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The Ordinary Shares are admitted to trading on AIM. If you have sold or otherwise transferred all of your Ordinary Shares, please immediately forward this document, together with the accompanying Form of Proxy, to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee. If you have sold only part of your holding of Ordinary Shares, please contact your stockbroker, bank or other agent through whom the sale or transfer was effected immediately.

The Directors (whose names and functions appear on page 4 of this document) and the Company (whose registered office appears on page 4 of this document) accept responsibility, both collectively and individually, for the information contained in this document and compliance with the AIM Rules. To the best of the knowledge and belief of the Directors and the Company, the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

This document contains no offer of transferable securities to the public within the meaning of section 102B of the FSMA, the Act or otherwise. Accordingly, this document does not constitute a prospectus within the meaning of section 85 of the FSMA and has not been drawn up in accordance with the Prospectus Regulation Rules or approved by the FCA or any other competent authority.



Elixirr International plc

(Incorporated under the Companies Act 2006 and registered in England and Wales with registered number 11723404)

Notice of General Meeting

Your attention is drawn to the letter from the Chairman of the Company which is set out on pages 8 and 9 of this document and which contains, amongst other things, the Directors' unanimous recommendation that you vote in favour of the Resolution to be proposed at the General Meeting.

finnCap, which, in the United Kingdom, is authorised and regulated by the Financial Conduct Authority, is acting as nominated adviser to the Company in connection with the Proposal and will not be acting for any other person (including a recipient of this document) or otherwise be responsible to any person for providing the protections afforded to clients of finnCap or for advising any other person in respect of the Proposal or any transaction, matter or arrangement referred to in this document. finnCap's responsibilities as the Company's nominated adviser are owed solely to London Stock Exchange and are not owed to the Company or to any Director or to any other person in respect of his decision to acquire shares in the Company in reliance on any part of this document.

Apart from the responsibilities and liabilities, if any, which may be imposed on finnCap by the FSMA or the regulatory regime established thereunder, finnCap does not accept any responsibility whatsoever for the contents of this document, and no representation or warranty, express or implied, is made by finnCap in relation to the contents of this document, including its accuracy, completeness or verification or for any other statement made or purported to be made by it, or on its behalf, in connection with the Company, the Ordinary Shares or the Proposal and nothing in this document is, or shall be relied upon as, a promise or representation in this respect, whether as to the past or future. finnCap accordingly disclaims all and any responsibility or liability whether arising in tort, contract or otherwise which it may otherwise have in respect of this document or any such statement.

Please see the "Important Notice" section for details regarding physical attendance at the General Meeting in light of the continuing COVID-19 situation and the related Government guidelines.

Notice of a General Meeting of Elixirr International plc, to be held at 100 Cheapside, London EC2V 6DT at 12.00 p.m. on 30 April 2021, is set out at the end of this document. To be valid, the accompanying Form of Proxy for use in connection with the General Meeting should be completed, signed and returned as soon as possible and, in any event, so as to reach the Company's registrars, Neville Registrars Limited, Neville House, Steelpark Road Halesowen B62 8HD, by not later than 12.00 p.m. on 28 April 2021 (or, if the General Meeting is adjourned, 48 hours (excluding any part of a day that is not a working day) before the time fixed for the adjourned meeting). Completion and return of Forms of Proxy will not preclude Shareholders from attending and voting at the General Meeting should they so wish.

Shareholders who hold their Ordinary Shares in uncertificated form in CREST may alternatively use the CREST Proxy Voting Service in accordance with the procedures set out in the CREST Manual as explained in the notes accompanying the Notice of General Meeting at the end of this document. Proxies submitted via CREST must be received by Neville Registrars Limited (ID 7RA11) by no later 12.00 p.m. on 28 April 2021 (or, if the General Meeting is adjourned, 48 hours (excluding any part of a day that is not a working day) before the time fixed for the adjourned meeting). The appointment of a proxy using the CREST Proxy Voting Service will not preclude Shareholders from attending and voting in person at the General Meeting should they so wish.

A copy of this document is available at the Company's website www.elixirr.com.

IMPORTANT NOTICE

No incorporation of website information

The contents of the Company's website or any hyperlinks accessible from the Company's website do not form part of this document and Shareholders should not rely on them.

Interpretation

Certain terms used in this document are defined and certain technical and other terms used in this document are explained at the section of this document under the heading "Definitions".

All times referred to in this document and the Form of Proxy are, unless otherwise stated, references to London time.

All references to legislation in this document and the Form of proxy are to the legislation of England and Wales unless the contrary is indicated. Any reference to any provision of any legislation or regulation shall include any amendment, modification, re-enactment or extension thereof.

Words importing the singular shall include the plural and vice versa, and words importing the masculine gender shall include the feminine or neutral gender.

COVID-19

The continuing COVID-19 situation and the related Government guidelines currently prohibits public gatherings and restricts non-essential travel. Taking into account the UK Government's roadmap for easing COVID-19-related restrictions, it is likely that by the time of the General Meeting, public gatherings will still be limited and travel will be required to be kept to a minimum. This will clearly impact on the ability of shareholders to attend the General Meeting. Although the Board considers the General Meeting an important opportunity to present the Proposal to shareholders, and values greatly the opportunity to meet shareholders in person, the Company is committed to protecting the health and well-being of its shareholders, directors, employees and other stakeholders. Accordingly, in light of the UK Government's COVID-19 guidance at the time of this Notice of General Meeting, the Board intends to proceed with holding the General Meeting on 30 April 2021 at 12.00 p.m. with the minimum quorum of shareholders present in order to conduct the business of the meeting (being two shareholders). As such, shareholders are strongly advised not to physically attend the meeting. Any shareholder who attempts to attend the meeting in person may be refused entry on grounds of safety.

The Directors have taken the decision that voting on the Resolution at the General Meeting will be taken on a poll, rather than a show of hands, to ensure that Shareholders' proxy votes are recognised.

The Government guidelines in relation to COVID-19 can be found at www.gov.uk/coronavirus.

Instead of attending the General Meeting, shareholders are asked to exercise their votes by submitting their proxy electronically or by post, as explained below. Shareholders are strongly advised to appoint the "Chairman of the meeting" as proxy, as any other proxies may be refused entry to the meeting. The Board understands the importance of the General Meeting as a forum for shareholders to ask questions of the Board. As this is unlikely for the General Meeting, should a shareholder have a question that they would like to have raised at the meeting, they must send it by email at least 48 hours prior to the date of the General Meeting to Nicholas Willott (Nick.Willott@elixirr.com). The Company will respond to any relevant questions received and may also, if the Board so determines, and subject to any regulatory restrictions, publish these questions and the Company's responses on the Company's website at <https://www.elixirr.com/investors/aim-rule-26/#content-offset> as soon as practicable after the General Meeting.

The Board will keep these General Meeting arrangements under review and the Board will update shareholders via the Regulatory News Service as appropriate, with any such announcements also uploaded to the Company's website (<https://www.elixirr.com/investors/regulatory-news/#content-offset>). The Company encourages shareholders to check its website regularly for the latest information on the arrangements for the General Meeting.

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DIRECTORS, SECRETARY AND ADVISERS

Directors	Gavin Patterson	<i>(Independent Non-executive Chairman)</i>
	Stephen Newton	<i>(Chief Executive Officer)</i>
	Graham Busby	<i>(Chief Financial Director)</i>
	Ian Ferguson	<i>(Executive Director and General Counsel)</i>
	Charlotte Stranner	<i>(Independent Non-executive Director)</i>
	Simon Retter	<i>(Independent Non-executive Director)</i>
	All of whose business address is at the Company's registered and head office	
Registered Office	12 Helmet Row London EC1V 3QJ	
Head Office	100 Cheapside London EC2V 6DT	
Company website	www.elixirr.com	
Company Secretary	Nicholas Willott	
Nominated Adviser and Broker	finnCap Ltd 1 Bartholomew Close London EC1A 7BL	
Legal advisers to the Company	Osborne Clarke LLP One London Wall London EC2Y 5EB	
Registrars	Neville Registrars Limited Neville House Steelpark Road Halesowen B62 8HD	

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

2021¹

Publication of this document	14 April
Latest time and date for receipt of Forms of Proxy and CREST voting instructions	12.00 p.m. on 28 April
General Meeting	12.00 p.m. on 30 April

Notes:

1. *Each of the above times and/or dates is subject to change at the absolute discretion of the Company. If any of the above times and/or dates should change, the revised times and/or dates will be announced through a Regulatory Information Service.*

DEFINITIONS

The following definitions apply throughout this document and the Form of Proxy unless the context otherwise requires:

"Act"	the Companies Act 2006 (as amended)
"AIM"	the AIM Market operated by the London Stock Exchange
"AIM Rules"	the AIM Rules for Companies published by the London Stock Exchange from time to time
"certificated form" or "in certificated form"	an Ordinary Share recorded on a company's share register as being held in certificated form (namely, not in CREST)
"Company" or "Elixirr"	Elixirr International plc, a company incorporated and registered in England and Wales under the Act with registered number 11723404
"CREST"	the relevant system (as defined in the CREST Regulations) in respect of which Euroclear is the operator (as defined in those regulations)
"CREST Regulations"	the Uncertificated Securities Regulations 2001 (S.I. 2001 No. 3755)
"Directors" or "Board"	the directors of the Company whose names are set out on page 4 of this document, or any duly authorised committee thereof
"EMI Options"	options that may be granted under the EMI Option Plan that qualify for HMRC tax-advantaged treatment under Schedule 5
"EMI Option Plan"	the Elixirr International Limited EMI Option Plan adopted by the Directors on 4 May 2020
"Euroclear"	Euroclear UK & Ireland Limited, the operator of CREST
"FCA"	the UK Financial Conduct Authority
"Form of Proxy"	the form of proxy for use in connection with the General Meeting which accompanies this document
"FSMA"	the Financial Services and Markets Act 2000 (as amended)
"General Meeting"	the general meeting of the Company to be held at 100 Cheapside, London EC2V 6DT at 12.00 p.m. on 30 April 2021 (or any adjournment thereof), notice of which is set out at the end of this document
"Group"	the Company, its subsidiaries and its subsidiary undertakings
"HMRC"	Her Majesty's Revenue and Customs
"ISOs"	incentive stock options within the meaning of Section 422 of the US Code
"London Stock Exchange"	London Stock Exchange plc
"finnCap"	finnCap Ltd, the Company's nominated adviser and broker
"Notice of General Meeting"	the notice convening the General Meeting which is set out at the end of this document
"Ordinary Shares"	ordinary shares of 0.005 pence each in the capital of the Company in issue at the date of this document, all of which are admitted to trading on AIM

"Proposal"	the proposed amendment to the EMI Option Plan, as set out in this document
"Prospectus Regulation Rules"	the prospectus regulation rules made by the FCA pursuant to section 73A of the FSMA
"Regulatory Information Service"	a service approved by the FCA for the distribution to the public of regulatory announcements and included within the list maintained on the FCA's website
"Resolution"	the resolution set out in the Notice of General Meeting
"Shareholders"	holders of Ordinary Shares from time to time
"Schedule 5"	Schedule 5 to the Income Tax (Earnings and Pensions) Act 2003
"UK" or "United Kingdom"	the United Kingdom of Great Britain and Northern Ireland
"US" or "United States"	the United States of America, each State thereof, its territories and possessions (including the District of Columbia) and all other areas subject to its jurisdiction
"US Appendix"	the appendix to the EMI Option Plan which allows for the grant of ISOs in the United States
"US Code"	US Internal Revenue Code of 1986, as amended
"uncertificated" or "in uncertificated form"	an Ordinary Share recorded on a company's share register as being held in uncertificated form in CREST and title to which, by virtue of the CREST Regulations, may be transferred by means of CREST

LETTER FROM THE CHAIRMAN OF ELIXIRR INTERNATIONAL PLC

Elixirr International plc

(Incorporated under the Companies Act 2006 and registered in England and Wales with registered number 11723404)

Directors:

Gavin Patterson	<i>(Independent Non-executive Chairman)</i>
Stephen Newton	<i>(Chief Executive Officer)</i>
Graham Busby	<i>(Chief Financial Director)</i>
Ian Ferguson	<i>(Executive Director and General Counsel)</i>
Charlotte Stranner	<i>(Independent Non-executive Director)</i>
Simon Retter	<i>(Independent Non-executive Director)</i>

Registered office:

12 Helmet Row
London EC1V 3QJ

Head office:

100 Cheapside
London EC2V 6DT

14 April 2021

To Shareholders

Dear Shareholder,

Notice of General Meeting

1. Introduction and summary

The Elixirr International Limited EMI Option Plan, was adopted by the Directors on 4 May 2020. The EMI Option Plan is an Enterprise Management Incentive share option scheme which complies with Schedule 5 to the Income Tax (Earnings and Pensions) Act 2003. Options may be granted under the EMI Option Plan that qualify for HMRC tax-advantaged treatment under Schedule 5. The EMI Option Plan also has a US appendix which allows for the grant of incentive stock options within the meaning of Section 422 of the US Internal Revenue Code of 1986, as amended, and also options that are not ISOs.

Details of the EMI Option Plan were set out in section 9.3 of Part IV (*Addition Information*) of the Admission Document of the Company published on 6 July 2020 in connection with the Company's admission to trading on AIM which is available on the Company's website at https://www.elixirr.com/wp-content/uploads/2020/07/Nectar_-_Admission-Document-FINAL.pdf.

In order for the options granted as ISOs to qualify as ISOs, the ISOs, amongst other things, must be granted pursuant to a plan which includes the maximum aggregate number of shares which may be issued as ISOs and the employees (or class of employees) eligible to receive ISOs, and which is approved by the shareholders of the granting company within 12 months after the date the EMI Option Plan was adopted.

Accordingly, the approval of the Shareholders is being sought at a General Meeting to amend the EMI Option Plan to include details of (i) the maximum aggregate number of shares which may be issued as ISOs and (ii) the employees (or class of employees) eligible to receive ISOs, in order to satisfy the US Code for the options to qualify as ISOs.

The US Appendix contains a maximum limit of 6,787,169 Ordinary Shares for ISOs (this may be adjusted to take account of any capitalisation or variation of share capital of the Company or other similar changes) and sets out the employees eligible to receive ISOs. This limit is set out in the EMI Option Plan in order to satisfy the provisions of the US Code.

The EMI Option Plan also provides an overall limit that applies to all options granted under it, including ISOs; this limit is that the number of Ordinary Shares which may be issued or issuable pursuant to rights granted in any 10 year period under the EMI Option Plan and under any other employees' share plan adopted by the Company may not exceed 15 per cent. of the issued ordinary share capital of the Company from time to time.

2. The General Meeting

Set out at the end of this document is a notice convening the General Meeting to be held on 30 April 2021 at 100 Cheapside, London EC2V 6DT at 12.00 p.m., at which the Resolution will be proposed for the purposes of implementing the changes to the EMI Option Plan.

The Resolution, which will be proposed as an ordinary resolution, is to amend the EMI Option Plan to include the maximum aggregate number of shares in the Company which may be issued as ISOs and the employees (or class of employees) eligible to receive such ISOs.

Due to the COVID-19 situation, the Directors have taken the decision that voting on the Resolution at the General Meeting will be taken on a poll, rather than a show of hands, to ensure that Shareholders' proxy votes are recognised.

3. Action to be taken

A Form of Proxy for use at the General Meeting accompanies this document. The Form of Proxy should be completed and signed in accordance with the instructions thereon and returned to the Company's registrars, Neville Registrars Limited, Neville House, Steelpark Road, Halesowen B62 8HD, as soon as possible, but in any event so as to be received by no later than 12.00 p.m. on 28 April 2021 (or, if the General Meeting is adjourned, 48 hours (excluding any part of a day that is not a working day) before the time fixed for the adjourned meeting).

If you hold your Ordinary Shares in uncertificated form in CREST, you may vote using the CREST Proxy Voting service in accordance with the procedures set out in the CREST Manual. Further details are also set out in the notes accompanying the Notice of General Meeting at the end of this document. Proxies submitted via CREST must be received by Neville Registrars Limited (ID 7RA11) by no later than 12.00 p.m. on 28 April 2021 (or, if the General Meeting is adjourned, 48 hours (excluding any part of a day that is not a working day) before the time fixed for the adjourned meeting).

The completion and return of a Form of Proxy or the use of the CREST Proxy Voting Service will not preclude Shareholders from attending the General Meeting and voting in person should they so wish.

4. Recommendation

The Directors consider the amendment to the EMI Option Plan to be in the best interests of the Company and its Shareholders as a whole and accordingly recommend unanimously Shareholders to vote in favour of the Resolution to be proposed at the General Meeting as they have irrevocably undertaken to do so in respect of their beneficial holdings amounting, in aggregate, to 20,100,531 Ordinary Shares, representing approximately 43.5 per cent. of the existing issued ordinary share capital of the Company.

Yours faithfully

Gavin Patterson
Independent Non-executive *Chairman*

NOTICE OF GENERAL MEETING

Elixir International plc

(Incorporated under the Companies Act 2006 and registered in England and Wales with registered number 11723404)

NOTICE IS HEREBY GIVEN THAT a general meeting of Elixir International plc (the "**Company**") will be held at 100 Cheapside, London EC2V 6DT at 12.00 p.m. on 30 April 2021 to consider and, if thought fit, to pass the following resolution which will be proposed as an ordinary resolution of the Company:

ORDINARY RESOLUTION

THAT, the amended rules of the EMI Option Plan (as defined in the circular to shareholders of the Company dated 14 April 2021 (the "**Circular**")) providing for the grant of options to employees of the Group (as defined in the Circular) to acquire ordinary shares of 0.005 pence each in the capital of the Company (the "**Ordinary Shares**") and further providing that up to 6,787,169 Ordinary Shares may be reserved for issuance upon the exercise of incentive stock options, within the meaning of section 422 of the US Code (as defined in the Circular) and in the form produced in draft to the meeting and for the purposes of identification initialled by the Chairman of the meeting, be and are hereby approved.

Dated: 14 April 2021

Registered Office:

12 Helmet Row
London EC1V 3QJ

By order of the Board:

Nicholas Willott

Company Secretary

Notes:

The following notes remain subject to Government restrictions that may be in place at the time of the General Meeting arising from the COVID-19 situation. It is the Company's intention to proceed with holding the General Meeting on 30 April 2021 at 100 Cheapside, London EC2V 6DT at 12.00 p.m. with the minimum quorum of shareholders present in order to conduct the business of the meeting (being two shareholders). Whilst the current guidance remains in place, shareholders are strongly advised not to physically attend the meeting. Any shareholder who attempts to attend the meeting in person may be refused entry on grounds of safety. References in these Notes to 'attend' or 'attending' should be construed in light of the COVID-19 restrictions which will restrict physical attendance at the General Meeting.

Due to the COVID-19 situation, the Directors have taken the decision that voting on the Resolution at the General Meeting will be taken on a poll, rather than a show of hands, to ensure that Shareholders' proxy votes are recognised.

The Company will keep these General Meeting arrangements under review and will update shareholders via the Regulatory News Service as appropriate, with any such announcements also uploaded to the Company's website (<https://www.elixirr.com/investors/regulatory-news/#content-offset>). The Company encourages shareholders to check its website regularly for the latest information on the arrangements for the General Meeting.

1. A member who is entitled to attend, speak and vote at the meeting may appoint a proxy to attend, speak and vote instead of him. A proxy need not be a member of the Company but must attend the meeting in order to represent you. However, in light of COVID-19 restrictions, members are strongly advised to appoint the chairman of the meeting as their proxy as any other person appointed as proxy may be refused entry to the General Meeting on grounds of safety. Similarly, whilst a member may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares (so a member must have more than one share to be able to appoint more than one proxy), members are again strongly advised to appoint the chairman of the meeting as their proxy for the reasons set out above. A Form of Proxy accompanies this document. The notes to the Form of Proxy include instructions on how to appoint the chairman of the meeting or another person as a proxy. To be valid the Form of Proxy must reach the Company's registrar, Neville Registrars Limited at Neville House, Steelpark Road, Halesowen B62 8HD by 12.00 p.m. on 28 April 2021 (or, if the meeting is adjourned, 48 hours before the time fixed for the adjourned meeting).
2. Subject to COVID-19 restrictions, the the EMI Option Plan and the Circular will be available for inspecting during normal business hours at the registered office of the Company from the date of this notice until the time of the meeting. They will also be available for inspection (i) at the place of the meeting from at least 15 minutes before the meeting until it ends and (ii) on the Company's website at <https://www.elixirr.com/investors/results/#content-offset>.
3. Subject to COVID-19 restrictions, the return of a completed Form of Proxy, other such instrument or any CREST Proxy Instruction (as described in paragraph 7 below) will not prevent a member attending the General Meeting and voting in person if he/she wishes to do so (although voting in person at the General Meeting will terminate the proxy appointment).
4. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those shareholders registered in the register of members of the Company at 6.00 p.m. on 28 April 2021 (or, if the meeting is adjourned, 48 hours before the time fixed for the adjourned meeting) shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their name at that time. In each case, changes to the register of members after such time shall be disregarded in determining the rights of any person to attend or vote at the meeting.
5. In the case of joint holders of shares, the vote of the first named in the register of members who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of other joint holders.
6. A member that is a company or other organisation not having a physical presence cannot attend in person but can appoint someone to represent it. This can be done in one of two ways: either by the appointment of a proxy (described in note 1 above) or of a corporate representative. Members considering the appointment of a corporate representative should check their own legal position, the Company's articles of association and the relevant provision of the Companies Act 2006.
7. 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 and Ireland Limited's specifications, and must contain the information required for such instruction, as described in the CREST

Manual (available via www.euroclear.com/CREST). 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 (CREST ID No. 7RA11) by 12.00 p.m. on 28 April 2021. 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.

8. CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear UK and Ireland Limited does not make available special procedures in CREST for any particular message. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member, or sponsored member, or has appointed a voting service provider, 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 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.
9. 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.
10. Any corporation which is a member can either (i) appoint a proxy (described in notes 1 to 3 above) or (ii) appoint one or more corporate representatives, who may exercise on its behalf all of its powers as a member provided they do not do so in relation to the same shares. Members considering the appointment of a corporate representative should check their own legal position, the Company's articles of association and the relevant provision of the Companies Act 2006.
11. You may not use any electronic address provided either in the Notice of General Meeting or any related documents (including the Chairman's letter and proxy form) to communicate for any purposes other than those expressly stated.
12. Voting on the resolution will be conducted by way of a poll. This is a more transparent method of voting as shareholders' votes are counted according to the number of shares registered in their names.