

NOTICE OF ANNUAL GENERAL MEETING

MaxCyte, Inc.
(Incorporated in the State of Delaware, USA)
NOTICE OF ANNUAL GENERAL MEETING OF STOCKHOLDERS

To be held on 31 October 2018 at 21 Firstfield Road, Suite 202, Gaithersburg, MD 20878, USA

Dear MaxCyte, Inc. Stockholder:

NOTICE IS HEREBY GIVEN that the Annual General Meeting of MaxCyte, Inc. (the "Company") will be held at 21 Firstfield Road, Suite 202, Gaithersburg, MD 20878, USA at 11:00 a.m. Eastern Daylight Time on 31 October 2018, to consider and act upon the following matters.

RESOLVED, that John Johnston be and is hereby elected as a Class III Director of the Company.

RESOLVED, that J. Stark Thompson be and is hereby elected as a Class III Director of the Company.

RESOLVED, that Will Brooke be and is hereby elected as a Class III Director of the Company.

RESOLVED, that Richard Douglas be and is hereby elected as a Class III Director of the Company.

RESOLVED, that Aronson LLC be, and hereby is, reappointed as auditor of the Company, and that the Audit Committee be, and hereby is, authorised to fix Aronson LLC's remuneration.

The Company is a United States corporation incorporated in the State of Delaware with registered number 2927945-81. Unrestricted shares held as depository receipts trade under the symbol MXCT; restricted shares held as depository receipts trade under the symbol MXCR. The record date for determination of stockholders entitled to notice of, and to vote at, the meeting or any postponement or adjournment thereof is 1 October 2018.

All stockholders are cordially invited to attend the meeting in person. Stockholders who do not intend to attend the meeting are encouraged to act in accordance with instructions on the Annual Meeting Proxy Card or Form of Direction included herewith to ensure the representation of their interests.

By Order of the Board,

Ron Holtz
Company Secretary and Chief Financial Officer
MaxCyte, Inc.

Date: 8 October 2018

Registered Office: 22 Firstfield Road, Suite 110, Gaithersburg, MD 20878, USA

Notes

1. Only holders of Common Stock on the register at and as of close of business on 1 October 2018 shall be entitled to attend and/or vote at the Annual General Meeting. Such Stockholders can vote in respect of the number of Common Stock registered in their names at that time, but any subsequent changes to the register shall be disregarded in determining rights to attend and vote.
2. A Stockholder entitled to vote at the Annual General Meeting holding a physical certificate is entitled to appoint one or more proxies to vote instead of him or her, or such Stockholder can vote online at www.signalshares.com. A proxy need not be a Stockholder of the Company but must attend the Annual General Meeting to represent you. Details of how to appoint a proxy are set out in the accompanying attendance card, and a Form of Proxy for use by Stockholders is enclosed. Completion and return of a Form of Proxy will not prevent a Stockholder from attending and voting in person if he or she so wishes. To be effective, the Form of Proxy must be completed, signed and deposited, together with any power of attorney under which it is executed (if applicable), with the Company at the offices of the Company's registrars, Link Asset Services at: PXS, 34 Beckenham Road, Beckenham BR3 4TU, UK, or you can vote online. In both instances, your vote has to be received during normal business hours no later than 2:00 p.m. GMT (10:00 a.m. US EST) on 29 October 2018.
3. If your holding of Common Stock is by way of Depository Interest, you can use the enclosed Form of Direction to direct the Depository to vote on your behalf. The completed Form of Direction must be received, together with any power of attorney or other written authority under which it is executed (if applicable), by the Company by depositing it with the Company's registrars, Link Asset Services at: PXS, 34 Beckenham Road, Beckenham BR3 4TU, UK so as to be received not later than 3:00 p.m. BST (10:00 a.m. US EST) on 26 October 2018. Alternatively, instructions can be submitted via the CREST system to be received by the issuer's agent RA10 by 3:00 p.m. BST (10:00 a.m. US EST) on 26 October 2018. Please refer to the enclosed Form of Direction for further information.
4. Copies of this notice and related information can be found on the Company's website at <http://www.maxcyte.com/>.
5. Copies of the letters of appointment of Directors as applicable, the register of Directors' interests in shares of the Company and the severance agreements of the Executive Directors will be available for inspection at the registered office of the Company during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted) from the date of this notice until the date of the Annual General Meeting and at the place of the Annual Meeting from at least 15 minutes prior to and until the conclusion of the Annual General Meeting.
6. As at close of business on 1 October 2018, the total number of the Company's issued Common Stock was 51,272,014. Each share in Common Stock carries the right to one vote at the Annual General Meeting of the Company and, therefore, the total number of voting rights in the Company as at close of business on 1 October 2018 is 51,272,014.