

**PRIVATE COMPANY LIMITED BY SHARES
REGISTERED IN ENGLAND AND WALES**

STRATEGIC MINERALS EUROPE LTD (THE "COMPANY")

COPY OF A RESOLUTION PASSED ON 3 FEBRUARY 2023

The following resolution were duly passed by the requisite majority of the members of the Company in accordance with sections 282 and 283 as applicable, of the Companies Act 2006:

SPECIAL RESOLUTION

THAT 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 authorities conferred by section 550 of the CA 2006 in accordance with Article 36.9.5 of the Articles of Association of the Company as if section 561(1) of the CA 2006 and Articles 36.2 to 36.7 of the Articles of Association of the Company did not apply to any such allotment, provided that this power shall be limited to:

- a) the allotment of equity in connection with an offer of equity securities:
 - (i) to the holders of Ordinary Shares in proportion (as nearly as may be practicable) to their respective holdings; and
 - (ii) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary, but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and
- b) the allotment of equity securities to any person up to an aggregate nominal amount of £30,000.

The authority granted by this resolution will expire 4 weeks from the date of this General Meeting or earlier if substituted by a new authority granted at the next 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. provided that this power shall be limited to:

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.