

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

RESOLUTIONS OF PATHFINDER MINERALS PLC ("THE COMPANY")

At the Meeting of the Company held on **18 August 2023** the following resolutions were duly passed by the requisite majority of the members of the Company in accordance with sections 282 and 283 of the Companies Act 2006 as set out below:

Resolution 2 (Ordinary Resolution)

THAT, in accordance with section 551 of the CA 2006, the Directors or a duly constituted committee of the Directors be generally and unconditionally authorised to allot or grant rights to subscribe for or to convert any security into Ordinary Shares in the Company (Rights) up to an aggregate nominal amount of £1,500,000, provided that this authority shall, unless renewed, varied or revoked by the Company, expire 15 months from the date of this General Meeting, or if earlier, at the end of the next annual general meeting of the Company, subject to this authority being substituted by a similar authority at that meeting, save that the Company may, before such expiry, make an offer or agreement which would or might require Ordinary Shares to be allotted or Rights to be granted and the Directors may allot Ordinary Shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

Resolution 3 (Special Resolution)

THAT, subject to Resolution 2 being passed, the Directors be and are hereby empowered to allot equity securities (as defined by section 560 of the CA 2006) for cash, pursuant to the authority conferred by Resolution 2 as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall be limited to:

- a) the allotment or grant of equity securities specified in Resolution 2; and
- b) the allotment of equity securities up to an aggregate nominal amount of £1,500,000.

The authority granted by this Resolution 3 will expire 15 months from the date of this General Meeting or earlier if substituted by a new authority granted at the next annual general meeting of the Company, save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted after the authority expires and the Directors may allot equity securities in pursuance of any such offer or agreement as if the authority had not expired.

This Resolution revokes and replaces all unexercised powers previously granted to the Directors to allot equity securities as if section 561 of the CA 2006 did not apply but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to such authorities.