

COMPANIES ACT 2006

ORDINARY AND SPECIAL RESOLUTIONS PASSED ON 21 DECEMBER 2023

Company number: 02578942

Company name: Pathfinder Minerals PLC (the "**Company**")

At the Annual General Meeting of the Company duly convened and held at Fasken Martineau, 6th Floor, 100 Liverpool Street, London EC2M 2AT at 11am on 21 December 2023, the following resolutions were duly passed as ordinary and special resolutions.

ORDINARY RESOLUTION

RESOLUTION 1

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 £637,500, 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.

SPECIAL RESOLUTION

RESOLUTION 2

THAT, subject to the passing of Resolution 1, and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined by section 560 of the CA 2006) for cash, pursuant to the authorities conferred by Resolution 1 as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall be limited to the allotment or grant of equity securities specified in Resolution 1.

The authority granted by this Resolution 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.

Signed.....
Company secretary

Chairman