

LETTER FROM THE CHAIRMAN

Mining, Minerals & Metals PLC

(Incorporated in England and Wales under the Companies Act 2006 with Registered Number 08377465)

(the “Company”)

Registered Office:

1 King Street
Office 3.05
London
EC2V 8AU

Directors:

Roy Aubrey Pitchford (Non-Executive Chairman)
Kay Asare-Bediako (Non-Executive Director)
Mike Stewart (Non-Executive Director)
Johnny Martin Smith (Non-Executive Director)

8 June 2021

Dear Shareholder,

I am writing to advise you that Annual General Meeting (“**AGM**”) of the Company will be held at 11:00 a.m. on 2 July 2021 at 1 King Street, London EC2V 8AU.

The Notice of the Annual General Meeting is contained in pages 2 to 3 of this document and the Company’s annual report and accounts for the year ended 31 January 2021 is available on the Documents section of the MMM website www.mmmplc.com.

Shareholders will find enclosed with this document a Form of Proxy for use at the AGM.

As a result of COVID-19 the Company would like to advise shareholders that it is required to comply with applicable UK government public health guidelines restricting certain gatherings. Physical attendance in person by shareholders of the Company is therefore discouraged and shareholders are strongly encouraged to submit their proxy in advance of the meeting to ensure that their votes are registered.

Shareholders are requested to complete, sign and return the Form of Proxy to the Company’s Registrars, Neville Registrars, at Neville House, Steelpark Road, Halesowen B62 8HD. The Form of Proxy must be returned as soon as possible but, in any event, so as to arrive no later than 11:00 a.m. on 30 June 2021.

Yours faithfully

Roy Pitchford
Non-Executive Chairman

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 2021 Annual General Meeting of the Shareholders of Mining, Minerals & Metals PLC (the “**Company**”) will be held at 11:00 a.m. on 2 July 2021 at 1 King Street, London EC2V 8AU to consider, and, if thought fit, pass the following ordinary resolutions:

ORDINARY RESOLUTIONS

1. To receive and adopt the annual accounts for the year ended 31 January 2021, together with the reports of the directors and auditors;
2. To re-elect Roy Pitchford as a director;
3. To confirm the appointment of Jonathan Martin Smith as a director;
4. To authorise the directors to determine the auditors’ remuneration;
5. That Crowe U.K LLP be re-appointed as auditor of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting at which accounts are laid before the Company, and that the Directors be authorised to fix the Auditors’ remuneration;
6. To authorise the directors to extend the latest exercise date of the warrants issued by the Company as part of the IPO fundraising for a further year so as to expire on 6 September 2022 and also to vary the terms of such warrants to permit warrant holders to transfer their holdings of such warrants in whole or in part;
7. That in accordance with section 551 of the Companies Act 2006 as amended (the “**2006 Act**”), the directors be generally and unconditionally authorised to allot Ordinary Shares or grant rights to subscribe for, or to convert any security into, Ordinary Shares, up to an aggregate nominal value of £320,000, provided that this authority shall, unless renewed, varied or revoked by the Company in general meeting expire at the conclusion of the next annual general meeting or on the date which is 6 months after the next accounting reference date of the Company (if earlier) save that the Company may at any time before such expiry make an offer or agreement which might require Ordinary Shares to be allotted after such expiry and the directors may allow Ordinary Shares to be allotted in pursuance of such offer or agreement notwithstanding that the authority hereby conferred has expired. This resolution revokes and replaces all unexercised authorities previously granted to the directors of the Company in accordance with section 551 of the 2006 Act but without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made pursuant to such authorities.

In resolutions 7 and 8, “**Ordinary Shares**” means shares of 1p in the capital of the Company and the grant of any right to subscribe for, or to convert any security into, shares in the capital of the Company.

SPECIAL RESOLUTION

8. That, subject to resolution 7 above being duly passed, the directors be generally empowered pursuant to section 570 of the 2006 Act to allow equity securities (as defined in section 560 of the 2006 Act) as if section 561(1) of the 2006 Act did not apply to any such allotment pursuant to the

general authority conferred on them by resolution 7 above (as varied from time to time by the Company in general meeting) provided that power is limited to:

- 8.1. the allotment of equity securities in connection with a rights issue or any other offer to holders of Ordinary Shares in proportion (as nearly as may be practicable) to their respective holdings and 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 of the Company may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or exchange; and
- 8.2. the allotment of up to 32,000,000 Ordinary Shares issued for cash (otherwise than pursuant to paragraph 8.1 above); and the power hereby conferred shall, unless renewed, varied or revoked by the Company in general meeting, expire at the conclusion of the next annual general meeting or on the date which is 6 months after the next accounting reference date of the Company (if earlier) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement notwithstanding that the powers conferred by this resolution has expired.

Registered Office:
1 King Street
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London
EC2V 8AU

By Order of the Board

Silvertree Partners LLP
Company Secretary

8 June 2021

NOTES

PLEASE NOTE THAT THE NOTES BELOW SET OUT THE NORMAL MEETING ATTENDANCE AND PROXY APPOINTMENT RIGHTS OF MEMBERS AS SET OUT IN THE ACT OR THE ARTICLES AND THE COMPANY IS NOT PROPOSING THAT THESE BE ALTERED. HOWEVER, GIVEN THE UK GOVERNMENT'S MEASURES, DIFFERENT MEETING ATTENDANCE AND PROXY APPOINTMENT RIGHTS OF MEMBERS WILL APPLY IN RESPECT OF THIS AGM. WE ADVISE THAT YOU NOTE THAT ONLY THE CHAIRMAN CAN BE APPOINTED AS YOUR PROXY FOR THIS PARTICULAR MEETING AND IN ADDITION SHAREHOLDERS CANNOT ATTEND THIS MEETING IN PERSON.

- i. A member of the Company entitled to attend and vote at the AGM is entitled to appoint the Chairman of the meeting as his/her proxy and, on a poll, vote instead of him/her.
- ii. A Form of Proxy is enclosed with this Notice for use in connection with this business set out above. To be valid, Forms of Proxy and any power of attorney or other authority under which it is signed must be lodged with the Company's Registrars, Neville Registrars, at Neville House, Steelpark Road, Halesowen B62 8HD not later than 48 hours (excluding non-working days) prior to the time fixed for the AGM.
- iii. In the case of joint holders of Ordinary Shares, the signature of only one of the joint holders is required on the Form of Proxy but the vote of the first named on the register of members will be accepted to the exclusion of the other joint holders.
- iv. To be entitled to vote at the AGM (and for the purpose of the determination by the Company of the votes they may cast), a member of the Company must be entered in the register of members of the Company at close of business 48 hours (excluding non-working days) prior to the time fixed for the AGM.