

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.** If you are in any doubt as to the action you should take, you are recommended to seek your own independent advice from your stockbroker, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000 if you are resident in the United Kingdom, or if you reside elsewhere, from another appropriately authorised independent financial adviser.

If you have recently sold or transferred all your ordinary shares in Chesterfield Special Cylinders Holdings plc, please forward this document, together with any documents that accompany it, as soon as practicable to the purchaser or transferee, or to the person through whom the sale or transfer was effected, so they can pass these documents to the person who now holds the shares.

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# **CHESTERFIELD SPECIAL CYLINDERS HOLDINGS PLC**

(Incorporated in England & Wales with registered number 06135104)

## **NOTICE OF THE 2026 ANNUAL GENERAL MEETING**

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Notice of the 2026 Annual General Meeting of Chesterfield Special Cylinders Holdings plc, to be held at the offices of Singer Capital Markets, 1 Bartholomew Lane, London, EC2N 2AX on Tuesday 3 February 2026 at 09:30 am, is set out on pages 4 to 10 of this document.

Your attention is drawn to the letter from the Chair on pages 2 to 3 of this document which sets out the arrangements for the meeting. You are encouraged to appoint the Chair of the meeting as your proxy and to give instructions on how the Chair should vote on each of the resolutions in advance of the meeting. To be valid, the proxy appointment must be received at the address for delivery specified in the Notes to the notice of AGM by no later than 09:30 am on 30 January 2026.

## LETTER FROM THE CHAIR OF CHESTERFIELD SPECIAL CYLINDERS HOLDINGS PLC

### Directors:

|                  |                          |
|------------------|--------------------------|
| Nick Salmon      | (Non-Executive Chair)    |
| Chris Walters    | (Chief Executive)        |
| Mike Butterworth | (Non-Executive Director) |
| Tim Cooper       | (Non-Executive Director) |
| Richard Staveley | (Non-Executive Director) |

### Registered Office:

Chesterfield Special  
Cylinders Holdings plc  
Meadowhall Road  
Sheffield  
S9 1BT

8 January 2026

### Notice of Annual General Meeting of Chesterfield Special Cylinders Holdings plc

Dear Shareholder

I am pleased to be writing to you with details of the 2026 annual general meeting (**AGM**) of Chesterfield Special Cylinders Holdings plc (**Company**), which will be held at the offices of Singer Capital Markets, 1 Bartholomew Lane, London EC2N 1AX on Tuesday 3 February 2026 at 09:30 am.

The formal notice of the AGM is set out on pages 4 to 8 of this document and contains the proposed resolutions. Explanatory Notes to the business to be considered at the AGM are set out in the Appendix to this document on pages 9 to 10.

A copy of the annual report and accounts of the Company for the period ended 27 September 2025 and a form of proxy for use at the AGM, accompanies this document.

### Attendance at the AGM

All shareholders are entitled to attend and vote on all resolutions at the AGM. Any shareholder who wishes to attend the AGM in person is asked to register their intention to do so. I would be grateful if this could be done by emailing [company.secretary@csc-holdings.com](mailto:company.secretary@csc-holdings.com) by 09:30 am on 30 January 2026.

If there are changed circumstances which mean that the arrangements must be amended, including at short notice, the Board will announce such modifications and it is recommended that you monitor the Company's RNS announcements for updates.

### Appointing a proxy and voting

You may appoint another person as proxy to exercise your rights to vote at the meeting by completing and returning the accompanying proxy form.

You are encouraged to appoint the Chair of the meeting as your proxy and to give your instructions on how you wish the Chair to vote on the proposed resolutions. This will ensure that your votes will be counted if you (or any other proxy who you might otherwise appoint) are not able, or do not wish, to attend the AGM in person. If you appoint the Chair of the meeting as your proxy and indicate on the proxy form how you wish to vote on each resolution, the Chair will vote in accordance with your instructions. If the Chair is given discretion as to how to vote on any resolutions, he currently intends to vote in favour of each of the resolutions.

Whether or not you intend to be present at the meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon as soon as possible and in any event so that it is received by the Company's Registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, B62 8HD not later than 09:30 am on 30 January 2026. Alternatively, you may register the appointment of your proxy electronically. CREST members may appoint proxies by using the CREST electronic proxy appointment service.

Further details on how to submit your proxy votes are set out on pages 6 to 8 of this document in the Notes to the notice of AGM and in the accompanying proxy form.

All proposed resolutions at the AGM will be put to a vote on a poll. This will result in a more accurate reflection of the views of shareholders by ensuring that every vote is recognised. On a poll, each shareholder has one vote for every share held.

### **Questions**

Shareholders are invited to submit any questions that they have on the business of the AGM by email to [company.secretary@csc-holdings.com](mailto:company.secretary@csc-holdings.com)

### **AGM results**

The results of the AGM will be published on the Company's website at [www.csc-holdings.com](http://www.csc-holdings.com) following the meeting.

Please note that you should not use any electronic address provided in this document, or in any related document (including the accompanying form of proxy), to communicate with the Company for any purposes other than those expressly stated.

### **Recommendation**

The Board considers that each of the proposed resolutions set out in the notice of AGM are in the best interests of the Company and are most likely to promote the success of the Company for the benefit of its members as a whole. The Directors unanimously recommend that shareholders vote in favour of the resolutions, as they intend to do in respect of their own beneficial shareholdings.

Yours faithfully

**Nick Salmon**  
Chair

# CHESTERFIELD SPECIAL CYLINDERS HOLDINGS PLC

(Incorporated in England & Wales with registered number 06135104)

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting (**AGM**) of Chesterfield Special Cylinders Holdings plc (**Company**) will be held at the offices of Singer Capital Markets, 1 Bartholomew Lane, London EC2N 1AX on 3 February 2026 at 09:30 am.

You will be asked to consider and vote on the resolutions below. Resolutions 1 to 9 (inclusive) will be proposed as ordinary resolutions and resolution 10 will be proposed as a special resolution.

Explanatory Notes explaining each proposed resolution are set out in the Appendix on pages 9 to 10.

### Ordinary resolutions

- |               |   |
|---------------|---|
| Resolution 1: | To receive and adopt the Company's audited financial statements together with the reports of the directors of the Company ( <b>Directors</b> ) and its auditors for the period ended 27 September 2025.                           |
| Resolution 2: | To approve the Directors' remuneration report, as set out in the Company's annual report and financial statements for the period ended 27 September 2025.   |
| Resolution 3: | To re-appoint Nick Salmon as a Director of the Company.   |
| Resolution 4: | To re-appoint Chris Walters as a Director of the Company.   |
| Resolution 5: | To re-appoint Mike Butterworth as a Director of the Company.  |
| Resolution 6: | To re-appoint Tim Cooper as a Director of the Company.  |
| Resolution 7: | To re-appoint Richard Staveley as a Director of the Company.  |
| Resolution 8: | To re-appoint Cooper Parry Group Limited as auditors of the Company to hold office from the conclusion of this AGM until the conclusion of the next general meeting of the Company at which the accounts of the Company are laid. |
| Resolution 9: | To authorise the audit and risk committee of the board of Directors to determine the remuneration of the auditors.  |

## Special resolution

Resolution 10: **THAT** the Company be generally and unconditionally authorised for the purpose of section 701 of the Act to make market purchases (within the meaning of section 693(4) of the Act) of ordinary shares of 5p each in the capital of the Company on such terms and in such manner as the Directors may from time to time determine, provided that:

- (a) the maximum aggregate number of ordinary shares which may be purchased is 5,796,208;
- (b) the minimum price (excluding expenses) which may be paid for each ordinary share is 5p;
- (c) the maximum price (excluding expenses) which may be paid for each ordinary share is the higher of (1) an amount equal to 105% of the average of the middle market quotations of an ordinary share in the Company, as derived from the London Stock Exchange Daily Official List, for the five business days immediately before the day on which the purchase is made and (2) the higher of the price of the last independent trade and the highest current independent bid on the market where the purchase is carried out.

The authority conferred by this resolution shall expire (unless previously renewed, varied or revoked by the Company in general meeting) upon the earlier of the conclusion of the next annual general meeting of the Company and the date which is 15 months from the date of passing of this resolution, except that the Company may, before the expiry of the authority granted by this resolution, enter into a contract to purchase ordinary shares which may be executed wholly or partly after the expiry of such authority.

By order of the Board

Chesterfield Special Cylinders Holdings plc  
Meadowhall Road  
Sheffield  
S9 1BT

8 January 2026

## **NOTES:**

The following notes explain your general rights as a shareholder and your right to attend and vote at the AGM or appoint someone else to vote on your behalf.

### **Entitlement to attend and vote**

1. Only those shareholders registered in the Company's register of members at 09:30 am on 2 February 2026 (or if this meeting is adjourned, 48 hours before the adjourned meeting) shall be entitled to attend, speak and vote at the meeting. Changes to the register of members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.

### **Voting**

2. Voting on all resolutions will be conducted by way of a poll. This is a more transparent method of voting as all shareholders' votes are counted according to the number of shares registered in their names.

### **Appointment of proxies**

3. If you are a shareholder who is entitled to attend and vote at the meeting, you are entitled to appoint one or more proxies to exercise all or any of your rights at the meeting and you should have received a proxy form with this notice of meeting. A proxy does not need to be a shareholder of the Company but must attend the meeting to represent you. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
4. You may appoint more than one proxy, provided each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder.
5. You may use the enclosed proxy form to appoint a proxy and give proxy instructions. If a proxy form is not enclosed please contact the Company's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD. Alternatively, if you wish you may register the appointment of your proxy electronically, by following the instructions in Note 8. CREST members may appoint a proxy or proxies through the CREST electronic proxy appointment service in accordance with paragraphs 9 to 12 of these notes.
6. If you wish to appoint more than one proxy using the enclosed proxy form, you must complete and return a separate proxy form for each proxy. Photocopies of the enclosed proxy form may be used for that purpose or you may obtain copies from the Company's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD. On each separate proxy form you must: (i) insert the proxy's full name and the number of shares in relation to which he/she is authorised to act as your proxy, ensuring that the aggregate number of shares entered on all such proxy forms does not exceed your full voting entitlement; and (ii) tick the box in each proxy form indicating that you are appointing more than one proxy. All proxy forms must be returned together and in accordance with the instructions in the proxy form. Please note that failure to comply with these requirements may invalidate your intended appointments.
7. To be effective, any proxy form or any other instrument appointing a proxy must be completed, signed and sent (together with any power of attorney or other authority under which an appointment is made or a duly certified copy) by post to the Company's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD, to be received not later than 09:30 am on 30 January 2026 or, if the meeting is adjourned, not less than 48 hours before the time appointed for holding any adjourned meeting.
8. Proxies may be submitted electronically at [www.sharegateway.co.uk](http://www.sharegateway.co.uk) by using the Personal Proxy Registration Code as shown on the Form of Proxy. The appointment of a proxy electronically will not be valid if it is (i) received later than 09:30 am on 30 January 2026 or, if the meeting is adjourned, not less than 48 hours before the time appointed for holding any adjourned meeting or (ii) sent to any other electronic address.

### **Appointment of proxies through CREST**

9. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the annual general meeting and any adjournment(s) of it by using the procedures described in the CREST Manual (available via [www.euroclear.com](http://www.euroclear.com)). 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.
10. For a proxy appointment or instructions 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 & International Ltd's (**EUI**) specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or is 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 our agent Neville Registrars Limited (ID 7RA11) by no later than 09:30 am on 30 January 2026, or, in the event of an adjournment of the meeting, 48 hours before the adjourned meeting. 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. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
11. CREST members and, where applicable, their CREST sponsors or voting service provider(s) should note that EUI does not make available special procedures in CREST for any particular message. 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 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.
12. 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 (*SI 2001/3755*).

### **Votes withheld**

13. A "vote withheld" column is included on the proxy form and poll cards. A "vote 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.

### **Appointment of proxy by joint members**

14. In the case of joint holders, where more than one of the joint holders completes a proxy appointment, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

### **Changing proxy instructions**

15. Shareholders may change proxy instructions by submitting a new proxy appointment. Note that the cut-off time for receipt of proxy appointments also applies 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 proxy form and would like to change the instructions using another hard-copy proxy form, please contact Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD. 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.

**Termination of proxy appointment**

16. In order to revoke a proxy instruction you will need to inform the Company's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen, B62 8HD by sending them a signed hard copy notice clearly stating your intention to revoke your proxy appointment. The revocation notice must be received by Neville Registrars no later than 09:30 am on 30 January 2026 or not less than 48 hours before the time appointed for any adjournment of the meeting.

**Corporate representatives**

17. A corporation that is a shareholder can appoint one or more corporate representative who may exercise, on its behalf, all its powers as a shareholder provided that they do not do so in relation to the same shares.

**Documents on display**

18. Copies of the service contracts of the executive directors and non-executive directors' letters of appointment are available for inspection on request at the Company's registered office from the date of this notice until the conclusion of the meeting.

**Publication of results**

19. As soon as practicable following the meeting, the results of the voting will be announced via a regulatory information service and posted on the Company's website.

**Voting rights**

20. At 7 January 2026, being the latest practicable date prior to the publication of this notice, the Company's issued share capital consisted of 38,667,163 ordinary shares of £0.05 each. The Company currently has no shares in treasury. Therefore, the total number of voting rights at 7 January 2026 was 38,667,163.



## **APPENDIX**

### **EXPLANATORY NOTES TO THE BUSINESS OF THE AGM**

Resolutions 1 to 9 are proposed as ordinary resolutions. The proposed ordinary resolutions will be passed if more than 50 per cent of the votes cast are in their favour. Resolution 10 is proposed as a special resolution. The proposed special resolution will be passed if at least 75 per cent of the votes cast are in its favour.

#### **ORDINARY RESOLUTIONS**

##### **Resolution 1: Approval of Annual Report and Financial Statements**

The Directors are under a duty in respect of each financial year to lay the audited financial statements and the reports of the Directors and the auditors before the Company in General Meeting. The Company proposes an ordinary resolution to receive its audited financial statements and reports for the financial period ended 27 September 2025. A copy of the Company's 2025 annual report and financial statements is available from the Company's website at [www.csc-holdings.com](http://www.csc-holdings.com)

##### **Resolution 2: Remuneration report**

Although this is not a requirement, the Directors have decided, as a matter of good governance, to put the Directors' remuneration report for the year ended 27 September 2025 to an advisory vote. The Directors' remuneration report for which approval is sought can be found on pages 32-33 of the 2025 annual report and financial statements. In accordance with the remuneration reporting rules, the vote on Resolution 2 is an advisory vote and therefore does not affect the way in which the remuneration arrangements have been implemented.

##### **Resolutions 3-7: Re-appointment of Directors**

In line with best practice, all of the Directors are seeking re-appointment at the AGM.

Biographies of each of the Directors can be found on the Company's website. The Board consider that each of the Directors continue to be an effective member of the board and demonstrate commitment to their role.

##### **Resolution 8: Re-appointment of auditors**

Shareholders are required to appoint auditors at each general meeting of the Company at which the audited financial statements are presented to shareholders.

On the recommendation of the audit and risk committee, the Directors are proposing to shareholders the re-appointment of Cooper Parry Group Limited as auditors of the Company for the financial year ending 26 September 2026. This resolution therefore proposes the re-appointment of Cooper Parry Group Limited as auditors of the Company until the conclusion of the next AGM.

##### **Resolution 9: Determination of auditors' remuneration**

This resolution authorises the audit and risk committee of the board of Directors to determine the auditors' remuneration.

## **SPECIAL RESOLUTION**

### **Resolution 10: Authority to purchase own shares**

This resolution seeks authority for the Company to make market purchases of its own ordinary shares as permitted by the Act and is proposed as a special resolution. If passed, the resolution gives authority for the Company to purchase up to 5,796,208 ordinary shares (representing approximately 14.99% of the nominal value of the issued ordinary share capital of the Company as at 7 January 2026 being the last practicable date before publication of this notice). The authority specifies the minimum and maximum prices that may be paid for any ordinary shares in accordance with applicable guidance and shall expire (unless previously renewed, varied or revoked by the Company in general meeting) upon the earlier of the conclusion of the next AGM of the Company and the date which is 15 months from the date of passing of this resolution.

Although the Directors do not currently have any intention of exercising the authority granted by this resolution, this resolution provides the flexibility to allow them to do so in the future.