is always required in order to allow you to cast your vote when the poll opens, submit questions and view the Broadcast. It is the user’s responsibility to ensure you remain connected for the duration of the meeting.

As well as having the latest internet browser installed, users must ensure their device is up to date with the latest software release.