Company Number SC117119

COMPANY LIMITED BY SHARES

SSE plc
(the "Company")

RESOLUTIONS

(Passed 16 July 2026)

At the Annual General Meeting of SSE plc duly convened and held at the Perth Concert Hall, Mill Street, Perth PH1 5HZ on Thursday, 16 July 2026, 17 Ordinary Resolutions and 4 Special Resolutions were passed including those set out in full text below which are required to be submitted to the Companies House and Financial Conduct Authority.

Authority to allot shares
Resolution 17: to generally and unconditionally authorise the Directors, in accordance with section 551 of the Companies Act 2006 (the Act), to exercise all the powers of the Company to:

(a) allot shares in the Company, and to grant rights to subscribe for, or to convert any security into, shares in the Company:
(i) up to an aggregate nominal amount equal to £202,031,961; and
(ii) comprising equity securities (as defined in the Act) up to an aggregate nominal amount of £404,063,922 (including within such limit the nominal value of any shares allotted in respect of which rights are granted under paragraph (a)(i)) in connection with an offer:
A. to holders of Ordinary Shares in proportion (as nearly as may be practicable) to their existing holdings; and
B. to people who are holders of other equity securities if this is required by the rights of those securities or, if the Directors consider it necessary, as permitted by the rights of those securities,
and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter,
for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) at the end of the next AGM of the Company after the date on which this resolution is passed (or, if earlier, at the close of business on 30 September 2027); and

(b) make any offer or agreement before expiry of this authority which would, or might, require shares to be allotted, or rights to be granted, or securities to be converted into shares, after the authority ends, and the Directors may allot shares, or grant such rights, or convert securities into shares, under any such offer or agreement as if the authority had not expired.

Subject to the paragraph below, all existing authorities given to the Directors pursuant to section 551 of the Act be revoked by this resolution.

The terms of this resolution shall be without prejudice to the continuing authority of the Directors to allot shares, or grant rights to subscribe for or convert any security into shares, pursuant to an offer or agreement made by the Company before the expiry of the authority pursuant to which such offer or agreement was made.

Authority to disapply pre-emption rights
Resolution 18: subject to the passing of Resolution 17 and in place of all existing powers, to authorise the Directors (pursuant to section 570 and section 573 of the Companies Act 2006 (the Act)) to allot equity securities (as defined in the Act) for cash under the authority conferred by that Resolution and/or to sell Ordinary Shares held by the Company as Treasury Shares for cash as if section 561 of the Act did not apply to any such allotment or sale, provided that such authority:

(a) shall be limited to the allotment of equity securities and sale of Treasury Shares for cash in connection with an offer of, or invitation to apply for, equity securities to, or in favour of:
(i) ordinary shareholders in proportion (as nearly as may be practical) to their respective existing holdings; and
(ii) holders of other equity securities as required by the rights of those securities or, if the Directors consider it necessary as permitted by the rights of those securities,
and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with Treasury Shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter arising in connection with such offer, or invitation;

(b) shall be limited in the case of the authority granted under Resolution 17(a)(i) and/or in the case of any sale of Treasury Shares, to the allotment of equity securities or sale of Treasury Shares:
(i) otherwise than under paragraph (a) or (b)(ii) up to an aggregate nominal amount of £60,609,588 (representing 121,219,176 Ordinary Shares); and
(ii) when any allotment of equity securities is or has been made, up to an aggregate nominal amount equal to 20% of the nominal amount of the paragraph (b)(i) allotment, provided that any allotment pursuant to this paragraph(b)(ii) is for the purposes of a follow-on offer determined by the Directors to be of a kind contemplated by paragraph 3 of section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of the notice of the meeting; and

(c) applies in relation to a sale of shares which is an allotment of equity securities by virtue of section 560(3) of the Act as if in the first paragraph of this resolution the words 'subject to the passing of Resolution 17' in the notice of the meeting were omitted.

This authority shall expire (unless previously renewed, varied or revoked by the Company in a general meeting) at the next AGM or, if earlier, at the close of business on 30 September 2027, except that, in each case, before the expiry date, the Company may make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and Treasury Shares sold) after the authority expires, and the Directors may allot equity securities (and sell Treasury Shares) under any such offer or agreement as if the authority had not expired.

Additional authority to disapply pre-emption rights for purposes of acquisitions or specified capital investments
Resolution 19: subject to the passing of Resolution 17 and Resolution 18, the Directors be generally empowered pursuant to section 570 and section 573 of the Companies Act 2006 (the Act) to allot equity securities (as defined in the Act) for cash under the authority granted by Resolution 17(a)(i) and/or sell Ordinary Shares held by the Company as Treasury Shares for cash, as if section 561 of the Act did not apply to any such allotment or sale, provided such authority shall:

(a) be limited to:
(i) the allotment of equity securities or sale of Treasury Shares (otherwise than pursuant to paragraph (a)(ii)) up to an aggregate nominal amount of £60,609,588 (representing 121,219,176 Ordinary Shares) provided that the allotment shall only be used for the purpose of financing (or refinancing, if the authority is to be used within 12 months after the original transaction) a transaction that the Directors determine to be an acquisition, or a specified capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-Emption Rights, published by the Pre-Emption Group in November 2022; and
(ii) the allotment of equity securities (otherwise than under paragraph (a)(i) above) up to an aggregate nominal amount equal to 20% of the nominal amount of that paragraph(a)(i) allotment, provided that any allotment pursuant to this paragraph (a)(ii) is for the purposes of a follow-on offer determined by the Directors to be of a kind contemplated by paragraph 3 of section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of the notice of the meeting;

(b) apply in relation to a sale of shares which is an allotment of equity securities by virtue of section 560(3) of the Act as if in the first paragraph of this resolution the words 'subject to the passing of Resolution 17' were omitted.

This authority shall expire (unless previously renewed, varied or revoked by the Company in a general meeting) at the next AGM or, if earlier, at the close of business on 30 September 2027, except that, in each case, before the expiry date, the Company may make offers, and enter into agreements, which would, or might, require equity securities to be allotted (and Treasury Shares to be sold) after the authority expires, and the Directors may allot equity securities (and sell Treasury Shares) under any such offer or agreement as if the authority had not expired.

Authority to purchase own shares
Resolution 20: to generally and unconditionally authorise the Company, for the purposes of section 701 of the Companies Act 2006 (the Act), to make market purchases (within the meaning of section 693(4) of the Act) of Ordinary Shares of 50 pence each in the Company, provided that:

(a) the maximum number of Ordinary Shares authorised to be purchased is 121,219,176;

(b) the minimum price that may be paid for such shares is 50 pence per share, exclusive of expenses; and

(c) the maximum price, exclusive of expenses, that may be paid for each such Ordinary Share is the higher of: (i) an amount equal to 105% of the average of the middle market quotations for an Ordinary Share in the Company as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the share is contracted to be purchased; and (ii) an amount equal to the higher of the price of the last independent trade of an Ordinary Share and the highest current independent bid for an Ordinary Share as derived from the London Stock Exchange Trading System, in each case at the time the purchase is agreed.

This authority shall expire at the next AGM or, if earlier, close of business on 30 September 2027 (except that if the Company has agreed before this date to purchase Ordinary Shares where these purchases will, or may, be executed after the authority terminates (either wholly or in part), the Company may complete such purchases).

Notice of general meetings
Resolution 21: that a general meeting of the Company other than an Annual General Meeting may be called on no less than 14 clear days' notice.

By order of the Board

Liz Tanner

General Counsel and Company Secretary

Note: Resolution17 was passed as an Ordinary Resolution and Resolutions 18 to 21 were passed as Special Resolutions.