LETTER FROM THE CHAIRMAN OF FORGENT PLC
(Incorporated in Ireland under the Companies Act 2014 registered number 462861)

Directors	**Head and Registered Office**
David Palumbo (Non- executive Chairman)	NSC Campus
James Parsons (CEO)	Loughmahon Technology Park
Brian Cole (Non-executive Director)	Cork
	Ireland

20 April 2026

To the Shareholders of Forgent plc and, for information only, to the holders of warrants, and options over Ordinary Shares.

Dear Shareholder,

Renewal of Share Allotment and Pre-Emption Disapplication Authorities and

Notice of Extraordinary General Meeting

Introduction

The purpose of this document is to provide notice of the Extraordinary General Meeting (**"EGM"**) of the Company to be held at the offices of Philip Lee LLP, Connaught House, One Burlington Road, Dublin 4, D04 C5Y6, Ireland at 12.00 noon. on 14 May 2026 and details regarding the Renewal of Share Allotment and Pre-emption Disapplication Authorities (**"Resolutions"**) and explain why the Board believes this is in the best interests of Forgent plc and its Shareholders. This follows an announcement by the Company on 14 April 2026 setting out details of the Proposed Acquisition of the Peak Hills Project (**"Acquisition"**) and a Proposed Placing to raise £1.3m (**"Placing"**). The Acquisition and Placing are conditional, among other things, on the passing of the Resolutions by Shareholders at the EGM. The formal Notice of EGM accompanies this document and a form of proxy is also enclosed for you to complete, sign and return.

Background

Proposed Peak Hills Option Exercise

Forgent plc is proposing to partially exercise its binding exclusive option over Peak Hills, previously announced on 29 January 2026, and has entered into definitive conditional agreements to acquire a 51% interest in the Project. The exercise of the option is conditional upon the completion of the Placing. The balance of 48% of Peak Hills remains under option to the Company, extended for a further five months. The consideration payable for the 51% will be satisfied in cash and through the issue of new ordinary shares in the Company at the Placing price. The exercise of the option and the issue of the new shares is conditional on approval by shareholders of the Resolutions at the EGM.

Proposed Equity Raise

The Company, conscious of recent turbulence in the Middle East, has conditionally raised £1.3 million (before expenses) through a placing of new ordinary shares (the "Placing Shares") at a price of 0.015 pence per share (the "Placing Price"). Completion of the Placing is conditional on the approval of the Resolutions at the EGM. The net proceeds of the Placing will be used to fund the cash consideration for the acquisition of Peak Hills, support evaluation and due diligence activities of other new assets under negotiation, continue to fund the running costs of the gasification business and provide general working capital during current turbulent markets.

Final Subscription Shares and Creditor Shares

Alongside the Proposed Equity Raise the Company will take the opportunity to allot the Final Subscription Shares to the Secured Lenders conditional on the approval of the Resolutions at the forthcoming EGM. Details relating to these shares was set out in the announcement made by the Company on 16 February 2026. The Company will also issue shares to creditors in settlement of amounts due to them conditional on the approval of the Resolutions at the forthcoming EGM.

Board Recommendations

The Directors consider the Resolutions proposed at the EGM to be in the best interests of the Company and its Shareholders as a whole and are necessary to facilitate the Acquisition, Placing, Issue of Final Subscription Shares, Creditors Shares and provide additional flexibility in turbulent markets. The authorities being sought will expire at the conclusion of the next annual general meeting of the Company. Accordingly, the Directors unanimously recommend that Shareholders vote in favour of each of the Resolutions set out in this EGM Notice, as they intend to do in respect of their beneficial holdings.

Yours sincerely

David Palumbo

Chairman

NOTICE OF EXTRAORDINARY GENERAL MEETING FORGENT PUBLIC LIMITED COMPANY (the Company")

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting (EGM) of the Company will be held at the offices of Philip Lee LLP, Connaught House, One Burlington Road, Dublin 4, D04 C5Y6, Ireland at 12.00 noon on 14 May 2026 to consider and, if thought fit, pass the resolutions below.

Resolution 1 will be proposed as an ordinary resolution and resolution 2 will be proposed as a special resolution.

Authority to allot shares

1 **THAT** the Directors are hereby generally and unconditionally authorised pursuant to Section 1021 of the Companies Act 2014 to exercise all powers of the Company to allot relevant securities (within the meaning of Section 1021 of the Companies Act 2014) up to an aggregate nominal amount equal to €2,000,000. The authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company (unless previously renewed, varied or revoked by the Company in a general meeting) provided that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority hereby conferred has expired.

Disapplication of Pre-emption rights

2 **THAT** the Directors of the Company are hereby empowered pursuant to section 1022 and section 1023(3) of the Companies Act 2014 to allot equity securities (within the meaning of said section 1023) for cash pursuant to the authority conferred by Resolution 2 above as if section 1022 (1) of the said Act did not apply to any such allotment up to an aggregate nominal amount of €2,000,000, provided that this power shall expire on the conclusion of the next annual general meeting of the Company unless and to the extent that such authority is renewed, revoked or extended prior to such date, save that the Company may before such expiry make an offer or arrangement which would or might require securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred by this resolution has not expired.

DATED THIS 20th DAY OF APRIL 2026
BY ORDER OF THE BOARD
GERRY MADDEN
COMPANY SECRETARY

REGISTERED OFFICE: N.S.C. CAMPUS, LOUGHMAHON TECHNOLOGY PARK, CORK, T12 XY2N, IRELAND
REGISTERED IN CORK, IRELAND - NO. 462861

NOTES

ENTITLEMENT TO ATTEND AND VOTE

1. The Company, pursuant to Section 1087G of the Companies Act 2014, specifies that only those persons holding Ordinary Shares in the capital of the Company registered in the register of members of the Company at 7.00 p.m. on 10 May 2026 or if the EGM is adjourned, at 7.00 p.m. on the day that falls four days before the date appointed for the adjourned meeting (for the purpose of these notes only, "Shareholders") shall be entitled to attend, speak, ask questions and in respect of the number of Ordinary Shares registered in their name, vote (by proxy) at the meeting, or if relevant, any adjournment thereof. Changes in the register after that time and date will be disregarded in determining the right of any person to attend and/or vote at the meeting or any adjournment thereof.
2. A member entitled to attend, speak, ask questions and vote at the Extraordinary General Meeting is entitled to appoint a proxy as an alternative to attend, speak, ask questions and vote instead of him/her. A proxy need not be a member of the Company. The deposit of an instrument of proxy will not preclude a member from attending the Extraordinary General Meeting or at any adjournment thereof. Should you wish to appoint more than one proxy, please read carefully the explanatory notes accompanying the Form of Proxy. Holders of CREST Depositary Interests ("CDIs") ("CDI Holders") and/or participants of the Euroclear Bank SA/NV ("Euroclear Bank") system (the "EB System") ("EB Participants") wishing to attend, speak or ask questions at the EGM must arrange to have themselves appointed as their own proxy as explained in notes 3 and 4 respectively below.
3. As a member, you can exercise your right to vote in the following ways:
   (a) by appointing the Chairman or another person as a proxy to vote on your behalf;
   (b) CDI Holders may (i) send electronic voting instructions to Euroclear Bank via Broadridge Financial Solutions Limited ("Broadridge"); or (ii) appoint a proxy via the Broadridge Global Proxy Voting service; or
   (c) EB Participants may (i) send electronic voting instructions to Euroclear Bank; or (ii) send a proxy voting instruction to Euroclear Bank to appoint the Chairman or a third party (other than the Chairman of the meeting) to vote at the meeting.
4. Persons who hold their interests in the ordinary shares of the Company (the "Ordinary Shares") as Belgian law rights through the EB System or as CDIs should consult with their stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines for submitting proxies and voting instructions for the EGM through the respective systems.
5. All resolutions at the EGM will be put to a poll. Pursuant to Section 190(b) of the Companies Act 2014, where a poll is taken at the EGM, a Shareholder, present in person or by proxy, holding more than one share need not cast all his/her votes in the same way.
6. A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of the votes for and against a resolution.
7. In the case of joint holders, 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 registered holder(s) and, for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company.

APPOINMENT OF PROXY

8. For Shareholders whose name appears on the register of members of the Company (being those who hold their shares in book entry form), your proxy may be submitted by post, by completing the enclosed Form of Proxy and returning it to the Company's Registrar, MUFG CM, at P.O. Box 7117, Dublin 2, Ireland (if delivered by post) or at MUFG CM, Suite 149, The Capel Building, Mary's Abbey, Dublin 7, D07 DP79, Ireland (if delivered by hand).
9. Additionally, MUFG CM has launched a shareholder app: Vote+. It's free to download and use and gives Shareholders the ability to access their shareholding record at any time and allows users to submit a proxy appointment quickly and easily online rather than through the post. The app is available to download on both the Apple App Store and Google Play, or by scanning the relevant QR code below.

Apple App Store	GooglePlay

10. Persons who hold their interests in ordinary shares as Belgian law rights through the Euroclear system or as CDIs should see notes 11 to 15 below and consult with their custodian, stockbroker or other intermediary

at the earliest opportunity for further information on the processes and timelines for submitting proxy votes for the EGM through the respective systems.

11. For voting services offered by custodians holding Irish corporate securities directly with Euroclear Bank SA/NV ("Euroclear Bank"), please contact your custodian.

FURTHER INFORMATION FOR EB PARTICIPANTS

12. Participants in the Euroclear system ("EB Participants") can submit proxy appointments (including voting instructions) electronically in the manner described in the document issued by Euroclear Bank entitled "Euroclear Bank as issuer CSD for Irish corporate securities – Service description." (as amended or replaced from time to time) and available on the Euroclear Bank website (www.euroclear.com) (the "**Euroclear Bank Service Description**").
13. EB Participants can send electronic voting instructions to instruct the sole registered shareholder of all Ordinary Shares held through the Euroclear system, Euroclear Nominees Limited ("Euroclear Nominees") on how to vote.
14. In following instructions from EB Participants, Euroclear Nominees will either vote itself or appoint the Chair as proxy, in respect of all or specific resolution(s) to:

    (a) vote in favour;
    (b) vote against;
    (c) abstain; or
    (d) give a discretionary vote to the Chair.

15. Euroclear Bank will, wherever practical, aim to have a voting instruction deadline of one (1) hour prior to the Company's proxy appointment deadline (being 48 hours before the relevant meeting).
16. Voting instructions cannot be changed or cancelled after Euroclear Bank's voting deadline. There is no facility to offer a letter of representation/appoint a corporate representative other than through the submission of third party proxy appointment instructions.

FURTHER INFORMATION FOR HOLDERS OF CDIs

17. Euroclear UK & International Limited ("EUI"), the operator of the CREST system has arranged for voting instructions relating to the CDIs held in CREST to be received via a third party service provider, Broadridge Financial Solutions Limited ("Broadridge"). CDI holders can complete and submit electronic voting instructions or proxy appointment instructions electronically through Broadridge.
18. If you hold CDIs and wish to submit electronic voting instructions or proxy appointment instructions you must use the Broadridge Global Proxy Voting service. To avail of the voting service, you will need to complete the Meetings and Voting Client Set-up Form (CRT408) prescribed by Broadridge. Completed application forms should be returned to EUI (signed by an authorised signatory with another relevant authorised signatory copied for verification purposes) to the following email address: eui.srd2@euroclear.com. Fully completed application forms will be shared by EUI with Broadridge. This will enable Broadridge to contact you and share further detailed information on the service offering and initiate the process for granting your access to the Broadridge platform.
19. Broadridge will set a voting deadline by which time electronic voting instructions or proxy appointment instructions must be received by it for use at the EGM. Broadridge's voting deadline will be earlier than Euroclear Bank's voting instruction deadline. Voting instructions cannot be changed or cancelled after Broadridge's voting deadline.

DEADLINES FOR RECEIPT BY THE COMPANY OF PROXY VOTING INSTRUCTIONS

19. To be effective, all proxy voting instructions (whether submitted directly or through the EB System or CREST) together with any power of attorney or other authority under which it is executed, or a notarial certified copy thereof, must be received by the Company's Registrars, MUFG CM, at P.O. Box 7117, Dublin 2, Ireland (if delivered by post) or to MUFG CM, Suite 149, The Capel Building, Mary's Abbey, Dublin 7, D07 DP79, Ireland (if delivered by hand during normal business hours) not less than 48 hours before the time appointed for the holding of the meeting (i.e. by 12.00 noon on 12 May 2026) or any adjournment thereof. However, persons holding through the EB System or CREST will also need to comply with any additional voting deadlines imposed by the respective service offerings. All relevant persons are recommended to consult with their stockbroker or other intermediary at the earliest opportunity.

EXPLANATORY NOTES TO THE NOTICE OF EXTRAORDINARY GENERAL MEETING

Resolution 1
Approval of the Shareholders is requested by way of an ordinary resolution, to authorise the Directors to issue Ordinary Shares up to an aggregate nominal value equal to €2,000,000. This authority shall expire at the close of business on the date of the next AGM of the Company unless previously renewed, varied or revoked by the Company.

Resolution 2
Approval of Shareholders is required by special resolution to authorise the Directors' authority to disapply the statutory pre-emption provisions relating to the issue of new shares for cash up to the aggregate nominal value of €2,000,000. This authority shall expire at the close of business on the date of the next AGM of the Company unless previously renewed, varied or revoked by the Company.

Recommendations
The Directors consider the resolutions proposed at the EGM to be in the best interests of the Company and its shareholders as a whole. Accordingly, the Directors unanimously recommend that shareholders vote in favour of each of the resolutions set out in this EGM Notice, as they intend to do in respect of their beneficial holdings.

FORGENT PLC
Extraordinary General Meeting
Form of Proxy

Note: Please indicate with an '**X**' in the boxes below how you wish your votes to be cast in respect of each of the resolutions detailed in the notice convening the Meeting. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

for use by members of Forgent plc at the Extraordinary General Meeting to be held at the offices of Philip Lee LLP, Connaught House, One Burlington Road, Dublin 4, D04 C5Y6, Ireland at 12.00 noon on 14 May 2026.

I/we (Block Letters)

……………………………………………………………

of …………………………………………………………

being a member/members of the above-named Company hereby irrevocably appoint the Chairman of the Extraordinary General Meeting, with full power of substitution

or § ……………………………………………..............

of …………………………………………………………

as my/our proxy to vote for me/us on my/our behalf at the Extraordinary General Meeting of the Company convened for 14 May 2026 at 12:00 noon or at any adjournment thereof for the purposes of considering and, if thought fit, passing the Resolutions referred to in the Notice convening the Extraordinary General Meeting and in respect of other resolutions that may arise at the Meeting. I/We direct that my/our vote(s) be cast on the Resolutions as indicated by an **X** in the appropriate box.

Resolutions to be voted on are set out in detail in the Notice of Extraordinary General Meeting.

	Resolution	For	Against	Withheld
1.	**THAT** the Directors are hereby generally and unconditionally authorised pursuant to Section 1021 of the Companies Act 2014 to exercise all powers of the Company to allot relevant securities (within the meaning of Section 1021 of the Companies Act 2014) up to an aggregate nominal amount equal to €2,000,000. The authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company (unless previously renewed, varied or revoked by the Company in a general meeting) provided that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority hereby conferred has expired.	☐	☐	☐
2.	**THAT** the Directors of the Company are hereby empowered pursuant to section 1022 and section 1023(3) of the Companies Act 2014 to allot equity securities (within the meaning of said section 1023) for cash pursuant to the authority conferred by Resolution 2 above as if section 1022 (1) of the said Act did not apply to any such allotment up to an aggregate nominal amount of €2,000,000, provided that this power shall expire on the conclusion of the next annual general meeting of the Company unless and to the extent that such authority is renewed, revoked or extended prior to such date, save that the Company may before such expiry make an offer or arrangement which would or might require securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred by this resolution has not expired.	☐	☐	☐

8810 04/26

Signature____ Date____

§ If it is desired to appoint another person as a proxy these words should be deleted and the name and address of the proxy, who need not be a member of the Company, inserted.

* Unless otherwise directed, and in respect of any other resolution properly moved at the meeting, the proxy will vote, or may abstain from voting, as he/she thinks fit.

NOTES

(1) Only holders of Ordinary Shares are entitled to attend and vote at the Extraordinary General Meeting of the Company.

(2) A holder of Ordinary Shares may appoint a proxy or proxies to attend, speak and vote on their behalf at the Extraordinary General Meeting. A proxy so appointed need not be a member of the Company. The deposit of an instrument of proxy will not preclude a member from attending the Extraordinary General Meeting or at any adjournment thereof.

(3) To be effective, the Form of Proxy duly signed, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of authority, must be deposited at the offices of the Company's registrars, MUFG Corporate Markets (Ireland) Limited, P.O. Box 7117, Dublin 2, Ireland (if delivered by post) or to MUFG Corporate Markets (Ireland) Limited, Suite 149, The Capel Building, Mary's Abbey, Dublin 7, D07 DP79, Ireland (if delivered by hand during normal business hours) not later than 48 hours before the commencement of the Extraordinary General Meeting (i.e. 12 May 2026).

(4) If the Form of Proxy is given by a body corporate it must be given under its common seal or under the hand of an attorney or officer duly authorised.

(5) In the case of joint holders, 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 registered holders and, for this purpose, seniority shall be determined by the order in which the names stand in the Register of Members in respect of the joint holding.

(6) The appointment of a proxy does not preclude a shareholder from attending and voting at the Extraordinary General Meeting of the Company or at any adjournment thereof.

(7) Any alteration to the Form of Proxy should be initialled by the person who signs it.

(8) Please indicate how you wish to vote by marking the appropriate box next to the listed resolution on the proxy form. You may direct your proxy to vote For, Against or to Withhold your vote. The Withheld option is provided to enable you to instruct your proxy not to vote on any particular resolution, however, a vote withheld in this way is not a 'vote' in law and will not be counted in the calculation of the proportion of votes 'For and Against' each resolution. If no specific directions as to voting are given by you marking a box on the proxy form, the proxy will vote or abstain from voting at his/her discretion.

(9) Only those Shareholders registered in the register of members of the Company as at 7:00 p.m. (Dublin time) on 10 May 2026 (or if the EGM is adjourned, at 7.00 p.m. on the day that falls four days before the date appointed for the adjourned meeting) shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. Changes to entries in the register after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.

(10) Persons who hold interests in the Company through the Euroclear Bank system or as CREST depository interests (CDIs) through the CREST system, wishing to appoint a proxy or submit voting instructions, should consult with their custodian, stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines of the respective systems.

(11) Members who wish to clarify any requirements in respect to completion of a proxy or their shareholding should do so in writing to MUFG Corporate Markets (Ireland) Limited, P.O. Box 7117, Dublin 2, Ireland (if delivered by post) or to MUFG Corporate Markets (Ireland) Limited, Suite 149, The Capel Building, Mary's Abbey, Dublin 7, D07 DP79, Ireland (if delivered by hand during normal business hours) or by phone on 01 553 0050 (+353 1 553 0050 if calling from outside Ireland). No other methods of communication will be accepted, in particular you may not use any electronic address provided in the Form of Proxy, or elsewhere in the Notice or in any related documents (including the Form of Proxy for use at the Extraordinary General Meeting) for any purposes other than those expressly stated.

(12) Additionally, MUFG Corporate Markets (Ireland) Limited has launched a shareholder app: Vote+. It's free to download and use and gives shareholders the ability to access their shareholding record at any time and allows users to submit a proxy appointment quickly and easily online rather than through the post. The app is available to download on both the Apple App Store and Google Play, or by scanning the relevant QR code below.

Apple App Store

Google Play