

Company Number 12652016

PRIVATE COMPANY LIMITED BY SHARES
MEMBERS' WRITTEN RESOLUTIONS
of
STRATEGIC MINERALS EUROPE LTD
(the "Company")

Date: 26 OCTOBER 2021 (the "Circulation Date")

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company (the "**Directors**") propose the following resolutions (together the "**resolutions**"):

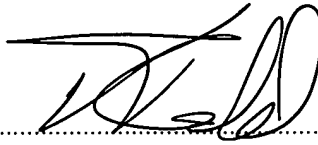
SPECIAL RESOLUTIONS

- 1 That the articles of association produced to the meeting and initialled by the chairman of the meeting for the purpose of identification be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.
- 2 That each ordinary share of £1.00 in the capital of the Company be sub-divided into 100 ordinary shares of 1p each.
- 3 That, with effect from the passing of resolution 2, the Directors be generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 to allot ordinary shares in the Company or grant rights to subscribe for or to convert any security into ordinary shares in the Company up to an aggregate nominal amount of £215,277, provided that this authority shall expire on the date which is five years from the date on which this resolution is passed but so that the Company may, before expiry of the authority, make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or convert securities into shares to be granted after its expiry and the Directors may allot shares or grant rights to subscribe for or convert securities into shares pursuant to such an offer or agreement as if this authority had not expired.

Please read the notes below before signifying your agreement to the resolutions.



The undersigned, a person entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the resolutions.

Signed by THOMAS RICHARDS TODD Signature 

(print name of signatory)

for and on behalf of THOMAS RICHARDS TODD

Date: 26 OCTOBER 2021