

LETTER FROM THE CHAIRMAN OF
PRESIDENT ENERGY PLC

(Incorporated in England and Wales with registered number 05104249)

Registered Office

Carrwood Park
Selby Road,
Leeds LS15 4LG

Directors

Peter Michael Levine
Robert James Shepherd
Jorge Dario Bongiovanni
Alexander Charles Moody-Stuart
Martin Urdapilleta

1 November 2021

Dear Shareholder

The distribution of shares in Atome Energy PLC to shareholders of President Energy plc ("President Energy" or the Company") and the proposed admission to trading on AIM of Atome Energy PLC

1. Introduction

Many of you will have read our recent announcements regarding the proposed spin-out of our green hydrogen and ammonia production company, Atome Energy PLC ("**Atome**") by way of a dividend in specie and the proposed admission of Atome's ordinary shares to trading on the AIM market of the London Stock Exchange ("**AIM**").

This document contains further information about the spin-out, which is to be effected by way of a dividend in specie of the majority of President Energy's holding in Atome ("**the Distribution**"), and the admission of Atome to AIM and explains why the Board believes that it is in the best interests of Shareholders that the ordinary resolution ("**the Resolution**") set out in the notice of general meeting set out in the end of this document ("**the Notice**") be approved by the shareholders of President Energy ("**Shareholders**").

The proposals relating to the Distribution reflect the view of the directors of the Company ("**Board**" or "**Directors**") that a green power company is best placed operating independently of President Energy whose principal business is focussed on hydrocarbons.

At the same time by separating Atome from President Energy and seeking to have Atome's shares admitted to trading on AIM, it is anticipated that Atome will be able to command a different investor audience and have the potential to attract a higher valuation as an independent green power company, rather than as a subsidiary of President Energy. This would further permit Atome to be separately funded with the Company not having any ongoing obligation to fund this business whilst retaining a significant minority stake in Atome and Shareholders also benefiting from a direct holding of shares in Atome following the proposed Distribution.

As a result, the Board has decided to spin-off Atome by way of the Distribution which will allow Shareholders to benefit from a direct holding in Atome and at the same time Atome will apply for its ordinary shares to be admitted to trading on AIM ("**Admission**").

It is also proposed that contemporaneous with Admission, Atome will raise a limited amount of monies by way of a share issue to provide sufficient funding to take Atome to the point of final investment decisions ("FID") in relation to its two current announced projects in Iceland and Paraguay. Shareholders should note that President Energy is currently undertaking a re-organisation to ensure that Atome becomes the parent company of the companies that currently carry on the hydrogen and ammonia business and that this re-organisation will be completed prior to the Distribution being made.

2. The Distribution

To effect the Distribution as detailed above, the Company proposes to: (i) pay a dividend in specie of the majority of the ordinary shares of Atome ("**Atome Shares**") which will be held by it to Shareholders who are on the Company's register of members on a specified date which will be notified to Shareholders in due course ("**Record Time**"), such Shareholders being referred to hereafter as "**Qualifying Shareholders**"; and (ii) apply for Admission. Immediately before the Distribution, President Energy will hold such ordinary shares in Atome as represents the said 85 per cent of Atome's issued share capital and it is anticipated that President Energy will distribute such number of Atome Shares as will leave President Energy with a holding of not more than 25 per cent of Atome following Admission.

In order to have sufficient distributable reserves to pay the dividend in specie the Company is currently in the process of cancelling its share premium account so as to create a distributable reserve which will permit the payment of a dividend ("**the Capital Reduction**"). By ordinary resolution of the Company passed on 23 September 2021, the Shareholders resolved to cancel the share premium account of the Company. Such cancellation is subject to approval by the High Court of Justice in England and Wales ("**Court**"), the application for which is expected to be heard by the Court on 16 November 2021. Subject to such court order being made and the requisite statement of capital having been registered at Companies House, the Capital Reduction will become effective and will result in the elimination of the Company's retained losses and the creation of a distributable reserve out of which the Distribution can then be made.

The individual entitlements of Shareholders to receive the Distribution will be calculated by reference to their holdings of Ordinary Shares of President Energy ("**President Shares**") on the Company's register of members at the Record Time.

The Distribution is expected to be completed later this year and is subject to the Capital Reduction becoming effective, the passing of the Resolution, approval of the Board, and Admission.

Any fractional entitlement to an Atome Share arising out of the Distribution will be disregarded.

3. Taxation

Each Shareholder is advised by the Company to take their own professional advice relating to the Distribution and any taxation which may affect them in whatever jurisdiction they are subject. No representations or warranties are made in this regard.

4. Admission, Dealings, Share Certificates and CREST

It is expected that Admission will become effective and that dealings will commence in the ordinary shares of Atome later this year and further details will be announced in due course.

The Record Time for the Distribution will be notified to Shareholders in due course and is expected to be immediately prior to the date of Admission. To be on the register of members of President Energy at the Record Time, transfers of President Shares in uncertificated form must take place by 6:00 pm on the day prior to Admission and transfers in certificated form must be received by the Company's registrar by 6:00 pm on the day prior to Admission. President Shares will start trading "ex-Distribution" from 8:00 am on the day of Admission.

Share certificates in respect of Atome Shares are expected to be posted, at the risk of Shareholders, not later than 14 days after Admission to those Shareholders who, at the Record Time, hold their President Shares in certificated form. Temporary documents of title will not be issued.

Shareholders who, at the Record Time, hold their President Shares in uncertificated form through CREST will receive uncertificated Atome Shares into the same CREST account as soon as practicable after 8:00 am on the date of Admission.

5. General Meeting and action to be taken

The Distribution is conditional on the passing of the Resolution (in addition to the Capital Reduction becoming effective, the Board approving the Distribution and Admission). Accordingly, you will find set out at the end of this document a notice convening a general meeting to be held at the offices of Fieldfisher, Riverbank House, 2 Swan Lane, London, EC4R 3TT, United Kingdom, on 18 November 2021 at 11:00 am. The Resolution is to approve the Dividend in Specie required under the articles of association of the Company.

6. Recommendation

The Board consider for the reasons set out above, that the Resolution is in the best interests of the Shareholders as a whole. Accordingly, the Board unanimously recommend Shareholders to vote in favour of the Resolution at the General Meeting, as the Directors intend to do so in respect of their own beneficial holdings of the Company's ordinary shares, representing approximately 30.01 per cent. of the Company's existing issued ordinary share capital.

Yours faithfully

**PETER LEVINE
CHAIRMAN**

PRESIDENT ENERGY PLC

Incorporated and Registered in England and Wales under the Companies Act 1985 with company number: 05104249

NOTICE OF GENERAL MEETING

In light of the ongoing COVID-19 situation, the Company requests all Shareholders who wish to attend the meeting to wear a mask and bring evidence of identity and vaccination against COVID-19.

NOTICE is hereby given that a General Meeting of President Energy PLC (the “**Company**”) will be held at Fieldfisher LLP, Riverbank House, 2 Swan Lane, London EC4R 3TT at 11 a.m. on 18 November 2021 for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution:

THAT

1.1 upon the recommendation and conditional on the approval of the directors of the Company (the “**Directors**”) and further conditional on the Capital Reduction referred to in the circular to Shareholders dated 1 November 2021 becoming effective on the terms stated therein, immediately prior to the ordinary shares (“**Atome Shares**”) of Atome Energy PLC (“**Atome**”) being admitted to trading on the AIM market of London Stock Exchange plc (“**Admission**”) in connection with the proposed spin-out of Atome from the Company, the Company make an interim dividend in specie of such number of Atome Shares held by the Company as the Directors determine (“**the Distribution**”) to holders of ordinary shares of the Company (“**President Shares**”) on the register of members of the Company at 6:00 pm London time at such time and/or date as the Directors may determine (the “**Record Time**”) (each such holder being a “**Qualifying Shareholder**”), effective immediately prior to Admission and credited as fully paid, in the proportions to be determined by the Company prior to the Record Time;

1.2 each and any of the Directors be and is hereby authorised to conclude and implement the Distribution and to do or procure to be done all such acts and things on behalf of the Company and each of its subsidiaries as they may, in their discretion, consider necessary or expedient for the purpose of giving effect to the Distribution with such amendments, modifications, variations or revisions thereto as are not of a material nature.

By order of the Board

Registered Office

Peter Levine
Secretary

Carrwood Park
Selby Road,
Leeds, LS15 4LG

1 November 2021

Notes to the Notice of General Meeting:

1. Any member entitled to attend, vote and speak at the meeting convened by the above notice is entitled to appoint one or more proxies to attend, speak and vote at the meeting instead of him. However, please see the note at the beginning of this notice regarding attendance at the meeting in light of the ongoing COVID-19 situation. A proxy need not be a member of the Company. More than one proxy may be appointed to exercise the rights attaching to different shares held by the member, but a member may not appoint more than one proxy to exercise rights attached to any one share.
2. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you) in the boxes indicated on the form of proxy. Please also indicate if the proxy instruction is one of multiple instructions being given. To appoint more than one proxy please see the instructions on the enclosed white form of proxy. All forms must be signed and should be returned together in the same envelope.
3. To be valid, the enclosed form of proxy for the meeting convened by the above notice and any authority under which it is executed (or a notarially certified copy of such authority) must be deposited at the Company's registrars' office (Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA) not less than 48 hours before the time for holding the meeting. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting. However, in light of the ongoing COVID-19 situation, the Company requests all Shareholders who wish to attend the meeting to wear a mask and bring evidence of identity and vaccination against COVID-19.
4. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the time by which a person must be entered on the register of members in order to have the right to attend and vote at the General Meeting is 6.30 p.m. on 16 November 2021 or, if the meeting is adjourned 6.30 p.m. on the date two days prior to the adjourned meeting. Changes to entries on the register of members after that time will be disregarded in determining the right of any person to attend or vote at the meeting.
5. In the case of joint holders, the vote of the senior holder who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.
6. In the case of a corporation, the form of proxy must be executed under its common seal or signed on its behalf by a duly authorised attorney or duly authorised officer of the corporation.
7. CREST shareholders who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the General Meeting and any adjournment(s) of it by using the procedures described in the CREST manual (available from www.euroclear.com). CREST personal members or other CREST sponsored members, and those CREST shareholders who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message must be properly authenticated in accordance with Euroclear UK & Ireland Limited ("Euroclear UK & Ireland") specifications and must contain the information required for such instructions, as described in the CREST manual. The message must be transmitted so as to be received by the issuer's agent (Equiniti Limited RA19) by 11 a.m. on 16 November 2021. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST application host) from which Equiniti is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.
8. CREST shareholders and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & Ireland does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST proxy instructions. It is the responsibility of the CREST shareholder concerned to take (or if the CREST shareholder is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST Shareholders and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST proxy instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

PLEASE COMPLETE

FORM OF PROXY

For use in connection with General Meeting

PRESIDENT ENERGY PLC

(Company No: 05104249)

I (Name(s) in full in block capitals)
of address

.....
being a member of the above named Company hereby appoint

Name of proxy	No. of shares

or, failing him/her the Chairman of the Meeting, as my proxy to vote for me on my behalf in accordance with the instructions set out below at the General Meeting of the Company to be held on 18 November 2021 and at any adjournment thereof.



Please tick this box if this form is one of multiple instructions being given.

Please delete "Either" or "Or" below and mark "For", "Against" or "Vote Withheld" as appropriate and return this form to the Company Secretary/Company's registrars, Freepost RTHJ-CLLL-KBHU, Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 8LU. To be valid this form must be lodged with the Company's registrars not less than 48 hours before the Meeting.

Either	To vote as my Proxy or failing him/her as the Chairman thinks fit			
Or		For	Against	Vote Withheld
	Resolution 1			

Signed

Name

Date



