THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to any aspects of the proposals referred to in this document or as to the action you should take, you are recommended to seek your own financial advice from your stockbroker, bank manager, solicitor, accountant, other professional adviser or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 if you are resident in the UK or, if not, from another appropriately authorised independent financial adviser.

If you have sold or otherwise transferred all of your shares in Helium One Global Ltd, please send this document, and the accompanying form of proxy or form of instruction, to the purchaser or transferee of those shares or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee.



HELIUM ONE GLOBAL LTD

(Incorporated and registered in the British Virgin Islands under the BVI Business Companies Act with registered number 1888591)

NOTICE OF ANNUAL GENERAL MEETING

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13 November 2026

Dear Shareholder,

Helium One Global Ltd (the "Company") – Notice of Annual General Meeting

Please find enclosed the notice of our annual general meeting ("**Notice of AGM**") to be held at 10.00 a.m. GMT on 10 December 2026 at the offices of Hill Dickinson LLP at 8th Floor, The Broadgate Tower, 20 Primrose Street, London, EC2A 2EW. The Notice of AGM details a number of resolutions proposed by the Company's Board of Directors (the "**Board**"), a proxy form or form of instruction for you to complete and explanatory notes which contain information on the resolutions to be proposed at the Annual General Meeting ("**AGM**" or "**Annual General Meeting**").

The Resolutions in the Notice of AGM will be proposed as Ordinary Resolutions. This means that, for each Resolution to be passed on a poll, members representing a simple majority of the total voting rights of the members voting (in person or by proxy), being more than 50 per cent., must vote in favour of the Resolution.

Explanatory details of the resolutions are set out in the notes appended to the Notice of AGM.

1 ATTENDANCE AND VOTING

Shareholders may attend the meeting in person or alternatively may remotely follow the proceedings and submit written questions by webinar ("**AGM Webinar**"), per the instructions detailed below, which will be recorded and be made available on the Company's website. Please note that shareholders will not be able to vote online at the AGM via the AGM Webinar and are therefore encouraged to submit their votes via proxy.

Shareholders are strongly encouraged to submit a proxy vote in advance of the AGM. You are strongly encouraged to use your right to appoint the Chair of the AGM as your proxy to attend the meeting and vote on your behalf. Please vote online at www.investorcentre.co.uk/eproxy or by filling in the Form of Proxy or the Form of Instruction sent with this Notice of AGM and returning it by post to the Company's Registrars as soon as possible at Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZY. The Registrars must receive your Form of Proxy by 10.00 a.m. on 8 December 2026 or your Form of Instruction by 10.00 a.m. on 7 December 2026. For instructions on proxy voting, please see the notes to the Notice of AGM for information on pages 5 to 7.

The results will be announced via a Regulatory News Service and on the Company's website as soon as practicable following the AGM.

2 AGM WEBINAR

Shareholders are encouraged to follow the AGM proceedings virtually by signing into the AGM Webinar, which will be hosted by the Investor Meet Company platform. Please register your attendance on the following link: https://www.investormeetcompany.com/helium-one-global-ltd/register-investor and the AGM Webinar details will be sent to you nearer the AGM date.

We strongly encourage shareholders to participate in the AGM by submitting any questions on the business of the AGM and resolutions via the Investor Meet Company dashboard up until 9.00 a.m. on 9 December 2026 or at any time during the AGM Webinar.

3 INFORMATION ON THE RESOLUTIONS TO BE PROPOSED AT THE ANNUAL GENERAL MEETING

Enclosed with this document is the Notice of AGM. This explanatory note gives further information on the resolutions numbered 1 to 9 set out in that notice.

Resolution 1 – To receive and consider the accounts of the Company for the financial year ended 30 June 2026, together with the reports of the Directors of the Company (the "Board") and the auditor of the Company on those accounts.

The Company's Articles of Association require the Directors to present the Annual Report and Accounts of the Company to the Company's shareholders in respect of each financial year.

Resolution 2 – To re-appoint PKF Littlejohn LLP as auditor and authorise the Board to determine its remuneration.

The Audit Committee has recommended to the Board the re-appointment of PKF Littlejohn LLP as auditor of the Company for the financial year ending 30 June 2027. The Board subsequently approved the recommendation of the Audit Committee. The Board recommends to shareholders that PKF Littlejohn LLP again be appointed as the Company's auditor to hold office until the conclusion of the next Annual General Meeting and to authorise the Board, through the Audit Committee, to fix its remuneration.

Resolutions 3 to 8 – To re-elect the Directors

Pursuant to the provisions of the QCA Corporate Governance Code, all of the Directors shall retire from office at each Annual General Meeting and will then be eligible to stand for re-election and accordingly Resolutions 3-8 relate to the re-election of the Directors. Biographical information for all Directors can be found on the Company's website: **www.helium-one.com**.

Resolution 9 – Authority to allot shares.

The Company's Articles (Article 3.2) prevent the Directors of the Company from allotting unissued shares for cash, other than on a pre-emptive basis, without the authority of shareholders in General Meeting. Resolution 9 in the notice of Annual General Meeting will be proposed to authorise the Directors to allot up to 3,700,000,000 shares in the capital of the Company for cash, representing approximately one third of the issued share capital of the Company (as at the latest practicable date before the publication of this notice of Annual General Meeting). The authority conferred by the resolution will expire on the date of next year's Annual General Meeting. The Directors believe it to be in the best interests of the Company that they should continue to have this authority so that such allotments can take place to finance appropriate business opportunities that may arise.

4 RECOMMENDATION

Your Board believes that the resolutions contained in the Notice of AGM are in the best interests of the Company and its shareholders as a whole. Accordingly, the Board recommends that you vote in favour of each of the resolutions to be proposed at the Annual General Meeting, as your Directors on the Board intend to do in respect of their own shareholdings in the Company. The Board looks forward to reporting to you on the business of the Company at the Annual General Meeting.

Yours faithfully,

Clive Carver
Non-Executive Chairman

HELIUM ONE GLOBAL LTD

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Helium One Global Ltd (the "**Company**") will be held at the offices of Hill Dickinson LLP at 8th Floor, The Broadgate Tower, 20 Primrose Street, London, EC2A 2EW at 10.00 a.m. GMT on 10 December 2026, or at any adjournment thereof, for the purposes of considering and, if thought fit, passing the following Resolutions ("**Resolutions**"):

RESOLUTIONS

1. To receive and consider the accounts of the Company for the financial year ended 30 June 2026, together with the reports of the Directors of the Company (the "**Board**") and the auditor of the Company on those accounts.

2. To re-appoint PKF Littlejohn LLP as auditor of the Company, to hold office until the conclusion of the next Annual General Meeting and to authorise the Board, through the Audit Committee, to fix its remuneration.

3. To re-elect Clive Carver as a Director of the Company.

4. To re-elect Lorna Blaisse as a Director of the Company.

5. To re-elect Graham Jacobs as a Director of the Company.

6. To re-elect Sarah Cope as a Director of the Company.

7. To re-elect Nigel Friend as a Director of the Company.

8. To re-elect Nishant Dighe as a Director of the Company.

9. That the Directors be and are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot up to 3,700,000,000 equity shares in the Company (representing approximately one-third of the issued share capital) for cash or to grant rights to subscribe for, or to convert any securities into, shares in the Company as if Article 3.2 of the Company's articles of association did not apply, provided that such authority shall expire (unless previously renewed, varied or revoked) on the date of the next Annual General Meeting of the Company save that the Company may before the expiry of such period make an offer or agreement which would or might require rights to subscribe for or to convert any securities into shares to be granted or equity securities to be allotted after such authority expires and the Directors of the Company may allot equity securities or grant such rights under any such offer or agreement as if this authority had not expired.

   This resolution revokes and replaces all unexercised authorities previously granted to the Directors before the date of the AGM to allot shares in the Company but without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made pursuant to such authorities.

Dated: 13 November 2026

Registered office: 171 Main Street
PO Box 92
Road Town
Tortola
British Virgin Islands VG1110

By order of the Board

Notes

Entitlement to attend and vote

1. Only holders of Ordinary Shares are entitled to attend and vote at the meeting.

2. The Company, pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001 specifies that only those shareholders registered on the register of shareholders of the Company as of 6.00 p.m. on 8 December 2026 or, in the event that the Annual General Meeting is adjourned, on the register of shareholders 48 hours before the time of the adjourned meeting(s), shall be entitled to attend and vote in respect of the shareholding registered in the name of the relevant shareholder at the relevant time. Changes to entries on the register of shareholders after 6.00 p.m. on 8 December 2026 or, in the event that the Annual General Meeting is adjourned, less than 48 hours before the time of any adjourned meeting(s), shall be disregarded in determining the rights of any person to attend and vote at the Annual General Meeting.

Proxies

3. A member entitled to attend and vote at the meeting is entitled to appoint another person as his proxy to exercise all or any of his rights to attend and to speak and vote at the meeting and at any adjournment of it. Such 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. A proxy need not be a member of the Company.

4. A form of proxy or form of instruction is enclosed. A member may only appoint a proxy using the procedures set out in these notes and the notes to the proxy form or form of instruction. The appointment of a proxy will not prevent a shareholder from subsequently attending and voting at the meeting in person.

5. If you submit more than one valid proxy appointment in respect of the same share(s), the appointment received last before the latest time for the receipt of proxies will take precedence.

6. The form of proxy must be executed by the shareholder or his or her attorney duly authorised in writing and (in the case of an individual) must be signed by the individual or his or her attorney duly authorised in writing or (in the case of a corporation) either executed under its common seal or signed on its behalf by a duly authorised officer or attorney of the corporation.

7. In order to be valid, a proxy appointment must be made and returned by one of the following methods:

   (a) by completion of the Form of Proxy or Form of Instruction, in hard copy form by post, or by courier to the registrar, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY ("**the Registrar**");

   (b) in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out below; or

   (c) by appointing your proxy electronically via the Registrar's website at www.investorcentre.co.uk/eproxy. You will need your Control Number, SRN & PIN which can be found on your Form of Proxy or Form of Instruction,

   and in each case, the proxy appointment must be received not less than 48 hours before the time for holding of the Annual General Meeting. In calculating such 48-hour period, no account shall be taken of any part of a day that is not a working day. A shareholder that appoints a person to act on its behalf under any power of attorney or other authority and wishes to use method (a), (b) or (c) must return such power of attorney or other authority to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY prior to using such method and in any event not less than 48 hours before the time of the Annual General Meeting. If you hold your ordinary shares in uncertificated form (that is, in CREST) you may appoint a proxy by completing and transmitting a CREST message (a "CREST Proxy Instruction") in accordance with the procedures set out in the CREST manual so that it is received by the Registrar by no later than 10.00 a.m. on 7 December 2026.

8. In order for a proxy, or instruction made by means of CREST to be valid, the appropriate CREST Proxy Instruction must be properly authenticated in accordance with Euroclear UK & International Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message regardless of whether it relates to the Form of Proxy or to 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 issuer's agent, Computershare Investor Services PLC (ID 3RA50), by the latest time(s) for receipt of Form of Proxies specified in the Notice of AGM. 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 issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. 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. CREST members and where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & International 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 therefore 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 or her 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.

9. In the case of joint registered holders, the signature of one holder will be accepted and the vote of the senior 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. For this purpose, seniority will be determined by the order in which the names stand on the register of shareholders of the Company in respect of the relevant joint holding.

Changing proxy instructions

10. Shareholders may change proxy instructions by submitting a new proxy appointment using the methods set out above. Note that the cut-off times for receipt of proxy appointments also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

    Where you have appointed a proxy using the hard-copy Form of Proxy or Form of Instruction and would like to change the instructions using another hard-copy proxy form, please contact Computershare Investor Services PLC at The Pavilions, Bridgwater Road, Bristol, BS99 6ZY.

Termination of proxy appointment

11. A shareholder may terminate a proxy instruction but to do so you will need to inform the Company in writing by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Computershare Investor Services PLC at The Pavilions, Bridgwater Road, Bristol, BS99 6ZY. In the case of a shareholder which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

    The revocation notice must be received by Computershare Investor Services PLC no later than 10.00 a.m. on 8 December 2026.

    Please be advised that if you choose to terminate a proxy instruction but are unable to attend the meeting in person, you will not be entitled to vote.

Corporate representatives

12. A corporation which is a shareholder can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a shareholder provided that no more than one corporate representative exercises powers over the same share.

Communications

13. You may not use any electronic address provided (including in the Notice of AGM or any related documents) to communicate with the Company for any purposes other than those expressly stated.

Website giving information regarding the meeting

14. Information regarding the meeting can be found at www.helium-one.com including information on the number of shares and voting rights.

Documents available for inspection

15. Copies of the service contract of each executive Director and the letter of appointment of each non-executive Director will be available for inspection at the offices of Hill Dickinson LLP during normal business hours on any weekday (excluding Saturdays, Sundays and public holidays) until the end of the meeting.