

AMINO TECHNOLOGIES PLC

Notice of Annual General Meeting

NOTICE is hereby given that the Annual General Meeting of Amino Technologies plc will be held at the offices of finnCap, 60 New Broad Street, London EC2M 1JJ on Wednesday, 29th March 2017 at 10.00am to transact the following business.

Resolutions 1 to 8 inclusive will be proposed as ordinary resolutions. Resolution 9 will be proposed as a special resolution.

Ordinary Resolutions

1. To receive the audited financial statements of the Company for the year ended 30 November 2016, and the Directors' report and the Auditors' report on those financial statements.
2. To receive the Remuneration Report of the Company for the year ended 30 November 2016.
3. To declare a final dividend of 4.659 pence per ordinary share for the year ended 30 November 2016, payable to holders of ordinary shares on the register of members at close of business on 7 April 2017.
4. To re-appoint Donald McGarva who retires as a Director by rotation and, being eligible, offers himself for re-appointment.
5. To re-appoint Karen Bach who, having been appointed as a Director by the Board after the date of the notice of the 2016 Annual General Meeting, retires and offers herself for re-appointment.
6. To re-appoint Mark Carlisle who, having been appointed as a Director by the Board after the 2016 Annual General Meeting, retires and offers himself for re-appointment.
7. To re-appoint Grant Thornton UK LLP as the auditors of the Company and to authorise the Directors to fix their remuneration.
8. That, for the purposes of section 551 of the Companies Act 2006 ("the Act"), the Directors of the Company be generally and unconditionally authorised 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 up to an aggregate nominal amount of £239,400 provided that this authority shall expire at the conclusion of the next Annual General Meeting of the Company or 31 May 2018, whichever is the earlier, save that the Company shall be entitled to make, prior to the expiry of such authority, any offer or agreement which would or might require equity securities (as defined in section 560 of the Act) to be allotted after the expiry of such authority, and the Directors may allot any such securities pursuant to such offer or agreement as if such authority had not expired; and all prior authorities to allot securities (to the extent unutilised) be revoked, but without prejudice to the allotment of any shares or securities already made or to be made pursuant to such prior authorities.

Special Resolutions

9. That the Directors of the Company be granted power pursuant to section 570 and section 573 of the Companies Act 2006 ("the Act") to allot equity securities (as defined in section 560 of the Act) for cash pursuant to the authority conferred on them by resolution 8 and to sell shares held by the Company as treasury shares for cash in each case as if section 561 of the Act did not apply to any such allotment provided that this power shall be limited to:
 - (i) the allotment of equity securities and sale of treasury shares for cash in connection with a rights issue, open offer or other offers of or invitations to apply for securities in favour of the holders of ordinary shares in the Company on the register of members at such record dates as the Directors of the Company may determine and other persons entitled to participate therein where the equity securities respectively attributable to the interests of the ordinary shareholders are proportionate (as nearly as may be) to the respective numbers of ordinary shares in the Company held or deemed to be held by them on any such record dates, subject to such exclusions or other arrangements as the Directors of the Company may deem necessary or expedient to deal with fractional entitlements, treasury shares, record dates, or legal or practical problems arising under the laws of any overseas territory or the requirements of any other regulatory body or stock exchange or by virtue of shares being represented by depository receipts or any other matter whatsoever; and
 - (ii) the allotment of equity securities or sale of treasury shares (otherwise than pursuant to sub-paragraph (i) above) to any person or persons of equity securities up to an aggregate nominal amount of £35,900.

This power shall expire at the conclusion of the next Annual General Meeting of the Company or 31 May 2018, whichever is the earlier, unless previously varied, revoked or renewed by the Company in general meeting provided that the Company may, before such expiry, make any offer or agreement which would or might require securities to be allotted, or treasury shares sold, after such expiry and the Directors may allot securities or sell treasury shares pursuant to any such offer or agreement as if the power conferred had not expired; and all prior powers granted under section 570 of the Act shall be revoked provided that such revocation shall not have retrospective effect.

24 February 2017

By Order of the Board



Donald McGarva
Director

Registered Office:
Prospect House, Buckingham Business Park,
Anderson Road, Swavesey Cambridge CB24 4UQ
Registered in England & Wales Number 5083390

Notes to the Notice of Annual General Meeting

1. Members of the Company are entitled to appoint one or more proxies to exercise all or any of their rights to attend, speak, and vote instead of him or her. A proxy need not be a member of the Company but must attend the Meeting to represent you. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to your appointee.
2. A form of proxy is enclosed with this notice. Instructions for use are shown on the form. Forms of proxy must be received by the Company's registrars, Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU, no later than 10.00am on Monday 27 March 2016.

Proxy appointments submitted via the internet at www.capitashareportal.com must be received by no later than 10.00am on Monday 27 March 2016.

Completion and return of a form of proxy does not preclude a member from attending and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.

3. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Annual General Meeting and any adjournment(s) of the Annual General Meeting by using the procedures described in the CREST Manual. 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 appropriate action on their behalf. 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 instructions, as described in the CREST Manual (available via <https://www.euroclear.com/en/about/our-rules.html> and 'login as a guest' when prompted). 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 so as to be received by the Company's agent RA10 no later than 48 hours before the Annual General Meeting (excluding non-working days). 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 Company'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. CREST members and, where applicable, their CREST sponsors or voting service provider(s) 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(s), 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 service provider(s) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

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 (as amended).

4. In the case of joint holders, the vote of the senior joint holder who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holders and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.
5. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to a different share or shares held by you. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please use a photocopy of the proxy form. Failure to specify the number of shares each proxy appointment relates to or specifying a number of shares in excess of those held by you on the record date for voting purposes will result in the proxy appointments being invalid.
6. Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that in order to have the right to attend and vote at the meeting (and also for the purpose of calculating how many votes a person entitled to attend and vote may cast), a person must be entered on the register of members of the Company by no later than close of business on 27 March 2017, or, in the event that the meeting is adjourned, at close of business on the day which is prior to the day immediately preceding the day of any such adjourned meeting. Changes to entries on the register after this time shall be disregarded in determining the rights of any person to attend or vote at the meeting.
7. 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 Meeting.
8. To change your proxy instructions you may submit a new proxy appointment using the methods set out above. 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.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

9. Copies of the service contracts of the directors with the Company will be available for inspection at the registered office of the Company during normal business hours, and will also be available at the venue of the Meeting for at least 15 minutes prior to and until the conclusion of the Meeting.