

Company number: 12497319

**THE COMPANIES ACT 2006**  
**RESOLUTIONS**  
**OF**  
**GREAT SOUTHERN COPPER PLC**  
**(the "Company")**

At the Annual General Meeting of the Company duly convened and held at Gowling WLG LLP, 4 More London, Riverside, London, SE1 2AU on 19 September 2023 the following resolutions were duly passed as ordinary and special resolutions.

**Ordinary Resolution**

6. That pursuant to Section 551 of the Companies Act 2006, as amended (the "Act"), the directors of the Company (the "Directors") be and are generally and unconditionally authorised to exercise all the powers of the Company to allot or grant relevant securities (within the meaning of Section 560 of the Act) in the Company up to an aggregate nominal amount of £4,387,486 being approximately one hundred and seventy-two percent (172%) of the current issued share capital of the Company. This authority is in substitution for all other existing authorities and shall expire (unless previously renewed, varied or revoked by the Company in general meeting) at the conclusion of the next Annual General Meeting of the Company or 15 months after the passing of this resolution (if earlier) except that the Directors may before the expiry of such period make an offer or agreement which would or might require relevant securities to be allotted or granted after the expiry of such period and the Directors may allot grant relevant securities in pursuance of that offer or agreement as if this authority had not expired.
7. That the rules of the Great Southern Copper PLC Unapproved Share Option Plan 2023 (the 2023 USOP), the principal features of which are summarised in the Appendix to the Notice of Meeting, be approved and that the directors of the Company be hereby authorised to take such actions as may be necessary to facilitate the implementation of the 2023 USOP and to be counted in the quorum and to vote as directors on any matter relating to the 2023 USOP, notwithstanding that they may be interested in the same.

**Special Resolutions**

8. That, subject to the passing of resolution 6 above, the directors of the Company (the "Directors") be empowered pursuant to section 570 of the Companies Act 2006, as amended (the "Act") to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority conferred by resolution 6 above as if section 561 of the Act did not apply to such allotment, provided that this power shall be limited to the allotment of equity securities as follows:
  - (a) the allotment of equity securities in connection with any offer by way of rights or an open offer of relevant equity securities in connection with any offer by way of rights or an open offer of relevant equity securities where the equity securities respectively attributed to the interests of all holders of relevant equity securities are proportionate (as nearly as may be) to the respective numbers of relevant equity securities held by them but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with equity securities which represent fractional entitlements or on account of either legal or practical problems arising in connection with the laws or requirements of any regulatory or other authority in any jurisdiction; and

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- (b) otherwise than pursuant to paragraph (a) above, up to an aggregate nominal amount of £4,387,486 being approximately one hundred and seventy-two percent (172%) of the current issued share capital of the Company.

This authority is in substitution for all other existing authorities and the powers conferred by this resolution shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on a date which is either 15 months from the date of the passing of this resolution and the conclusion of the next Annual General Meeting of the Company but so that the company may at any time prior to such expiry make an offer or agreement which would or might require equity securities to be allotted pursuant to these authorities after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the authorities hereby conferred had not expired.

9. That a general meeting of the Company, other than an annual general meeting, may be called on not less than 14 clear days' notice.

  
.....  
Chairman

19/09/28  
.....  
Date