

THIS LETTER AND THE ENCLOSED NOTICE OF GENERAL MEETING (AND ASSOCIATED FORM OF PROXY) ARE IMPORTANT AND REQUIRE YOUR IMMEDIATE ATTENTION. If you are in any doubt about any aspect of the proposals referred to or the action you should take, you should seek your own personal financial advice from your stockbroker, bank manager, accountant or other appropriate independent financial adviser.

If you have sold or otherwise transferred all of your ordinary shares in ITM Power Plc, please send this letter (and the enclosures), as soon as possible, to the purchaser or transferee or to the stockbroker or other agent through whom the sale or transfer was effected for transmission onto the purchaser or transferee.

9 November 2020

Dear Shareholder

Please find enclosed the notice of a general meeting for shareholders of ITM Power Plc (the “Company”), which will be held on 27 November 2020, at 10.00 a.m. The associated form of proxy is also enclosed.

As explained when the notice of this year’s annual general meeting (“AGM”) was circulated, and as a result of the disruption caused by the COVID-19 pandemic (and consequent impact on the audit process), the usual resolution to consider the Company’s report and accounts for the financial year ended 30 April 2020 (“Annual Report”) was not proposed at the AGM. The audit process has now been completed and the Annual Report is now available on the Company’s website <https://www.itm-power.com> and it has been available on the Company’s website since 29 October 2020.

The purpose of this general meeting is to receive the Annual Report.

The health of our employees, shareholders and stakeholders is extremely important to us. Your Board has noted the extension of the provisions of The Corporate Insolvency and Governance Act 2020 and associated legislation, such that the alterations to the manner in which companies can hold general meetings have been extended up to 30 December 2020. Accordingly and following the format of the AGM there will be no physical general meeting for shareholders to attend.

The Board will continue to monitor the COVID-19 situation as it evolves (including the UK Government’s measures in response to it) and, if the situation or applicable restrictions change in advance of the general meeting such that the Board determines that it is safe to make alternative arrangements for the general meeting, it will announce these via RNS and the Company’s website <https://www.itm-power.com>.

Shareholders are therefore requested to submit their votes, in respect of the business to be considered at the general meeting, via proxy as early as possible. **Shareholders should appoint the Chairman of the general meeting as their proxy.** Under the current meeting arrangements, if a shareholder appoints someone else as their proxy, that proxy will not be able to attend the general meeting in person or cast the shareholder’s vote. All resolutions at the general meeting will be decided on a poll.

Shareholders are invited to submit any questions that you would like the Board to consider in respect of the business of the general meeting. Questions should be submitted by email by sending them to ir@itm-power.com by 5.00 pm on 13 November 2020. Please title your email “ITM Power Shareholder Questions” and include your full name. A selection of key questions (relating to the business of the general meeting) and the Company’s responses will be posted on the Company’s online Investor Meet Company platform, accessible via the Company’s website,

by close of business on 19 November 2020 so that shareholders may review these before confirming their proxy vote.

In order to ensure that shareholders are able to follow the proceedings of the general meeting, the Company will provide access to an online audio and presentation link, accessible via the Company's online Investor Meet Company platform. Shareholders that wish to attend the general meeting should register for the event in advance via the following link: <https://www.investormeetcompany.com/itm-power-plc/register-investor>

The online presentation link will be opened at approximately 9.55 a.m. on 27 November 2020. However, please note that shareholders will not be able to vote at the general meeting via the online presentation link.

As a reminder and as soon as reasonably practicable in the New Year, shareholders will be invited to attend shareholder events at the Company's new Bessemer Park facility. Further details and timings will be confirmed in due course. The timing of the events will be dependent on the appropriate lifting of COVID-19 restrictions and the Company's assessment that it can hold these events safely. We look forward to inviting you to Bessemer Park in due course.

Yours faithfully

Sir Roger Bone

Chairman

9 November 2020