

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you are advised to consult your own stockbroker, solicitor, accountant or other professional adviser authorised under the Financial Services and Markets Act 2000.

If you have sold or otherwise transferred all of your shares in ADVFN plc, please pass this document, together with the accompanying documents, as soon as possible to the purchaser or transferee, or to the person through whom the sale or transfer was effected for transmission to the purchaser or transferee.

ADVFN PLC

NOTICE OF GENERAL MEETING

to be held

on 12 January 2024 at 10.30 a.m.

at RPC, Tower Bridge House, St Katharine's Way, London E1W 1AA

Notice of the general meeting of ADVFN plc is set out on page 2 of this document.

You may appoint another person as proxy to exercise your rights to attend, speak and vote at the meeting. Full details on how to appoint a proxy are set out in this document and in the enclosed proxy form. The Company must be notified of all proxy appointments by not later than 10.30 a.m. on 10 January 2024.

NOTICE OF ANNUAL GENERAL MEETING

ADVFN PLC

Notice is hereby given that the General Meeting of ADVFN plc (the **Company**) will be held at RPC, Tower Bridge House, St Katharine's Way, London E1W 1AA on 12 January 2024 at 10.30 a.m. (the **GM**), or at any adjournment thereof, for the purposes of considering and voting on the resolutions set out below (the **Resolutions**).

ORDINARY RESOLUTIONS

Receive annual accounts

1. To receive the audited annual accounts of the Company for the financial year ended 30 June 2023 together with the Directors' reports, Strategic report and the Auditor's report on those annual accounts.

Re-appointment of the auditor

2. That Saffery LLP be re-appointed as the auditor of the Company, to hold office from the conclusion of this General Meeting to the conclusion of the next General Meeting at which the accounts are laid before the Company (the **Auditor**).

Remuneration of the Auditor

3. That, if Resolution 2 is passed, directors of the Company (the **Directors**) be authorised to determine the remuneration of the Auditor.

Registered Office:

*Suite 28, Essex Technology Centre
The Gables, Fyfield Road
Ongar, England
CM5 0GA*

By order of the Board

Lord Gold
Non-Executive Chair

ADVFN plc

21 December 2023

ADVFN PLC

MEMBER NOTES

Entitlement to attend and vote

1. Only holders of ordinary shares in the capital of the Company are entitled to attend and vote at the GM.
2. The Company, pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, specifies that only those members entered on the register of members of the Company at 6:00 p.m. UK time on 10 January 2024 shall be entitled to attend and vote at the meeting or, if the meeting is adjourned, 6:00 p.m. on the day two days prior to the adjourned meeting. Changes to entries on the register of members after such time shall be disregarded in determining the right of any person to attend or vote at the meeting.

Right to ask questions

3. Any member attending the meeting has the right to ask questions. The Company must cause to be answered any such question which is put by a member relating to the business being dealt with at the meeting, except: (i) if to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information; (ii) the answer has already been given on a website in the form of an answer to a question; or (iii) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.

Website giving information about the meeting

4. A copy of this notice, and other information required by section 311A of the Companies Act 2006, can be found at <https://advfnplc.com/>.

Voting by proxy

5. A member entitled to attend and vote at the meeting is also entitled to appoint one or more proxies to attend, speak and vote instead of him. A member may appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. The proxy need not be a member of the Company. Please refer to the notes to the Form of Proxy for further information on appointing a proxy, including how to appoint multiple proxies (as the case may be).
6. 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 Chair) and give your instructions directly to them. If you wish to appoint a proxy other than the Chair of the meeting, cross out the words "the Chair of the meeting" on the Form of Proxy and write the full name of your proxy in the box provided. The change should be initialled.
7. In the absence of instructions, the person appointed proxy may vote or abstain from voting as he/she thinks fit on the specified resolutions and, unless otherwise instructed, may also vote or abstain from voting on any other matter (including amendments to resolutions) which may properly come before the meeting.
8. In the case of joint holders, the signature of any one of them will suffice but the names of all joint holders should be stated. The vote of the senior who tenders a vote (whether in person or by proxy) will be accepted to the exclusion of the votes of the other holders. For this purpose, seniority is determined by the order in which the names stand in the register of members in respect of the joint holding.
9. To be effective, the enclosed Form of Proxy must be duly completed and deposited together with any power of attorney or other authority (if any) under which it is executed (or a duly certified copy of such power or authority) and lodged at the offices of the Company's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, West Midlands, B62 8HD no later

than 10.30 a.m. on 10 January 2024. Please note that the pre-paid address printed on the reverse of the Form of Proxy is only for use if you are posting from within the United Kingdom.

10. Completion and return of the Form of Proxy will not preclude a shareholder from attending and voting in person at the meeting.

Votes withheld

11. A 'withheld' column is included on the proxy form. A 'withheld' in respect of any resolution is not a vote in law and will not be counted in the calculation of the proportion of the votes for and against it.

Corporate representatives

12. A member which is a corporation may appoint one or more persons to represent it at the GM and such persons may exercise, on that member's behalf, all of its powers as a member, provided that, in the case of the appointment of two or more persons, they do not exercise voting rights over the same shares.

Electronic communications

13. No electronic address set out in this notice, the enclosed proxy form or any other document relating to the meeting may be used for the purpose of sending information or documents to the Company, including documents or information relating to proceedings at the meeting, other than those expressly stated.
14. Please note that any electronic communication received by the Company that is found to contain any virus or other malware will not be accepted.

Share capital and voting rights

15. As at 20 December 2023, being the last practicable day prior to publication of the GM notice, the Company's issued share capital comprised 46,005,213 ordinary shares of £0.002 each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 20 December 2023 is 46,005,213.

ADVFN PLC

EXPLANATORY NOTES TO THE NOTICE OF GENERAL MEETING (“GM”) OF ADVFN PLC (THE “COMPANY”)

At the GM, resolutions will be proposed as explained below.

Ordinary Resolutions

Resolution 1 – Receiving the accounts

An ordinary resolution will be proposed that the report of the Directors and the accounts for the year ended 30 June 2023 together with the report of the auditors on those accounts be received.

Resolution 2 – Re-appointment of Auditor

An ordinary resolution will be proposed that the Directors re-appoint Saffery LLP as Auditor for the Company to hold office from the conclusion of this GM to the conclusion of the next General Meeting at which the accounts are laid before the Company.

Resolution 3 – Auditors remuneration

An ordinary resolution will be proposed that the Directors be authorised to fix the remuneration of the Auditor of the Company from time to time.

NOTICE OF AVAILABILITY

The Notice of General Meeting and Circular to which this Proxy Form relates are available on the Company's website at www.advfnplc.com

NOTES TO THE FORM OF PROXY

- 1 If you wish to appoint some other person as your proxy please insert his/her name, initial and strike out the words 'the Chairman of the Meeting'. A proxy need not be a member of the Company. Appointing a proxy will not preclude you from personally attending and voting at the meeting (in substitution for your proxy vote) if you subsequently decide to do so. If no name is entered, the return of this form, duly signed, will authorise the Chairman of the meeting to act as your proxy.
- 2 Please indicate with an X in the appropriate box how you wish your vote to be cast. Unless otherwise instructed the proxy will exercise his/her discretion as to whether, and if so how he/she will vote. Unless instructed otherwise, the proxy may also vote or abstain from voting as he or she thinks fit on any other business which may properly come before the meeting (including amendments to resolutions). You may appoint more than one proxy provided each proxy is appointed to exercise rights attaching to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy please contact the Registrars of the Company as detailed in note 4 below.
- 3 This Form of Proxy must, in the case of an individual, be signed by the appointer or his/her attorney or, in the case of a corporation, be given under its common seal or signed on its behalf by an attorney or a duly authorised officer or, if it is subject to the Companies Act 2006 (as amended), in accordance with Section 44 thereof.
- 4 To be valid this Form of Proxy and any power of attorney or other authority under which it is executed (or a duly notarised copy thereof) must be lodged with the Registrars of the Company, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD not later than 10:30 a.m. on 10 January 2024 or not less than 48 hours before the time appointed for the adjourned meeting at which it is to be used.
- 5 In the case of joint holders of a share the vote of the senior who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the statutory register of members in respect of the share.
- 6 Any alteration in this Form of Proxy must be initialled by the person in whose hand it is signed or executed.
- 7 The 'Vote Withheld' option is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and is not counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.

Please complete and return this Form of Proxy to the Registrar at the address shown overleaf. If you wish to use an envelope, please address it to 'FREEPOST NEVILLE'. If it is posted outside the United Kingdom, please return it in an envelope using the address shown overleaf and pay the appropriate postage charge.

ADVFN PLC

(Registered and Incorporated in England and Wales No. 02374988)

FORM OF PROXY

I/We _____ being (a) member(s) of the Company and entitled to vote at the General Meeting, hereby appoint

(Please only complete if appointing someone other than the Chairman of the Meeting)

[Empty box for appointing a proxy]

or failing him/her, the Chairman of the meeting as my/our proxy, to attend, speak and vote for me/us and on my/our behalf at the General Meeting of the Company, to be held on 12 January 2024 at RPC, Tower Bridge House, St Katharine's Way, London, E1W 1AA at 10:30 a.m. and at any adjournment thereof.

Ordinary Resolutions

	FOR	AGAINST	WITHHELD
1 To receive the audited annual accounts of the Company for the financial year ended 30 June 2023 together with the Directors' reports, Strategic report and the Auditor's report on those annual accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To re-appoint Saffrey LLP as the Auditor of the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To authorise the Directors to determine the remuneration of the Auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If you are planning to attend the General Meeting, please tick the following box:

Mark this box with an "X" if you are appointing more than one proxy:

Signed:

[Signature box]

Leave blank to authorise your proxy to act in relation to your full entitlement or enter the number of shares in relation to which your proxy is authorised to vote:

[Number of shares box]

Date:

[Date box: DD-MM-YY]

>123-0



ADVFN PLC

Attendance Card

The General Meeting will start at 10:30 a.m. and is being held on 12 January 2024 at RPC, Tower Bridge House, St Katharine's Way, London, E1W 1AA.

If you plan to attend the General Meeting, please bring this card with you to ensure you gain entry as quickly as possible.

Please present this card at the registration desk. It will be used to show that you have the right to attend, speak and vote at the General Meeting.

>12340
Name
Address 1
Address 2
Address 3
Address 4
Address 5
Address 6



Business Reply Plus
Licence Number
RTZE-YRRG-ETSK



Neville Registrars Limited
Neville House
Steelpark Road
Halesowen
B62 8HD