



Notice of Annual General Meeting 2026

16 July 2026

SSE plc

Registered in Scotland No. SC117119
Registered Office: Inveralmond House,
200 Dunkeld Road, Perth PH1 3AQ

This document is important and requires your immediate attention.

If you are in any doubt as to the action you should take, you should seek advice from an independent professional advisor.

If you have sold or otherwise transferred all of your shares in SSE plc, please forward this document to the person through whom the sale or transfer was effected for delivery to the purchaser or transferee.

The information contained in this document is accurate as at 27 May 2026. Any changes to the AGM arrangements will be communicated on the Company's website, [sse.com](https://www.sse.com), and announced via the London Stock Exchange Group's Regulatory News Service (RNS).

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Further information

Our website, sse.com, is a key source of information for shareholders, with easy access to:

- ✓ Annual Reports and results
- ✓ Latest news, press releases and investor presentations
- ✓ Dividend information and trading graphs
- ✓ Share price information
- ✓ Details of share dealing services
- ✓ Information on our shareholding tracing and electronic communications programmes

Attending the AGM

The AGM will take place at **12.30pm on 16 July 2026** at the **Perth Concert Hall, Mill Street, Perth PH1 5HZ**, situated close to the River Tay and within walking distance of Perth railway and bus stations. A location map can be found on [page 13](#). Information on how to reach the venue, including details of car parking, Park+Ride facilities and bus and train connections, is available at www.perththeatreandconcerthall.com/your-visit.

Shareholders can also attend the AGM virtually by visiting <https://meetings.lumiconnect.com/100-698-156-942>. The website will open at 12 noon on 16 July 2026. Instructions on how to join via the online platform can be found in Appendix 1 on [pages 12 and 13](#).

Voting

Your vote matters. If you cannot attend the meeting, you can still have your say by appointing a proxy. Shareholders holding their shares in certificated form can use either of the following methods.



Online. Cast your vote by visiting www.eproxyappointment.com or scanning the below QR code. You will need the Control Number and your Shareholder Reference Number (SRN) and PIN, which can be found in the AGM documentation or email that has been sent to you (depending on your communication preference).



Post. Return a completed paper proxy form to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY.

Further information on voting procedures, including how shareholders holding shares in uncertificated form can vote in advance by appointing a proxy through CREST or Proxymity, can be found on [pages 9 and 10](#).



Key dates

- > **Window opens for submission of pre-AGM questions:**
17 June 2026 at 9.00am
- > **Window closes for submission of pre-AGM questions:**
1 July 2026 at 5.00pm
- > **Responses to pre-AGM questions published on the website*:**
9 July 2026 by 5.00pm
- > **Proxy submission deadline:**
14 July 2026 by 12.30pm
- > **AGM:**
16 July 2026 at 12.30pm

* Responses to questions submitted after 1 July 2026 and questions on personal shareholding or account matters will be emailed directly to the relevant shareholder but not published online. Further information on the process for asking questions can be found on [page 10](#).

Dear Shareholder,

I am pleased to invite you to the 2026 Annual General Meeting (AGM) of SSE plc which will be held at 12.30pm on Thursday, 16 July 2026 at the Perth Concert Hall, Mill Street, Perth PH1 5HZ and virtually via a secure online platform.



Welcoming you to the AGM

The AGM is a key event in the SSE calendar, providing us with an opportunity to update you on performance for the financial year and answer your questions on the business of the meeting. I will be joined at the meeting by my fellow Board members, and we look forward to connecting with our shareholders.

For those attending the AGM in person, information on how to reach the venue, including a location map, can be found on [page 13](#).

For shareholders wishing to join the AGM virtually, instructions on how to join via the online platform can be found in Appendix 1 on [page 12](#). Those joining online will be able to watch the meeting, ask questions, and vote in real time.

Business of the meeting

The Notice of Meeting (the Notice) on [pages 2 and 3](#) sets out the resolutions to be proposed at the AGM, followed by explanatory notes on [pages 4 and 5](#). I would like to draw your attention to the following items of business.

Capital management resolutions

Resolution 17 seeks shareholder authority to allot the Company's shares. Resolutions 18 and 19 seek authority for the Directors to disapply pre-emption rights in relation to allotments of shares for cash. We have taken the opportunity to update these standard authorities in line with common market practice and generally accepted best practice, including the Share Capital Management Guidelines issued by the Investment Association in February 2023 and the Statement of Principles updated by the Pre-emption Group in November 2022. The updates provide broader flexibility to issue shares and extend any non-pre-emptive offers to retail shareholders.

Re-election of Directors

In accordance with the UK Corporate Governance Code 2024, all Directors are submitting themselves for re-election at the AGM. Following significant changes in key Executive and non-Executive roles at last year's AGM, the composition of the Board has remained unchanged. This stability has ensured a smooth transition across these key roles and provided continuity during our Chief Executive's first year in post.

The performance of each Director, including their skills, experience, independence and time commitment, was reviewed as part of the annual Board and Committee performance review process, and I can confirm that each was found to continue to make an effective and valuable contribution (see [page 94](#)) of the Annual Report 2026 for further details).

Your Board therefore unanimously recommends the re-election of all Directors.

Voting

Voting at the AGM will be taken on a poll. Shareholders attending either in person or online will be guided through the process at the meeting. If you cannot join us on the day of our AGM, I strongly encourage you to vote before the meeting by appointing a proxy. Instructions for appointing a proxy can be found under Voting on the previous page. Proxy appointments and voting instructions should be made as soon as possible, and by no later than 12.30pm on Tuesday 14 July 2026.

You will find further details on voting procedures on [pages 9 and 10](#). The results of the voting will be announced through the London Stock Exchange Group's Regulatory News Service and published on [sse.com](#) as soon as possible after the AGM.

Asking questions

Any shareholder attending the AGM (or their proxy) can ask questions about the business of the meeting. Instructions will be given on the day, and you can find details on how to ask or submit a question via the online platform in Appendix 1 on [page 12](#).

To help the Board answer as many questions as possible, shareholders may also submit questions relating to the business of the meeting in advance, by emailing them to AGMQuestion@sse.com. Further information, including applicable deadlines for submission of questions, can be found under Key dates on the previous page.

Recommendation

Your Board believes that Resolutions 1 to 21 contained in the Notice are in the best interests of the Company and its shareholders. Accordingly, the Directors unanimously recommend you vote in favour of the resolutions as they intend to do in respect of their own shareholdings.

Yours faithfully

Sir John Manzoni
Chair, SSE plc

27 May 2026

Notice of Annual General Meeting 2026

NOTICE IS HEREBY GIVEN that the THIRTY SEVENTH ANNUAL GENERAL MEETING (the AGM) of SSE plc (the Company) will be held at the Perth Concert Hall, Mill Street, Perth PH1 5HZ and virtually on a secure online platform on Thursday 16 July 2026 at 12.30pm for the purpose of transacting the following business.

To consider and, if thought fit, pass the following resolutions, of which Resolutions 1 to 17 will be proposed as Ordinary Resolutions and Resolutions 18 to 21 will be proposed as Special Resolutions.

Ordinary Resolutions

Report and Accounts

Resolution 1: to receive the Company's financial statements and the reports of the Directors and of the Auditors for the year ended 31 March 2026.

Remuneration Report

Resolution 2: to approve the Directors' Remuneration Report 2026, the full text of which is set out on [pages 116 to 133](#) of SSE's Annual Report 2026.

Dividend

Resolution 3: to declare a final dividend for the year ended 31 March 2026 of 47.3 pence per Ordinary Share payable on 17 September 2026.

Re-election of Directors

Resolution 4: to re-elect Lady Elish Angiolini.

Resolution 5: to re-elect John Bason.

Resolution 6: to re-elect Tony Cocker.

Resolution 7: to re-elect Dame Debbie Crosbie.

Resolution 8: to re-elect Sir John Manzoni.

Resolution 9: to re-elect Hixonia Nyasulu.

Resolution 10: to re-elect Barry O'Regan.

Resolution 11: to re-elect Martin Pibworth.

Resolution 12: to re-elect Melanie Smith.

Resolution 13: to re-elect Dame Angela Strank.

Resolution 14: to re-elect Maarten Wetselaar.

Auditor

Resolution 15: that Ernst & Young LLP be re-appointed as the Auditor of the Company, to hold office until the conclusion of the next general meeting at which financial statements are laid before the Company.

Resolution 16: to authorise the Audit Committee of the Board to determine the Auditor's remuneration.

Authority to allot shares

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

- (a) allot shares in the Company, and to grant rights to subscribe for, or to convert any security into, shares in the Company:
 - (i) up to an aggregate nominal amount equal to £202,031,961; and
 - (ii) comprising equity securities (as defined in the Act) up to an aggregate nominal amount of £404,063,922 (including within such limit the nominal value of any shares allotted in respect of which rights are granted under paragraph (a)(i)) in connection with an offer:

- A. to holders of Ordinary Shares in proportion (as nearly as may be practicable) to their existing holdings; and
- B. to people who are holders of other equity securities if this is required by the rights of those securities or, if the Directors consider it necessary, as permitted by the rights of those securities,

and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter,

for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) at the end of the next AGM of the Company after the date on which this resolution is passed (or, if earlier, at the close of business on 30 September 2027); and

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

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

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

Special Resolutions

Authority to disapply pre-emption rights

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

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

- (b) shall be limited in the case of the authority granted under Resolution 17(a)(i) and/or in the case of any sale of Treasury Shares, to the allotment of equity securities or sale of Treasury Shares:
- (i) otherwise than under paragraph (a) or (b)(ii) up to an aggregate nominal amount of £60,609,588 (representing 121,219,176 Ordinary Shares); and
 - (ii) when any allotment of equity securities is or has been made, up to an aggregate nominal amount equal to 20% of the nominal amount of the paragraph (b)(i) allotment, provided that any allotment pursuant to this paragraph (b)(ii) is for the purposes of a follow-on offer determined by the Directors to be of a kind contemplated by paragraph 3 of section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of the notice of the meeting; and
- (c) applies in relation to a sale of shares which is an allotment of equity securities by virtue of section 560(3) of the Act as if in the first paragraph of this resolution the words 'subject to the passing of Resolution 17' in the notice of the meeting were omitted.

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

Additional authority to disapply pre-emption rights for purposes of acquisitions or specified capital investments

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

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

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

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

Authority to purchase own shares

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

- (a) the maximum number of Ordinary Shares authorised to be purchased is 121,219,176;
- (b) the minimum price that may be paid for such shares is 50 pence per share, exclusive of expenses; and
- (c) the maximum price, exclusive of expenses, that may be paid for each such Ordinary Share is the higher of: (i) an amount equal to 105% of the average of the middle market quotations for an Ordinary Share in the Company as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which the share is contracted to be purchased; and (ii) an amount equal to the higher of the price of the last independent trade of an Ordinary Share and the highest current independent bid for an Ordinary Share as derived from the London Stock Exchange Trading System, in each case at the time the purchase is agreed.

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

Notice of general meetings

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

By order of the Board



Liz Tanner
Group General Counsel and Company Secretary

27 May 2026

Explanatory notes to the proposed resolutions

Ordinary and Special Resolutions

Resolutions 1 to 17 will be proposed as Ordinary Resolutions, which require a simple majority of votes in favour. Resolutions 18 to 21 will be proposed as Special Resolutions, which require a 75% majority of votes in favour.

Resolution 1: Receipt of the Annual Report and Accounts 2026

The Directors are required to present the Annual Report and financial statements for the year ended 31 March 2026 to the meeting. The Annual Report and financial statements 2026 are available on sse.com.

Resolution 2: Approval of the Directors' Remuneration Report 2026

The Remuneration Report in the Company's Annual Report and Accounts for the year ended 31 March 2026 comprises: (a) the statement by the Remuneration Committee Chair; and (b) the Annual Report on Remuneration, which sets out the remuneration paid to the Company's Directors during the year ended 31 March 2026.

The Resolution is advisory and does not affect the remuneration already paid to any Director.

Resolution 3: Declaration of final dividend for 2026

The final dividend, if approved, will be paid on 17 September 2026 to persons who were registered as shareholders at the close of business on 24 July 2026. The final dividend will be paid in cash unless a shareholder has validly elected to receive it in the form of new Ordinary Shares by participating in the Company's Scrip Dividend Scheme, full details of which are available on the Company's website sse.com.

Resolutions 4 to 14: Re-election of Directors

In accordance with the UK Corporate Governance Code 2024, all eligible Directors are retiring and offering themselves for re-election. Separate resolutions are proposed for each Director. Further detail on the specific reasons why each Director's contribution is, and continues to be, important to the Company's long-term sustainable success can be found on [pages 6 to 8](#) under Key skills relevant to the SSE Board.

The Board, its Committees, the Chair and the individual Directors participate in an annual performance review. The 2025/26 Board and Board Committee reviews were facilitated by Consello UK Limited. These reviews confirmed the continuing independent and objective judgement of the Chair and all the non-Executive Directors, and their continued effective performance, commitment to their respective roles and ability to devote sufficient time to meet their SSE responsibilities. Further details of the performance review process and considerations surrounding external appointments, time commitment and independence are set out on [page 94](#) and [page 100](#) of the [Annual Report 2026](#).

The Executive Directors' service contracts and non-Executive Directors' letters of appointment are available for inspection as specified in [note 15](#) on [page 11](#).

Resolution 15: Re-appointment of Auditor

On the Audit Committee's recommendation to the Board, this resolution proposes the re-appointment of Ernst & Young LLP as Auditor of the Company until the conclusion of the next general meeting of the Company at which accounts are laid. Ernst & Young LLP have indicated their willingness to stand for re-appointment as Auditor and, if this resolution is approved, will be appointed in respect of the financial year ending 31 March 2027.

Resolution 16: Authority for the Audit Committee to agree the Auditor's remuneration

This Resolution authorises the Audit Committee, in accordance with standard practice, to agree the remuneration of the Auditor.

Resolution 17: Authority to allot shares

Under section 551 of the Companies Act 2006, the Directors may only allot shares or grant rights to subscribe for, or convert any security into, shares (unless pursuant to an employee share scheme) if authorised to do so by shareholders. The section 551 authority conferred on the Directors at last year's AGM expires on the date of the AGM. Resolution 17 seeks approval for a new section 551 authority starting from the date of this AGM. The resolution will be proposed as an Ordinary Resolution.

If Resolution 17 is passed, sub-paragraph (a)(i) would give the Directors authority to allot shares in the capital of the Company up to a maximum nominal amount of £202,031,961, representing approximately one third of the Company's issued share capital (excluding Treasury Shares) as at 27 May 2026, being the latest practical date before the publication of this Notice.

Sub-paragraph (a)(ii) would give the Directors authority to allot shares or grant rights to subscribe for or convert any securities into Ordinary Shares in connection with a fully pre-emptive offer in favour of ordinary shareholders up to an aggregate nominal amount of £404,063,922 (including any shares issued under the authority in sub-paragraph (a)(i)) (with exclusions to deal with fractional entitlements to shares and overseas shareholders to whom the offer cannot be made due to legal and practical problems), representing approximately two thirds of the Company's issued share capital (excluding Treasury Shares) as at 27 May 2026, being the latest practicable date before the publication of this Notice.

Resolution 17 seeks an increase from the authority to allot granted by shareholders in 2025, which was set at approximately one third of the issued share capital. The increased authority is proposed to align with general market trends and is in accordance with accepted best practice, including the Share Capital Management Guidelines issued by the Investment Association in February 2023.

The Directors currently have no intention of issuing any shares, or of granting rights to subscribe for, or to convert any security into shares, except in relation to, or in connection with, the operation of the Company's Scrip Dividend Scheme and the exercise of options under the Company's share plans. However, the Directors may consider issuing shares if they believe it would be appropriate to do so, in respect of business opportunities that may arise consistent with the Company's strategic objectives. If the Board does exercise this authority, it will follow best practice as regards its use (as recommended by the Investment Association).

As at 27 May 2026 (being the latest practical date prior to the publication of this Notice of AGM) the issued share capital of the Company consisted of 1,215,474,042 Ordinary Shares, with a nominal value of 50 pence each and carrying one vote each. This figure includes 3,282,272 Ordinary Shares, which are held in treasury representing approximately 0.27% of the issued share capital (excluding Treasury Shares). The voting rights on Treasury Shares are automatically suspended. Therefore, the total number of voting rights in the Company was 1,212,191,770 as at 27 May 2026.

If approved, the authority under Resolution 17 will expire at the next AGM or, if earlier, the close of business on 30 September 2027.

Resolutions 18 and 19: Disapplication of pre-emption rights

At last year's AGM, special resolutions were passed empowering the Directors to allot Ordinary Shares for cash without first being required to offer such Ordinary Shares to existing shareholders up to an aggregate nominal amount representing approximately 20% of the Company's issued share capital. It is proposed that these standard authorities be renewed and updated in line with the latest institutional shareholder guidelines, including the Statement of Principles published by the Pre-Emption Group in November 2022 (the 2022 Statement of Principles).

The updates provide broader flexibility for existing and retail shareholders to participate in any non-pre-emptive offer of Ordinary Shares by allowing for follow-on offers (of a kind contemplated by the 2022 Statement of Principles) up to an additional aggregate nominal amount representing approximately 4% of the Company's issued share capital.

Resolutions 18 and 19 will be proposed as Special Resolutions.

Resolution 18 contains a three-part waiver. The first part is limited to the allotment of shares for cash on a pre-emptive basis to allow the Directors to make appropriate exclusions and other arrangements to resolve legal or practical problems which, for example, might arise in relation to overseas shareholders. The second part is limited to the allotment of shares for cash up to an aggregate nominal value of £60,609,588 (which includes the sale on a non-pre-emptive basis of any shares held in treasury), which represents approximately 10% of the Company's issued share capital as at 27 May 2026 (the latest practicable date before the publication of this Notice). The third part applies to the allotment of shares for cash for the purposes of a follow-on offer when an allotment of shares has been made under the second waiver. It is limited to the allotment of shares having an aggregate nominal value of up to 20% of the nominal value of any shares allotted under the second waiver.

The waiver sought by Resolution 19 is in addition to the waiver granted by Resolution 18 and itself has two parts. The first part is limited to the allotment of shares for cash up to an aggregate nominal value of £60,609,588 (which includes the sale on a non-pre-emptive basis of any shares held in treasury), which represents a further 10% (approximately) of the Company's issued share capital as at 27 May 2026 (the latest practicable date before the publication of this Notice). The first part of the waiver may only be used for an allotment of shares for cash for the purposes of financing (or refinancing, if the waiver is used within 12 months of the original transaction) a transaction which the directors determine to be an acquisition or specified capital investment of a kind contemplated by the 2022 Statement of Principles. The second part of the waiver applies to the allotment of shares for cash for the purposes of a follow-on offer when an allotment of shares has been made under the first part of the waiver. It is limited to the allotment of shares having an aggregate nominal value of up to 20% of the nominal value of any shares allotted under the first waiver.

The follow-on offers under Resolutions 18 and 19 must be determined by the Directors to be of a kind contemplated by the 2022 Statement of Principles. The Directors confirm that they will follow the shareholder protections in section 2B and the expected features of a follow-on offer in paragraph 3 of section 2B of the 2022 Statement of Principles.

The Directors consider the authorities in Resolutions 18 and 19 to be appropriate as there may be occasions when the Directors will need the flexibility to finance business opportunities by the issue of Ordinary Shares without a pre-emptive offer to existing shareholders.

If approved, the authorities under Resolutions 18 and 19 will expire at the next AGM or, if earlier, the close of business on 30 September 2027.

Resolution 20: Purchase of own shares

In some circumstances, the Company may find it advantageous to have the authority to purchase its own shares in the market. The Directors believe that it is an important part of the financial management of the Company to have the flexibility to repurchase issued shares to manage its capital base. This Special Resolution renews the authority that was given at last year's AGM and will, if approved, authorise the Company to purchase its own Ordinary Shares in the market until the end of the next AGM or, if earlier, the close of business on 30 September 2027. This resolution complies with investor guidelines, which limit annual share purchases to 10% of the issued share capital (excluding Treasury Shares).

The Company will only seek to purchase shares where the Directors believe it would be in the best interests of shareholders generally, for example, to manage share dilution created by take-up of the scrip dividend option that is above the level required to maintain appropriate balance sheet strength. The authority will only be used after careful consideration, taking into account prevailing market conditions, other investment and financing opportunities, appropriate gearing levels and the overall financial position of the Company. Any shares purchased in this way will either be cancelled (and the number of shares in issue reduced accordingly) or held in treasury.

Shares held in treasury may subsequently be sold for cash (within the limit of the shareholder pre-emption disapplication contained in Resolutions 18 and 19), cancelled, or used for the purposes of employee share schemes, either immediately, or at some point in the future. Treasury Shares transferred for the purposes of the Company's employee share schemes will count towards the limits in those schemes on the number of New Shares that may be issued.

The Resolution specifies the maximum number of shares that may be acquired, being almost 10% of the Company's issued share capital as at 27 May 2026, and minimum and maximum prices at which they may be bought. As at 27 May 2026, options were outstanding over 5.8 million Ordinary Shares, representing approximately 0.48% of the issued share capital (excluding Treasury Shares). If the proposed market purchase authority were used in full, shares over which these options were outstanding would represent approximately 0.53% of the adjusted share capital (excluding Treasury Shares) on that date.

Resolution 21: Notice period for general meetings

Resolution 21 will be proposed as a Special Resolution and would allow the Company to hold general meetings (other than Annual General Meetings) on 14 clear days' notice. Annual General Meetings must always be called with at least 21 clear days' notice, but other general meetings of the Company may be called on less notice if shareholders agree to a shorter period. At the 2025 AGM, a resolution was passed that allowed the Company to hold general meetings (other than Annual General Meetings) on 14 days' notice and the Board wishes to retain this flexibility. If approved the authority will be effective until the next AGM, when it is intended that the approval will be renewed.

This shorter notice period would not be used as a matter of routine. Instead, the Board will consider on a case-by-case basis whether the flexibility offered by the shorter notice period would be in the best interests of shareholders generally, taking into account the circumstances and business of the meeting.

Board of Directors



Sir John Manzoni

Chair

Committee membership



Date of appointment

- Chair since April 2021; non-Executive Director since September 2020

Current external appointments

- Chair, Diageo plc
- Non-Executive Director, KBR Inc.

Prior experience

- Over 24 years at BP including Chief Executive, Refining & Marketing and Chief Executive, Gas & Power
- President and CEO, Talisman Energy Inc.
- Chief Executive of the UK Civil Service and Permanent Secretary of the Cabinet Office

Key skills relevant to SSE

- A dynamic and engaging leader with diverse perspectives from multiple sectors, organisational settings and geographies.
- An extensive business career spanning global commodity markets and large energy infrastructure, providing insight into complex operating environments and project delivery.
- Knowledge of energy regulation, politics and public policy informed by energy sector and senior UK Government roles.
- Experience of stakeholder management with a collaborative and transparent approach to engagement.
- An advocate for succession and leadership development, emphasising people capability, diversity, culture, and long-term organisational success.



Martin Pibworth

Chief Executive

Committee membership

Date of appointment

- Chief Executive since July 2025; Executive Director since September 2017

Current external appointments

- Chair, CBI Scottish Council

Prior experience

- Chief Commercial Officer at SSE, appointed in November 2020
- Group Energy and Commercial Director at SSE, appointed in 2017
- Group Executive Committee member at SSE, appointed in 2014
- Managing Director, Energy Portfolio Management at SSE, appointed in 2012
- Senior commercial leadership roles within SSE since joining in 1998

Key skills relevant to SSE

- Proven focus on strategic execution and commercial growth through value enhancing opportunities across SSE's businesses.
- Expert knowledge of complex energy markets and SSE's asset base, enabling governance and risk management.
- Successfully led end-to-end delivery of large infrastructure projects, including through joint ventures.
- Experience of leading constructive stakeholder engagement to understand key priorities, including the role of sustainability initiatives to create long-term value.
- Leadership skills to manage change and drive company culture to support delivery of SSE's purpose and strategy.
- Leads SSE's Group Executive Committee, SSE's Business Units and the Group functions of: Corporate Affairs, Regulation and Strategy; Sustainability; HR; and Procurement.



Barry O'Regan

Chief Financial Officer

Committee membership



Date of appointment

- Chief Financial Officer since December 2023

Current external appointments

- None

Prior experience

- Finance Director, SSE Renewables, appointed in April 2019
- Director of Treasury and Corporate Finance at SSE, appointed in January 2013

Key skills relevant to SSE

- Skilled in developing and implementing financial strategy including the approach to funding and assessing the optimal capital structure for SSE, which enabled him to oversee SSE's equity placing in November 2025.
- Long-standing energy sector knowledge, enabling a disciplined approach to capital allocation and project investment.
- Active understanding of shareholder views, capital markets, and the approach to investor relations.
- Experience of internal controls, risk management and the role of assurance and audit in supporting SSE's regulatory requirements.
- Expertise in treasury operations, liquidity management and debt issuance.
- Leads SSE's Finance, and Tax and Treasury teams, and the Group functions of: Risk and Audit; IT and Cyber Security; General Counsel and Company Secretarial; and Investor Relations.



Hixonia Nyasulu

Senior Independent Director

Committee membership



Date of appointment

- Senior Independent Director since July 2025; non-Executive Director since January 2025

Current external appointments

- Vice Chair and Non-Executive Director, Olam Agri Holdings

Prior experience

- Non-Executive Director, Anglo American plc
- Chair, Sasol Ltd
- Senior Independent Director, Vivo Energy plc
- Senior leadership roles at Unilever South Africa

Key skills relevant to SSE

- A strong sense of corporate governance and leadership, drawn from board-level experience across multiple continents within the energy, chemicals, industrial and consumer sectors.
- Experience of risk management, including the importance of environmental, social and governance (ESG) considerations to drive sustainable growth and ethical business practices.
- Insight into the role of stakeholder perspectives within the work of the Board.
- Supports fostering diverse and inclusive leadership teams to enhance organisational culture.

Key for Board Committees



Audit Committee



Remuneration Committee



Energy Markets Risk Committee (EMRC)



Safety, Sustainability, Health and Environment Advisory Committee (SSHEAC)



Nomination Committee



Committee Chair



**Lady Elish Angiolini
LT DBE KC**

Independent Non-Executive
Director for Employee Engagement

Committee membership



Date of appointment

- Non-Executive Director since September 2021

Current external appointments

- Chair, Angiolini Inquiry
- Chair, Board of Trustees, Reprieve

Prior experience

- Lord Advocate of Scotland
- Solicitor General for Scotland

Key skills relevant to SSE

- Possesses a governance background from the public sector, which has involved legal leadership positions and oversight of independent public inquiries, bringing broad legal perspectives to the Board.
- Experience of working with government and within regulatory and socio-political environments.
- Strong ambassadorial skills from international work in judicial, governmental, diplomatic and academic fields, enhancing SSE’s stakeholder relationships.
- An advocate for the employee voice and organisational culture, which strengthens Board awareness of employee sentiment and views.



John Bason

Independent non-Executive
Director

Committee membership



Date of appointment

- Non-Executive Director since June 2022

Current external appointments

- Chair, Bloomsbury Publishing plc
- Chair, Primark Strategic Advisory Board
- Chair, UK Deposit Management Organisation

Prior experience

- Finance Director, Associated British Foods plc

Key skills relevant to SSE

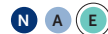
- Recent and relevant financial experience, with a proven track record of developing financial and commercial strategy including M&A, corporate transactions and large capital projects.
- Understanding of operational, financial and regulatory considerations across different jurisdictions, through global business leadership experience.
- Sound judgement surrounding sustainability strategy, with practical knowledge of ESG reporting and investor expectations.
- Experience of listed-Board responsibilities applying strong governance, financial stewardship and risk awareness.



Tony Cocker

Independent non-Executive
Director

Committee membership



Date of appointment

- Non-Executive Director since May 2018

Current external appointments

- Chair, Infinis Energy Management
- Chair, Future Biogas Holdco
- Chair, Energy Systems Catapult

Prior experience

- CEO & Chair, E.ON UK plc
- Senior leadership roles across corporate strategy, global energy trading and operational oversight from over 20 years at E.ON SE and Powergen

Key skills relevant to SSE

- Extensive CEO and management experience across renewables, thermal generation, commodity portfolio management, and energy trading.
- Technical and operational acumen spanning the energy system.
- Understanding of commodity risk management and the approach to trading governance and controls.
- Strong UK and European energy industry experience with expertise in utilities regulation, trends relevant to SSE’s operations, and innovation and industrial strategy.



Dame Debbie Crosbie DBE

Independent non-Executive
Director

Committee membership



Date of appointment

- Non-Executive Director since September 2021

Current external appointments

- Group CEO, Nationwide Building Society
- Fellow, Chartered Institute of Bankers

Prior experience

- CEO, TSB Bank plc
- Chief Operating Officer & Executive Director, Clydesdale Bank
- Member, FCA Practitioner Panel

Key skills relevant to SSE

- Experience of operating within highly regulated environments, with capabilities across risk management, internal controls, digital and cyber security contributing to Board oversight of these areas.
- Understanding of optimising capital allocation and the approach to investment appraisal.
- A leader with awareness of organisational responsibilities to employees and society.
- Skilled in leading transformation, with a focus on improving efficiency, strengthening delivery and enabling effective operations.

**Key for Board
Committees**

Audit Committee

Remuneration Committee

Energy Markets Risk Committee (EMRC)

Safety, Sustainability, Health and Environment
Advisory Committee (SSHEAC)

Nomination Committee

Committee Chair



Melanie Smith CBE

Independent non-Executive Director

Committee membership



Date of appointment

- Non-Executive Director since January 2019

Current external appointments

- CEO, ATG Entertainment
- Deputy Chair, Sadler’s Wells
- Chair, Mocaraka Trust

Prior experience

- CEO, NEC Group
- CEO, Ocado Retail
- Strategy Director, Marks & Spencer plc
- Global Strategy and Marketing Director, Bupa
- Chief Operating Officer, TalkTalk Telecom Group plc

Key skills relevant to SSE

- Strong track record in digital and commercial transformation leadership spanning retail, consumer services, logistics and technology, shaped by experiences in a variety of senior roles.
- Expertise in strategic planning and execution, having overseen significant portfolio investment decisions to help position businesses for sustainable growth.
- Customer insight informed by experience across diverse consumer sectors including energy, retail and insurance.
- A people-centric leadership style, with wide-ranging global experience and a strong appreciation of company culture.



Dame Angela Strank DBE

Independent non-Executive Director

Committee membership



Date of appointment

- Non-Executive Director since May 2020

Current external appointments

- Non-Executive Director, Rolls-Royce plc
- Non-Executive Director and Chair of Sustainable Development Committee, Mondi plc

Prior experience

- 38-year career at BP; member of Executive Management team, Group Chief Scientist and Head of Downstream Technology
- Senior leadership roles across R&D, engineering, digital & renewables at BP

Key skills relevant to SSE

- Chartered Engineer and expert in technology, science and engineering within the broader energy and manufacturing industries.
- Led and collaborated on large-scale and complex projects, internationally and in culturally diverse environments.
- Strong corporate social responsibility experience through involvement in climate science research and sustainability initiatives, spanning safety, the energy transition, inclusion and diversity, ethics and supply chain responsibility.
- Recognised contributor to advisory bodies, helping to shape scientific and technological advancement through fellowships of the Royal Society, the Royal Academy of Engineering, and the UK Energy Institute as well as being a long-standing advocate for women in STEM.



Maarten Wetselaar

Independent non-Executive Director

Committee membership



Date of appointment

- Non-Executive Director since September 2023

Current external appointments

- CEO, Moeve (formerly CEPESA)
- Senior advisor, AtlasInvest

Prior experience

- 29-year international energy career
- Senior leadership roles across 26 years at Shell, including: Director of Integrated Gas, Renewables and Energy solutions; Executive Vice President for Integrated Gas; and Executive Vice President Finance, Upstream International

Key skills relevant to SSE

- Global energy industry expertise, with senior leadership experience across four continents, operating in multi-country environments and markets.
- Strong grounding in renewables, low-carbon fuels, and green hydrogen value chains, and strategic experience in energy transition business models.
- Knowledge of commodity markets, particularly related to liquefied natural gas, having held senior commercial and financial roles across trading and integrated gas.
- Listed company experience including capital markets and investor relations, as well as leadership of major capital investment programmes with long-term strategic goals.

Key for Board Committees

A Audit Committee

R Remuneration Committee

E Energy Markets Risk Committee (EMRC)

S Safety, Sustainability, Health and Environment Advisory Committee (SSHEAC)

N Nomination Committee

○ Committee Chair

Important notes

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

1. Entitlement to attend and vote

Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, and section 360B(2) of the Companies Act 2006, the Company specifies that only shareholders registered in the Register of Members of the Company at 6.00pm on 14 July 2026 or, in the event that the AGM is adjourned, registered in the Register of Members of the Company at the close of business two days before the time of the adjourned meeting(s), shall be entitled to vote at the AGM in respect of the number of Ordinary Shares registered in their name at that time. Except in relation to any adjourned meeting(s), changes to entries on the Register of Members of the Company after 6.00pm on 14 July 2026 shall be disregarded in determining the rights of any person to vote at the AGM.

Participants in SSE employee share schemes will receive separate instructions from the scheme administrators on how to vote in respect of shares held through the schemes.

2. Online participation

Shareholders and their duly appointed representatives and/or proxies are invited to join the AGM online by logging on to <https://meetings.lumiconnect.com/100-698-156-942>. The website will open 30 minutes before the scheduled start of the AGM. A user guide can be found in Appendix 1 on [page 12](#), including instructions on how to join and watch the meeting, ask/submit questions, and vote on the day. A shareholder (or their duly appointed representative and/or proxy) joining the AGM online is responsible for ensuring they have access to and can use the facility. Note 10 on [page 10](#) provides instructions on how to appoint proxies and corporate representatives to join on a shareholder's behalf.

3. Voting at the AGM

Voting on each of the resolutions to be proposed at the AGM will be taken on a poll, to reflect the number of shares held by a shareholder, whether or not the shareholder is able to attend the meeting. As soon as practical after the AGM, the results of the voting will be announced through the London Stock Exchange Group's Regulatory News Service and also published on the Company's website, sse.com.

4. Proxies

A shareholder entitled to routinely attend, speak and vote at the AGM may appoint one or more proxies to attend, speak and vote at the AGM on their behalf, provided that each proxy (if more than one) is appointed to exercise the rights attached to different shares held by the shareholder. A proxy need not be a shareholder of the Company. Unless otherwise indicated on the Form of Proxy, CREST, Proximity or any other electronic voting instruction, the proxy will vote as they think fit or, at their discretion, withhold from voting. Appointing a proxy will not prevent a shareholder from attending in person and voting at the meeting (although voting in person at the meeting will terminate the proxy appointment).

5. Joint holders

In the case of joint shareholders, the vote of the first named in the Register of Members of the Company who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of other joint holders.

6. Appointment of proxy using a paper proxy form

A Form of Proxy, which may be used to appoint a proxy and provide them with voting instructions, accompanies this Notice of AGM for shareholders who have elected to receive a hard copy of the Annual Report. To be valid, the completed Form of Proxy, and the original or duly certified copy of the power of attorney or other authority (if any) under which it is signed or authenticated, should reach SSE's Registrar, Computershare Investor Services PLC (Computershare), The Pavilions, Bridgwater Road, Bristol BS99 6ZY no later than 12.30pm on 14 July 2026 (or, if the meeting is adjourned, 48 hours before the time fixed for holding the adjourned meeting).

Shareholders holding their shares in certificated form can request a paper Form(s) of Proxy by contacting Computershare on +44 (0)345 143 4005*.

7. Electronic proxy appointment

Shareholders holding their shares in certificated form can appoint a proxy electronically by accessing www.eproxyappointment.com. They will be asked to enter the Control Number and their Shareholder Reference Number (SRN) and PIN, printed on the Form of Proxy which accompanies this Notice of AGM for shareholders receiving hard copy documents, or on the letter from the Chair for shareholders who receive postal notification once documentation is available online, or within the email received in relation to the Notice of AGM for shareholders who receive electronic communications.

Shareholders can also obtain the Control Number and their SRN and PIN by contacting Computershare on +44 (0)345 143 4005* and verifying their identity, in line with Computershare procedures. On submission of their vote, shareholders will be issued with a reference number. For an electronic proxy appointment to be valid, it must be received by Computershare no later than 12.30pm on 14 July 2026. Should a shareholder complete their Form of Proxy electronically and then post a hard copy, the form that arrives last will be counted to the exclusion of instructions received earlier, whether electronic or postal. Shareholders are advised to refer to the terms and conditions of the service on the website.

8. Proxy appointment through CREST or Proximity

CREST: CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a 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 or instruction 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 Limited's specifications, and must contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com).

* Lines are open from 9.00am to 5.30pm Monday to Friday (excluding public holidays), calls are charged at the standard geographic rate and will vary by provider. Calls from outside the UK will be charged at the applicable international rate.

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 the issuer's agent (ID 3RA50) by 12.30pm on 14 July 2026. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Application 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.

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 message. Therefore, normal system timings and limitations will 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, to ensure that their 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 system 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 a CREST Proxy Instruction as invalid in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

Proxymity: Institutional investors may be able to appoint a proxy electronically via the Proxymity platform, a process that has been agreed by the Company and approved by the Company's Registrar, Computershare. For further information regarding Proxymity, please go to www.proxymity.io. A proxy must be lodged by 12.30pm on 14 July 2026 (or, if the meeting is adjourned, 48 hours before the time fixed for holding the adjourned meeting) to be considered valid. Before a shareholder can appoint a proxy via this process they will need to have agreed to Proxymity's associated terms and conditions. It is important that shareholders read these carefully as they will be bound by them, and they will govern electronic appointment of their proxy.

9. Corporate representatives

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

10. Online attendance by duly appointed proxies and corporate representatives

If a shareholder wishes to appoint a proxy other than the Chair of the meeting and for them to attend the online meeting on their behalf, they should submit their proxy appointment in the usual way and then email Computershare at corporate-representatives@computershare.co.uk with their name, Shareholder Reference Number (SRN) and their proxy's name in order to obtain an SRN and PIN for their proxy. It is suggested that shareholders do this as soon as possible and, in any case, at least 48 hours (excluding non-business days) before the meeting.

If a shareholder's shares are held within a nominee and they wish to attend the online meeting, they will need to contact their nominee as soon as possible. Their nominee will need to present a corporate letter of representation to Computershare as soon as possible and at least 48 hours (excluding non-business days) before the meeting, in order that they can obtain their unique SRN and PIN to enable them to attend the online meeting. If documentation supporting the appointment of the corporate representative is supplied later than

the deadline for appointment of a proxy (48 hours prior to the meeting), issuance of unique credentials to access the meeting will be issued on a best endeavours basis.

11. Nominated persons

Any person to whom this Notice of AGM is sent who is a person nominated under section 146 of the Companies Act 2006 to enjoy information rights (a Nominated Person) may, under an agreement with the shareholder by whom they were nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the AGM. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, they may, under such an agreement, have a right to give instructions to the shareholders as to the exercise of voting rights. The statement of the rights of shareholders in relation to appointment of proxies in note 4 on [page 9](#) does not apply to Nominated Persons. The rights described therein can only be exercised by shareholders of the Company.

12. Right to ask questions

Any shareholder or appointed proxy/proxies has the right to ask questions. The Board is committed to engaging with shareholders and maintaining an ongoing dialogue. Shareholders can ask a question as follows.

In advance of the AGM

Shareholders can raise questions in connection with the business of the meeting, in advance, by emailing them to AGMQuestion@sse.com. The submission window opens on Wednesday 17 June 2026 at 9.00am and closes on Wednesday 1 July 2026 at 5.00pm. The Company will publish responses to the matters raised on sse.com no later than 5.00pm on Thursday 9 July 2026. Responses to questions submitted after Wednesday 1 July 2026 will be emailed directly to shareholders. Responses to questions relating to personal shareholding or account matters will be emailed to the relevant shareholder but will not be published online.

At the AGM

There are three ways that shareholders can ask questions at the AGM: by attending in person; through the Messaging function via the online platform; and by the Request to Speak facility via the online platform. Appendix 1 on [pages 12 and 13](#) contains further details of how to use the Messaging function and Request to Speak facility. Shareholders attending the AGM in person are asked to register their question(s) at the Question Point before the start of the meeting. Shareholders are asked to keep their questions brief and relevant to the business of the meeting to allow everyone who wishes to speak the chance to do so.

The Board will endeavour to answer all questions in connection with the business of the meeting raised at the AGM. The Company may consolidate questions of a similar nature to avoid duplication.

The Company must answer any such question relating to the business being dealt with at the AGM, but no such answer need be given if: (a) to do so would interfere unduly with the preparation for the AGM or involve the disclosure of confidential information; (b) the answer has already been given on a website in the form of an answer to a question; or (c) it is undesirable in the interests of the Company or the good order of the AGM that the question be answered.

Shareholders are reminded that unacceptable behaviour will not be tolerated at the meeting and will be dealt with appropriately by the Chair.

13. Information available on the Company's website

Copies of the Notice of Annual General Meeting 2026, Annual Report 2026, Sustainability Report 2026, and other information required by section 311A of the Companies Act 2006 can be found at sse.com.

14. Communication with the Company

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

15. Documents available for inspection

Copies of Directors' service contracts and non-Executive Directors' letters of appointment will be available for inspection at the registered office of the Company during normal business hours on any weekday (public holidays excepted) from the date of this Notice of AGM until the date of the AGM, and thereafter, at the place of the AGM from 12 noon until the end of the AGM.

16. Shareholder communication preference

Shareholders can change their communication preference by registering for or logging into the online Investor Centre at www.sse-shares.com or by contacting Computershare on +44 (0)345 143 4005.

All new shareholders are automatically registered to access shareholder documentation through the Investors section of sse.com but are notified by post when new shareholder documentation is available. However, shareholders can elect to receive email communications or printed copies of documentation. Shareholders are strongly encouraged to choose email communications as it benefits them, SSE and the environment:

- **Fast access:** immediate notification by email when new shareholder documentation is available – nothing lost or delayed in the post.
- **Cost-effective:** reduced printing and postage costs saves the Company and its shareholders money.
- **Environmentally friendly:** reducing the environmental impact of printing and delivering paper documents aligns with SSE's commitment to sustainability.

17. Publication of audit concerns on the Company's website

Under section 527 of the Companies Act 2006 (the Act), shareholders meeting the threshold requirements set out in that section have the right to require the Company to publish on a website a statement setting out any matter relating to: (a) the audit of the Company's accounts (including the Auditor's Report and the conduct of the audit) that are to be laid before the AGM; or (b) any circumstances connected with an Auditor of the Company ceasing to hold office since the previous meeting at which the Annual Report and Accounts were laid, in accordance with section 437 of the Act. The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with sections 527 or 528 of the Act. Where the Company is required to place a statement on a website under section 527 of the Act, 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 the AGM includes any statement that the Company has been required under section 527 of the Act to publish on a website.

18. Issued share capital and total voting rights

As at 27 May 2026 (being the last practical date prior to publishing this Notice of AGM) the issued share capital of the Company consisted of 1,215,474,042 Ordinary Shares, with a nominal value of 50 pence each and carrying one vote each. This figure includes 3,282,272 Ordinary Shares, which are held in treasury representing approximately 0.27% of the issued share capital (excluding Treasury Shares). The voting rights on Treasury Shares are automatically suspended. Therefore, the total number of voting rights in the Company was 1,212,191,770 as at 27 May 2026.

19. General Data Protection Regulation (GDPR) statement

The Company may process personal data of participants at the AGM. This may include webcasts, photos, recordings, and audio and video links, as well as other forms of personal data. Please refer to the Company's privacy notice, which can be found at sse.com for details of how the Company will process personal data.

20. Prohibition on recording

During the AGM, shareholders (or their duly appointed proxies) may not use cameras, mobile phones or other audio, video or electronic recording devices, unless expressly authorised by the Chair. This prohibition shall not apply to equipment being used by the Company for the purpose of transmitting the AGM virtually, projecting the AGM onto screens during the meeting or to photographs taken by accredited photographers admitted to the AGM. For good order of the meeting, the Chair may request shareholders (or their duly appointed proxies) to turn off their mobile telephones and other portable devices for the duration of the AGM. If you attend the AGM in person, you may be included in any recording of the meeting or in images which may be published online or in print.

21. Members' Resolutions

Under sections 338 and 338A of the Companies Act 2006, members meeting the threshold requirements in those sections have the right to require the Company: (i) to give to members of the Company entitled to receive notice of the meeting notice of a resolution to be moved at the meeting; and/or (ii) to include in the business to be dealt with at the meeting any matter (other than a proposed resolution) which may be properly included in the business, unless (a) (in the case of a resolution only) it would, if passed, be ineffective, (b) it is defamatory of any person, or (c) it is frivolous or vexatious.

Such a request may be in hard copy form or in electronic form, must identify the resolution of which notice is to be given or the matter to be included in the business, must be authorised by the person or persons making it, must be received by the Company not later than 3 June 2026, being the date six clear weeks before the meeting, and (in the case of a matter to be included in the business only) must be accompanied by a statement setting out the grounds for the request.

Appendix 1 – User guide to join and participate in the AGM online

Joining the AGM

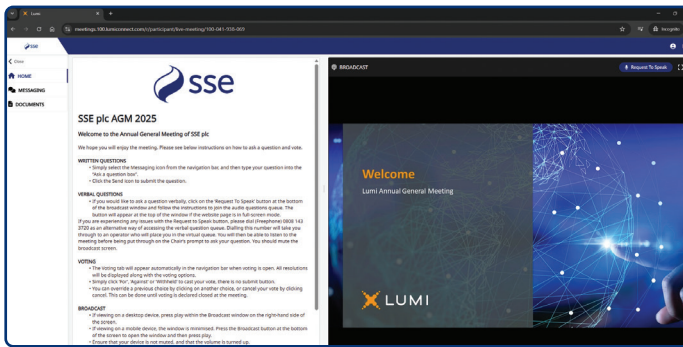
- Visit <https://meetings.lumiconnect.com/100-698-156-942> on your smartphone, tablet or computer. The website will open at 12 noon on 16 July 2026, 30 minutes before the AGM begins.
- Enter your Shareholder Reference Number (SRN) and PIN, which can be found: (i) on the Form of Proxy that accompanies the Notice of AGM for shareholders receiving hard copy documents; or (ii) on the Letter from the Chair for shareholders who receive postal notification once documentation is available online; or (iii) within the email received in relation to the Notice of AGM for shareholders who receive electronic communications.
- You can also obtain your SRN and PIN by contacting Computershare on +44 (0)345 143 4005 and verifying your identity, in line with Computershare procedures. Lines are open from 9.00am to 5.30pm Monday to Friday (excluding public holidays), calls are charged at the standard geographic rate and will vary by provider. Calls from outside the UK will be charged at the applicable international rate.

An active internet connection is required at all times to participate in the meeting. You will need the latest version of Chrome, Safari, Edge or Firefox. Please ensure your browser is compatible.

If you experience any difficulties accessing the online platform, either before or during the AGM, please contact Computershare on +44 (0)345 143 4005.

Navigating the online platform

Home page and broadcast

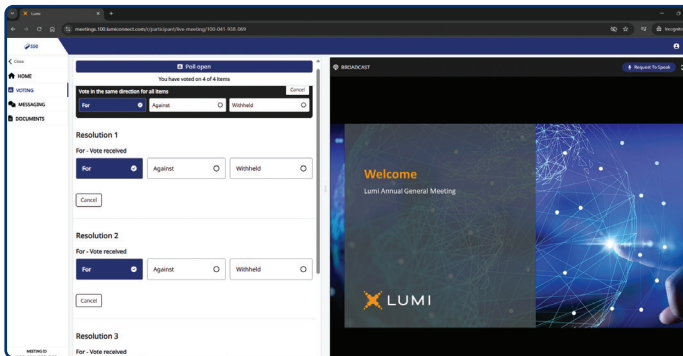


Once you're logged in, the instructions for using the platform will be on the Home page.

The live broadcast of the proceedings will be available on the right-hand side of your device.

Once the meeting has started, tap Play on the broadcast, ensure that your device is unmuted and the volume is turned up.

Voting



Once the Chair has opened voting, the Voting tab will appear in the navigation bar. All resolutions will be displayed along with the voting options.

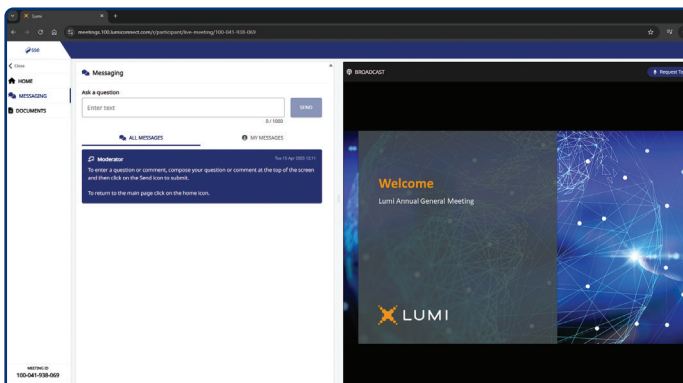
Simply tap For, Against or Withheld to cast your vote. There is no submit button.

You may change your vote as many times as you wish until the Chair declares voting closed. To withdraw your vote and have no selection recorded, tap Cancel.

To cast all your votes in the same way, use the Vote All button at the top of the screen.

You may also split your vote by tapping the Split Vote button.

Questions (written)

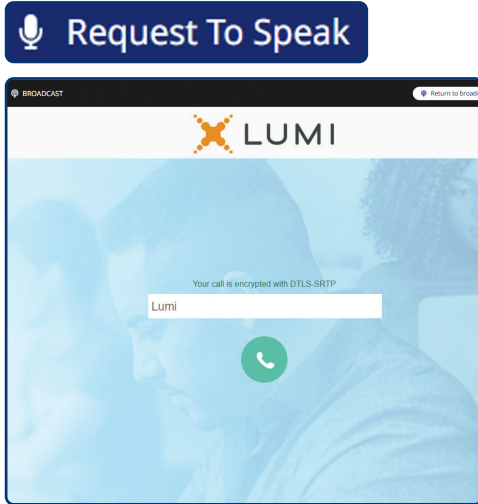


Written questions can be submitted by selecting the Messaging icon from the navigation bar and typing your question into the Ask a Question box. Tap the Send button to submit the question.

Copies of questions you have submitted can be viewed by selecting My Messages.



Questions (verbal)

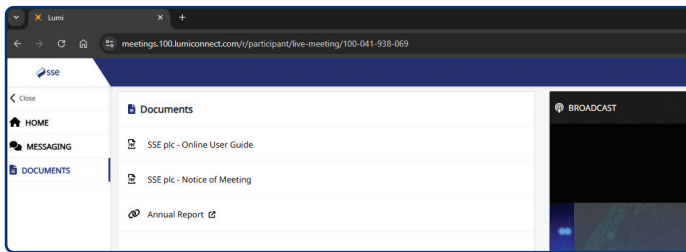


If you'd like to ask your question verbally, tap the Request to Speak button at the top of the broadcast window.

Follow the on-screen instructions to join the queue.



Documents



Meeting documentation can be found within the Documents tab in the navigation bar.

Documents can be read within the platform or downloaded to your device in pdf format.

Icon descriptions



Home tab

Displays meeting instructions.



Voting tab

View and vote on the resolutions. Only visible once the Chair opens voting.



Messaging tab

Submit written questions. To ask a question verbally, tap Request to Speak.



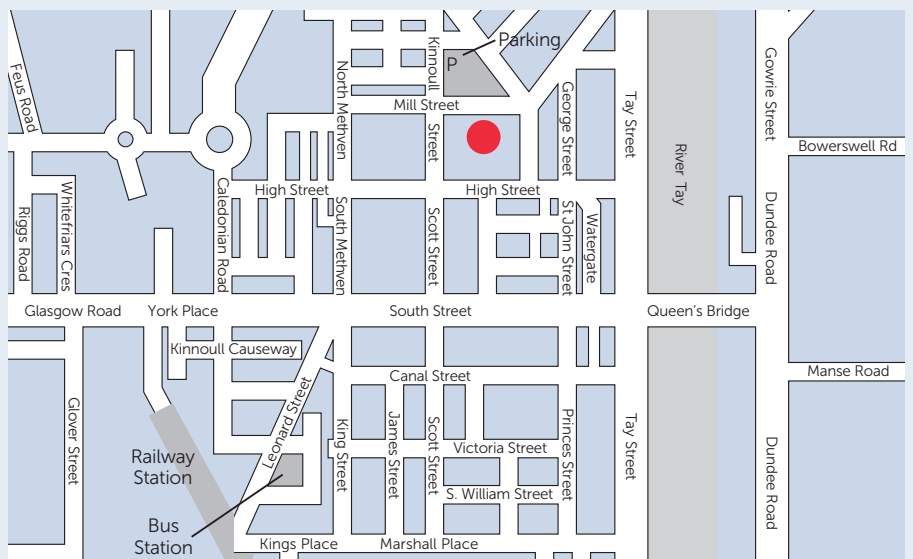
Documents tab

View documents relating to the meeting.

Appendix 2 – AGM Location Map

The AGM will take place at the **Perth Concert Hall, Mill Street, Perth PH1 5HZ**, situated close to the River Tay and within walking distance of Perth railway and bus stations.

Further information on how to reach the venue, including details of car parking, Park+Ride facilities and bus and train connections, is available at www.perththeatreandconcerthall.com/your-visit



Location map key:  Perth Concert Hall

