

This document is important and requires your immediate attention.

If you are in any doubt as to the action to be taken, please consult an appropriately authorised financial adviser immediately. If you have sold or transferred all of your holding of ordinary shares in Oxford BioMedica plc ("Oxford BioMedica" or the "Company"), you should hand this document to the stockbroker, bank or other agent through or to whom the sale or transfer was effected for transmission to the purchaser or transferee.



Oxford BioMedica plc Notice of Annual General Meeting

Notice of the 2018 Annual General Meeting of the Company to be held at the offices of Covington & Burling LLP, 265 Strand, London WC2R 1BH on 29 May 2018 at 11:00 a.m. is set out on pages 1 to 4 of this document. Forms of Proxy for the Annual General Meeting must be received by the Company's registrars as soon as possible, but in any event not later than 11:00 a.m. on 24 May 2018.

Oxford BioMedica plc

Notice of Annual General Meeting

Dear Shareholder,

This document comprises the Notice of the 2018 Annual General Meeting ("AGM") of Oxford BioMedica plc ("Oxford BioMedica" or the "Company").

The resolutions to be put to the meeting cover approval of the Annual report and accounts (the "Annual report") (Resolution 1), the Directors' Remuneration Report (Resolutions 2 and 3), the reappointment of certain directors (Resolutions 4 to 7), the appointment of the auditors (Resolution 8), the renewal of authorities to issue shares and the disapplication of pre-emption rights (Resolutions 9, 10 and 11), and approval to hold general meetings other than AGMs on 14 days' notice (Resolution 12).

Resolution 1

The Directors are required to present to the AGM the audited financial statements of the Company for the year ended 31 December 2017.

Resolutions 2 and 3

Resolutions 2 and 3 relate to the Company's Directors' Remuneration Report. In accordance with the applicable legislation, there are two separate resolutions. Resolution 2 relates to the Directors' Remuneration Report, other than the Director's Remuneration Policy. Resolution 3 is a separate resolution relating to the Directors' Remuneration Policy.

The Directors' Remuneration Report sets out payments made to directors in respect of 2017. Resolution 2 is an ordinary resolution.

The Directors' Remuneration Policy was last approved by the shareholders at the 2015 AGM. In accordance with applicable legislation, the Company is required to seek approval for its Directors' Remuneration Policy at least every three years and, therefore, shareholders are being asked to approve the new Directors' Remuneration Policy at the 2018 AGM. The Directors' Remuneration Policy sets out the Company's forward-looking policy on directors' remuneration. Subject to the approval of Resolution 3, the Directors' Remuneration Policy will take effect from the close of the 2018 AGM. Resolution 3 is an ordinary resolution and payments to directors made after the Directors' Remuneration Policy becomes effective must be consistent with or separately approved by an ordinary resolution put to a general meeting of shareholders.

Resolutions 4 to 7

In accordance with the Company's Articles of Association ("Articles"), certain directors will retire and offer themselves for reappointment. In accordance with provision B.7.2. of the Financial Reporting Council's UK Corporate Governance Code, the performance of the directors being submitted for reappointment has been evaluated, and the Board recommends that shareholders vote in favour of the proposed reappointments.

Stuart Paynter has been appointed by the Board since the last AGM. In accordance with Article 33.2 of the Articles, he is submitting himself for reappointment.

Stuart Paynter joined Oxford BioMedica and the Board in August 2017. He has 16 years' experience in the pharmaceutical and healthcare sectors. He qualified as a chartered accountant with Haines Watts before moving to EDS. He subsequently joined Steris and worked in a variety of roles within the healthcare and life sciences divisions prior to becoming the European Finance Director. He then moved to Shire Pharmaceuticals where he became the senior director of finance business partnering for all business outside of the US and moved to a corporate finance role before becoming the global head of internal audit. Prior to joining Oxford BioMedica he was head of finance business partnering at De La Rue plc. He is a member of the Institute of Chartered Accountants in England and Wales.

Dr. Heather Preston has been appointed by the Board since the last AGM. In accordance with Article 33.2 of the Articles, she is submitting herself for reappointment.

Dr. Heather Preston was appointed to Oxford BioMedica's Board in March 2018. Dr. Preston is a Partner and Managing Director of TPG Biotech. She has over 25 years of experience in healthcare, as a scientist, physician and management consultant and she has been an investor in life sciences and biotech for the last 16 years. She holds a degree in Medicine from the University of Oxford.

In accordance with Article 38.2 of the Articles, John Dawson is retiring from the Board by rotation and is submitting himself for reappointment.

John Dawson joined Oxford BioMedica's Board as Non-Executive Director in August 2008 and he was appointed Chief Executive Officer in October 2008. Previously, he held senior management positions in the European operations of Cephalon Inc., including Chief Financial Officer and Head of Business Development Europe.

While at Cephalon he led many deals building the European business to over 1,000 people, and to a turnover of several hundred million US dollars and in 2005 led the US\$360 million acquisition of Zeneus by Cephalon. Prior to his time at Cephalon he was Director of Finance and Administration of Sero Laboratories (UK) Limited. He is currently a non-executive director of Paion AG.

In accordance with Article 38.2 of the Articles, Stuart Henderson is retiring from the Board by rotation and is submitting himself for reappointment.

Stuart Henderson was appointed a Non-executive Director and Chair of the Audit Committee in June 2016. Previously, he was a partner at Deloitte, where he was Head of European Healthcare and Life Sciences. Prior to this he was a partner at Arthur Andersen, where he was Head of Emerging Biotechnology. He has extensive audit and transaction experience and has worked with life sciences businesses ranging from start-ups to multinationals, as well as acting as reporting accountant on numerous IPO and Class 1 transactions. As Audit Partner, he has reported to the audit committees of publicly quoted companies for over 20 years. He is a former director of the Babraham Institute and currently sits as a non-executive director on the Boards of OneNucleus (the Life Sciences trade body for Cambridge and London) and Cell Therapy Catapult Limited.

Resolution 8

The Audit Committee completed an audit tender process in late 2017. Merits and detractors of all the audit tender candidates were discussed and KPMG LLP ("KPMG") was selected as the audit candidate to replace PwC as auditors going forward.

The Board agrees with this proposal and therefore recommends to shareholders that KPMG are appointed as auditors to the Company at the 2018 AGM for the 2018 audit.

Directors

Dr. Lorenzo Tallarigo
Chairman

John Dawson
Chief Executive Officer

Stuart Paynter
Chief Financial Officer

Peter Nolan
Chief Business Officer

Dr. Andrew Heath
Deputy Chairman
and Senior Independent
Director

Martin Diggle
Non-executive director

Stuart Henderson
Non-executive director

Dr. Heather Preston
Non-executive director

Resolutions 9, 10 and 11

Resolution 9

- Under section 551 of the Act, the directors cannot allot shares in the Company (other than shares allotted pursuant to an employee share scheme) unless they are authorised to do so by the Company in general meeting. Resolution 9 is proposed as an ordinary resolution to seek a new authority, which will replace any existing authorities granted prior to the AGM. It is proposed that the directors be authorised to allot new shares or to grant rights to subscribe for or to convert any security into shares in the Company, subject to the normal pre-emption rights reserved to shareholders contained in the Act, up to an aggregate maximum nominal amount of £10,946,712, representing approximately one-third of the issued share capital of the Company as at 18 April 2018, being the last practicable date before the publication of this Notice. In line with The Investment Association (previously the Association of British Insurers or "ABI") ("IA") guidelines, the authority will also permit the directors to allot an additional one-third of the Company's issued share capital provided such shares are reserved for a fully pre-emptive rights issue. Resolution 9 reflects the IA's recommendations.
- If the directors wish to use the authority conferred in Resolution 9 to allot shares for cash, section 561(1) of the Act requires that the new shares must be offered first to existing shareholders in proportion to their existing shareholdings. The shareholders' entitlement to be offered the new shares is known as a "pre-emption right".
- However, for legal, regulatory and practical reasons, it might not be possible for new shares allotted by means of a rights issue to be issued to certain shareholders, particularly those resident overseas. Further, it might, in some circumstances, be in the Company's interests for the directors to be able to allot some shares for cash without having to offer them first to existing shareholders. To enable this to be done, shareholders must first waive these pre-emption rights.

Resolution 10

On 12 March 2015, the Pre-Emption Group ("PEG") approved a new Statement of Principles for the disapplication of pre-emption rights and, on 5 May 2016, PEG subsequently published template resolutions outlining good practice in requests for disapplication of pre-emption rights. Accordingly, Resolutions 10 and 11, which reflect the recommendations set out in PEG's Statement of Principles for the disapplication of pre-emption rights and the template resolutions published by PEG, seek to modify the pre-emption rights of existing shareholders as follows:

- Sub-paragraph (a) of Resolution 10 seeks authority for the directors to allot new shares for cash by way of a pre-emptive offer or rights issue and to make any arrangements which may be necessary to deal with any legal, regulatory and practical problems arising from a rights issue or other pre-emptive offer, for example, by excluding affected shareholders from the rights issue or other pre-emptive offer;
- Sub-paragraph (b) of Resolution 10 seeks authority to issue new shares up to a maximum aggregate nominal value of £1,642,006, equivalent to 5 per cent of the Company's issued ordinary share capital as at 18 April 2018, being the last practicable date before the publication of this Notice; and
- Resolution 10 limits the modification of pre-emption rights to a maximum time period of 15 months or the conclusion of the next AGM, whichever occurs first. This authority was previously granted at the 2017 AGM.

Resolution 11

- Sub-paragraph (a) of Resolution 11 seeks authority to issue new shares up to a further maximum aggregate nominal value of £1,642,006, equivalent to 5 per cent of the Company's issued ordinary share capital as at 18 April 2018, being the last practicable date before the publication of this Notice;
- Sub-paragraph (b) of Resolution 11 requires that such shares are issued for cash in connection with an acquisition or specified capital investment; and

- Resolution 11 limits the modification of pre-emption rights to a maximum time period of 15 months or the conclusion of the next AGM, whichever occurs first. This authority was previously granted at the 2017 AGM. It is the Company's intention that such authority would only be used in connection with an acquisition or a specified capital investment which the Company would announce at the same time as it announces the issue of shares in reliance on such authority, or which has taken place in the preceding six month period and is disclosed in the announcement of the issue of the shares.

If granted, the authorities set out in Resolutions 10 and 11 will enable the directors to allot new shares without first offering them to existing shareholders in proportion to their existing holdings and without further reference to shareholders.

However, the interests of existing shareholders are protected in that their proportionate interests in the Company cannot be reduced by more than 5 per cent through the issue of new shares for cash and cannot be reduced by more than a further 5 per cent through the issue of new shares for cash in connection with an acquisition or a specified capital investment. The directors confirm that the authority granted by Resolution 11 will only be used in accordance with the PEG guidance.

The proposed authorities, if granted, will expire at the conclusion of the 2019 AGM or, if earlier, fifteen months from the date of the passing of the resolutions. It is the directors' intention to renew these authorities annually.

Resolution 12

Resolution 12 is proposed to approve the holding of general meetings, other than AGMs, on 14 days' notice in accordance with the EU Shareholder Rights Directive. The authority will be effective until the 2019 AGM, when it is intended that the approval be renewed again. The Company will also need to meet the requirements for electronic voting under the Directive before it can call a general meeting on 14 days' notice. It is not intended that the shorter notice period would be used as a matter of routine for such meetings, but only where the flexibility is merited by the business of the meeting and is thought to be to the advantage of shareholders as a whole.

Form of Proxy

There is a Form of Proxy for use at the AGM enclosed with this document. Shareholders are advised to complete and return the Form of Proxy in accordance with the instructions printed on it so as to arrive at the Company's registrars, Link Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU or to submit a proxy vote electronically via www.signalshares.com (see note 5), as soon as possible, but in any event no later than 48 hours (excluding any part of a day which is not a working day) before the AGM. The return of a Form of Proxy or the electronic appointment of a proxy does not preclude you from attending and voting at the AGM if you so wish.

The directors consider that the resolutions to be proposed at the AGM are in the best interests of the Company and its shareholders, and they recommend shareholders to vote in favour of the resolutions.

As at the time of printing, the Company is considering undertaking a consolidation of its share capital and may call a general meeting directly after the AGM to vote on the same. This being the case, a separate notice of general meeting will be distributed in due course.

Yours faithfully

Lorenzo Tallarigo
Chairman
25 April 2018

Oxford BioMedica plc

Notice of Annual General Meeting

Notice is hereby given that the 2018 Annual General Meeting ("AGM") of the Company will be held at the offices of Covington & Burling LLP, 265 Strand, London WC2R 1BH on 29 May 2018 at 11:00 a.m. to consider, and if thought fit, pass the following resolutions, of which the resolutions numbered 1 to 9 will be proposed as ordinary resolutions and the resolutions numbered 10, 11 and 12 will be proposed as special resolutions.

1. To receive and adopt the Company's Annual Report and Accounts (the "Annual Report") for the financial year ended 31 December 2017, the Directors' Report, and the Report of the Independent Auditors on those accounts.
2. To receive the Directors' Remuneration Report and the Report of the Independent Auditors on the auditable part of the Remuneration Report (excluding the Directors' Remuneration Policy set out at pages 75 to 79 of the Annual Report) for the financial year ended 31 December 2017.
3. To approve the Directors' Remuneration Policy, as set out on pages 75 to 79 of the Company's Annual Report for the year ending 31 December 2017.
4. To reappoint Stuart Paynter who was appointed by the Board since the last AGM and who is retiring in accordance with Article 33.2 of the Company's Articles of Association and, being eligible, is offering himself for reappointment.
5. To reappoint Dr. Heather Preston who was appointed by the Board since the last AGM and who is retiring in accordance with Article 33.2 of the Company's Articles of Association and, being eligible, is offering herself for reappointment.
6. To reappoint John Dawson as a director who is retiring in accordance with Article 38.2 of the Company's Articles of Association and, being eligible, is offering himself for reappointment.
7. To reappoint Stuart Henderson as a director who is retiring in accordance with Article 38.2 of the Company's Articles of Association and, being eligible, is offering himself for reappointment.
8. To appoint KMPG LLP as auditors of the Company from the conclusion of the meeting until the conclusion of the next AGM of the Company at which accounts are laid and to authorise the directors to determine their remuneration.
9. That the directors be, and are, hereby generally and unconditionally authorised pursuant to 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 such shares (all of which transactions are hereafter referred to as an allotment of "relevant securities") up to an aggregate maximum nominal amount of £10,946,712;
 - (b) allot further equity securities (within the meaning of section 560(1) of the Act) up to an aggregate maximum nominal amount of £10,946,712 in connection with a rights issue in favour of shareholders where the equity securities respectively attributable to the interest of all shareholders are as proportionate (as nearly as can be) to the respective numbers of ordinary shares held by them, which satisfies the condition and may be subject to all or any of the exclusions specified in paragraph (a) of Resolution 10, such authority to expire at the end of the next AGM of the Company following the passing of this resolution or, if earlier, at the close of business on 29 August 2019 (unless previously revoked or varied by the Company in general meeting) but, in each case, prior to its expiry, revocation or variation 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, or is otherwise revoked or varied and the Board may allot equity securities (and sell treasury shares) under any such offer or agreement as if this authority had not expired or been revoked or varied.
10. That if Resolution 9 is passed, the Board be authorised to allot equity securities (as defined in the Companies Act 2006 (the "Act")) for cash under the authority given by Resolution 9 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, such authority to be limited:
 - (a) to the allotment of equity securities pursuant to a rights issue, open offer, scrip dividend scheme or other pre-emptive offer or scheme, which is in each case in favour of holders of ordinary shares and any other persons who are entitled to participate in such issue, offer or scheme where the equity securities offered to each such holder and other person are proportionate (as nearly as may be) to the respective numbers of ordinary shares held or deemed to be held by them for the purposes of their inclusion in such issue, offer or scheme on the record date applicable thereto, but subject to such exclusions or other arrangements as the directors may deem fit or expedient to deal with:
 - i. fractional entitlements;
 - ii. legal or practical problems under the laws of any overseas territory;
 - iii. the requirements of any regulatory body or stock exchange in any territory;
 - iv. directions from any holders of ordinary shares or other persons to deal in some other manner with their respective entitlements; or
 - v. any other matter whatever, which the directors consider to require such exclusions or other arrangements with the ability for the directors to allot relevant equity securities not taken up, to any person as they may think fit; and

- (b) to the allotment of equity securities or sale of treasury shares (otherwise than under paragraph (a) above) up to an aggregate maximum nominal amount of £1,642,006, such authority to expire at the end of the next AGM of the Company following the passing of this resolution or, if earlier, at the close of business on 29 August 2019 (unless previously revoked or varied by the Company in general meeting) but, in each case, prior to its expiry, revocation or variation 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, or is otherwise revoked or varied and the Board may allot equity securities (and sell treasury shares) under any such offer or agreement as if this authority had not expired or been revoked or varied.
11. That if Resolution 9 is passed, the Board be authorised in addition to any authority granted under Resolution 10 to allot equity securities (as defined in the Companies Act 2006 (the "Act")) for cash under the authority given by Resolution 9 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, such authority to be:
- (a) limited to the allotment of equity securities or sale of treasury shares up to an aggregate maximum nominal amount of £1,642,006; and
- (b) used only for the purposes of financing (or refinancing, if the authority is to be used within six months after the original transaction) a transaction which the Board of the Company determines to be an acquisition or other capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this Notice, such authority to expire at the end of the next AGM of the Company following the passing of this resolution or, if earlier, at the close of business on 29 August 2019 (unless previously revoked or varied by the Company in general meeting) but, in each case, prior to its expiry, revocation or variation 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, or is otherwise revoked or varied and the Board may allot equity securities (and sell treasury shares) under any such offer or agreement as if this authority had not expired or been revoked or varied.
12. That, in accordance with the Company's Articles of Association, a general meeting (other than an annual general meeting) may be held on not less than 14 days' notice.

By order of the Board

Lorenzo Tallarigo
Chairman
25 April 2018

Oxford BioMedica plc

Notice of Annual General Meeting

Notes

1. A Shareholder entitled to attend and vote at the meeting is also entitled to appoint one or more proxies to attend, speak and vote on a show of hands and on a poll instead of him or her. A proxy need not be a member of the Company. Where a Shareholder appoints more than one proxy, each proxy must be appointed in respect of different shares comprised in his or her shareholding which must be identified on the proxy form. Each such proxy will have the right to vote on a poll in respect of the number of votes attaching to the number of shares in respect of which the proxy has been appointed. Where more than one joint Shareholder purports to appoint a proxy in respect of the same shares, only the appointment by the most senior Shareholder will be accepted as determined by the order in which their names appear in the Company's register of members. If you wish your proxy to speak at the meeting, you should appoint a proxy other than the chairman of the meeting and give your instructions to that proxy.
2. If you are not a Shareholder but you have been nominated by a Shareholder to enjoy information rights, you do not have the right to appoint a proxy or proxies pursuant to note (1). Please read note (10) below.
3. A corporation which is a shareholder may appoint one or more corporate representatives who have one vote each on a show of hands and otherwise may exercise on behalf of other Shareholders all of its powers as a Shareholder provided that they do not do so in different ways in respect of the same shares.
4. A Form of Proxy is enclosed for use by members. To be valid it should be completed, signed and delivered (together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power or authority) to the Company's registrars Link Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU or submitted electronically via www.signalshares.com (see note (5)), not later than 48 hours (excluding any part of a day which is not a working day) before the time appointed for holding the AGM or, in the case of a poll taken subsequently to the date of the AGM, or any adjourned meeting, not less than 24 hours before the time appointed for the taking of the poll or for holding the adjourned meeting and in all cases excluding any part of a day that is not a working day. Shareholders who intend to appoint more than one proxy can obtain additional forms of proxy from Link Asset Services. Alternatively, the form provided may be photocopied prior to completion. The Forms of Proxy should be returned in the same envelope and each should indicate that it is one or more than one appointments being made.
5. You may submit your proxy vote electronically via www.signalshares.com. From there you can log into your Link share portal account or register for the Link share portal if you have not already done so. To register, select "Account Registration" then enter your surname, Investor Code, Postcode and an email address. Create a password and click "Register" to proceed. You will be able to vote immediately by selecting "Proxy Voting" from the menu. You can find your Investor Code on the Form of Proxy enclosed with this document.
6. An abstention (or "vote withheld") option has been included on the Form of Proxy and in the available options for electronic proxy voting. The legal effect of choosing the abstention option on any resolution is that the Shareholder concerned will be treated as not having voted on the relevant resolution. The number of votes in respect of which there are abstentions will however be counted and recorded, but disregarded in calculating the number of votes for or against each resolution.
7. In accordance with Regulation 41 of the Uncertificated Securities Regulations 2001 and section 360B(2) of the Companies Act 2006 (the "Act"), the Company specifies that only those Shareholders registered in the register of members of the Company as at close of business on 24 May 2018 or, in the event that the meeting is adjourned, in such register not later than 48 hours before the time of the adjourned meeting (excluding any part of a day that is not a working day), shall be entitled to attend, or vote (whether in person or by proxy) at the meeting in respect of the number of shares registered in their names at the relevant time. Changes after the relevant time will be disregarded in determining the rights of any person to attend or vote at the meeting or any adjourned meeting (as the case may be).
8. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so by utilising 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 the appropriate action on their behalf. In order for a proxy appointment by means of CREST to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & Ireland Limited ("EUI") specification and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the Registrar (ID RA10) by 11:00 a.m. on 24 May 2018. 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 Registrar is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. CREST members and, where applicable, their CREST sponsors or voting service providers, should note that EUI 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 members 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 providers 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.

9. Completion and return of a form of proxy will not affect the right of such member to attend and vote in person at the meeting or any adjournment thereof.
10. If you are a person who has been nominated under section 146 of the Act to enjoy information rights, you may have a right, under an agreement between you and the Shareholder who has nominated you, to be appointed or to have someone else appointed for you as a proxy for the meeting. If you do not have such a right, or you do have such a right but do not wish to exercise it, you may have a right under such an agreement to give instructions to the Shareholder who nominated you as to the exercise of the voting rights attached to the ordinary shares in respect of which you have been nominated.
11. As at 18 April 2018, being the last practicable date before the publication of this Notice, the Company's issued share capital consisted of 3,284,013,863 ordinary shares of 1 pence each, carrying one vote each, so that the total number of votes at such date is 3,284,013,863.
12. Under section 527 of the Act, the Company may be required by Shareholders representing at least 5 per cent of the total voting rights of all Shareholders who have the right to vote at the meeting (excluding votes which attach to treasury shares) or by at least 100 Shareholders who have the right to vote at the meeting and hold shares in the Company on which there has been paid up an average sum, per Shareholder, of at least £100, to publish on a website a statement setting out any matter relating to: (i) the audit of the Company's accounts that are to be laid before this AGM (including the auditors' report and the conduct of the audit) or (ii) any circumstance connected with the auditors to the Company ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with section 437 of the Act which, in either case, the requesting members propose to raise at the meeting. Such a request may be in hard copy or in electronic form, must identify the statement to which it relates, must be authenticated by the person or persons making it and must be received by the Company at least one week before the meeting. Such requests should be sent to the Company at Windrush Court, Transport Way, Oxford, OX4 6LT or may be faxed to 01865 783001 or e-mailed to enquiries@oxfordbiomedica.co.uk. The Company may not require the shareholders requesting such website publication to pay its expenses in complying with the section. Where the Company is required to place a statement on a website, it must forward the statement to the Company's auditors not later than the time when it makes the statement available on the website. The business which may be dealt with at this AGM includes any statement that the Company has been required to publish on a website.
13. A copy of this Notice of meeting, together with any members' statements which, in each case, have been received by the Company after the despatch of this Notice and the other information required by section 311A of the Act are all available on the Company's website at www.oxfordbiomedica.co.uk under 'investors: shareholder meetings'.
14. Shareholders, proxies and authorised representatives will be required to provide their names and addresses for verification against the register of members and proxy appointments received by the Company before entering the meeting. Each authorised representative must produce proof of his or her appointment, in the form of the actual appointment or a certified copy. Other than this, there are no procedures with which any such persons must comply in order to attend and vote at the meeting.
15. Shareholders, proxies and authorised representatives may raise questions at the meeting concerning any business being dealt with at the meeting and will receive answers, except that a question need not be answered where it would interfere unduly with the conduct of the meeting, would involve the disclosure of confidential information, where the answer has already been given on a website in the form of an answer to a question or where it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.
16. The following documents will be available for inspection at the registered office of the Company at Windrush Court, Transport Way, Oxford, OX4 6LT during normal business hours on any week day (public holidays excepted) from the date of this Notice until the date of the AGM, and at the place of the meeting for one hour before the meeting and at the meeting itself:
 - copies of the directors' service agreements and letters of appointment; and
 - the constitutional documents of the Company, comprising the Memorandum and Articles of Association.



Registered in England
No. 3252665

Registered Office
Windrush Court
Transport Way
Oxford, OX4 6LT