

THIS DOCUMENT, THE ACCOMPANYING NOTICE OF GENERAL MEETING AND FORM OF PROXY ARE IMPORTANT AND REQUIRE YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or as to the action you should take, you are recommended to seek your own personal financial advice immediately from your stockbroker, bank manager, solicitor, accountant or other appropriately authorised independent financial adviser.

If you have sold or otherwise transferred all of your Ordinary Shares, please immediately forward this document and the accompanying Form of Proxy to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee. However, no such documents should be mailed, distributed, sent, forwarded to or transmitted in or into Australia, Canada, Japan, New Zealand, Singapore, the Republic of South Africa or any other jurisdiction where to do so would breach any applicable law or regulations (the **Restricted Jurisdictions**). If you have sold only part of your holding of Ordinary Shares, please contact your stockbroker, bank or other agent through whom the sale or transfer was effected immediately.

The Tender Offer is not being made, directly or indirectly, in any Restricted Jurisdiction and neither this Circular nor the accompanying Form of Proxy may be distributed or sent in or into or from any Restricted Jurisdiction and doing so may render invalid any purported tender. Any person (including, without limitation, custodians, nominees and trustees) who may have a contractual or legal obligation to forward this document and/or the accompanying Form of Proxy should read the paragraph headed "*Overseas Shareholders*" in paragraph 6 of Part III of this document before taking any action.

This Circular has not been, and will not be, reviewed or approved by the Astana Financial Services Authority, the Astana International Exchange, any securities commission or any other authority or regulatory body. This document is not a prospectus and cannot be relied on for any investment contract or decision. The contents of this document should not be construed as financial, legal or tax advice.

Astana International Exchange Ltd ("AIX"), AIX Central Securities Depository Ltd ("AIX CSD") and their respective related companies do not accept responsibility for the contents of this Circular, including the accuracy or completeness of any information or statements contained herein. Liability for this Circular lies with the Company and other persons, whose opinions are included in this Circular with their consent.

Neither AIX nor AIX CSD nor their related companies has assessed, approved, endorsed or verified the commercial merits of the Tender Offer or the suitability of participation in the Tender Offer for any particular shareholder or type of shareholder.

SOLIDCORE RESOURCES PLC



(a public company incorporated under the laws of the Astana International Financial Centre with business identification number 230840900131)

Financial Adviser

Nominated Broker

Oman Investment Bank SAOC

BCC Invest JSC

Proposed Return of Capital to Shareholders of up to U.S. \$1,200 million by way of a purchase of up to 102,915,952 Ordinary Shares at U.S. \$11.66 per share pursuant to a Tender Offer

and

Notice of General Meeting

This document should be read as a whole. However, your attention is drawn to the letter from the Board of the Company which is set out in Part I of this document and which contains, amongst other things, the Board's recommendation that you vote in favour of the Resolutions to be proposed at the General Meeting. For the avoidance of doubt, however, the Board is making no recommendation to individual Shareholders in relation to their own participation in the Tender Offer.

The Tender Offer will close at 5:00 p.m. (Astana time) on 12 October 2026 (the Closing Date), unless extended by means of an announcement posted on the Company's website and delivered through a Regulatory Announcement Service. Please note that the record date for participation in the Tender Offer is the Closing Date. The Tender Offer will only be available to Shareholders who are recorded in book-entry form as beneficially entitled to Ordinary Shares recorded on the Register on the Closing Date and resident in a jurisdiction outside the Restricted Jurisdictions (**Eligible Shareholders**). Eligible Shareholders who wish to tender their Ordinary Shares should submit, or should procure the submission of, a Tender Submission electronically through the AIX and/or AIX CSD as described in Part III of this document.

None of the Company, the Company's Directors, officers, employees or advisers or their respective affiliates makes any recommendation to any Eligible Shareholder whether to tender or refrain from tendering any or all of its, his or her Ordinary Shares in the Tender Offer and none of them has authorised any person to make any such recommendation. The contents of this document are not to be construed as financial, legal or tax advice. Shareholders are urged to evaluate carefully all information in this document, consult their own investment, legal and tax advisers and make their own decisions as to whether to tender Ordinary Shares, and, if so, the number of Ordinary Shares to tender.

Notice of the General Meeting, to be held at Baiterek Room, Sheraton Astana Hotel, 60/1 Syganak Street, Z05T6B0, Astana, Kazakhstan at 11:00 a.m. (Astana time) on 30 September 2026, is set out at the end of this document. The General Meeting will be held in person and electronically and Shareholders should refer to the Notice of General Meeting at the end of this document for further information. Completion of the Tender Offer is conditional on, among other things, approval by Shareholders of the Resolutions which is being sought at the General Meeting. Whether or not you intend to attend the General Meeting, you are encouraged to appoint a proxy to cast your votes on the Resolutions as soon as possible in the manner set out below.

Shareholders should submit the Voting Instructions as soon as possible but, in any event, by no later than 10.59 a.m. (Astana Time) on 28 September 2026 or on the date and time provided by the Company in a separate announcement for any adjourned General Meeting or (in the case of a poll not taken on the same day as the General Meeting or adjourned General Meeting) for the taking of the poll at which it is to be used. Registration of a proxy appointment will not prevent you from attending in person or electronically and voting at the General Meeting if you so wish. Shareholders can submit the Voting Instructions and vote (no earlier than 21 September 2026 onwards) via the:

- (i) AIX CSD Recognised Custodian; or
- (ii) Registrar.

If you have any questions relating to this document, the General Meeting or the completion and return of a Tender Submission or Form of Proxy, please:

- (i) check the website (<https://www.solidcore-resources.com/>) for the Tender Offer details and contact information; or
- (ii) e-mail ir@solidcore-resources.com.

Please note, the Company cannot provide advice on the merits of the Tender Offer nor give any financial, legal or tax advice.

A copy of this document will be made available on the Company's website at <https://www.solidcore-resources.com/>. Neither the content of the Company's website nor any website accessible by hyperlinks to the Company's website is incorporated in, or forms part of, this document.

BCC Invest JSC (in its capacity as broker acting on behalf of the Company, the **Nominated Broker**), which is regulated in Kazakhstan by the Agency of the Republic of Kazakhstan for Regulation and Development of the

Financial Market (**ARDFM**), is acting as nominated broker for the Company in connection with the matters set out in this document and, in this capacity of Nominated Broker, will not be acting for any other person (including a recipient of this document) or otherwise be responsible to anyone other than the Company for providing the protections or for advising any other person in respect of the matters set out in this document, the Tender Offer or any matter or arrangement referred to in this document. Apart from the responsibilities and liabilities, if any, which may be imposed on the Nominated Broker by the ARDFM, the AIFC or the regulatory regime established thereunder, or under the regulatory regime of any jurisdiction where the exclusion of liability under the relevant regulatory regime would be illegal, void or unenforceable, the Nominated Broker does not accept any responsibility whatsoever for, or makes any representation or warranty, express or implied, as to the contents of this document, including its accuracy, completeness or verification or for any other statement made or purported to be made by it, or on its behalf, and nothing contained in this document is, or shall be, relied on as a promise or representation in this respect, whether as to the past or the future, in connection with the Tender Offer, or in connection with the Company or the matters set out or referred to in this document. The Nominated Broker accordingly disclaims to the fullest extent permitted by law all and any liability whether arising in tort, contract or otherwise (save as referred to above) in respect of this document or any such statement.

Oman Investment Bank SAOC (the **Financial Adviser**), which is a closed joint stock company registered and licensed in the Sultanate of Oman and regulated by the Central Bank of Oman and Financial Services Authority, is acting as financial adviser to the Company in connection with the matters set out in this document and will not be acting for any other person (including a recipient of this document) or otherwise be responsible to anyone other than the Company for providing the protections or for advising any other person in respect of the matters set out in this document, the Tender Offer or any matter or arrangement referred to in this document. For the avoidance of doubt, the Financial Adviser is not acting as nominated broker for the Company in connection with the matters set out in this document.

Apart from the responsibilities and liabilities, if any, which may be imposed on the Financial Adviser under the regulatory regime of any jurisdiction where the exclusion of liability under the relevant regulatory regime would be illegal, void or unenforceable, the Financial Adviser does not accept any responsibility whatsoever for, or makes any representation or warranty, express or implied, as to the contents of this document, including its accuracy, completeness or and nothing contained in this document is, or shall be, relied on as a promise or representation in this respect, whether as to the past or the future, in connection with the Tender Offer, or in connection with the Company or the matters set out or referred to in this document. The Financial Adviser accordingly disclaims to the fullest extent permitted by law all and any liability whether arising in tort, contract or otherwise (save as referred to above) in respect of this document or any such statement.

8 September 2026

IMPORTANT NOTICES

Cautionary note regarding forward-looking statements

This document includes statements that are, or may be deemed to be, forward-looking statements beliefs or opinions. These forward-looking statements can be identified by the use of forward-looking terminology, including the terms "believes", "estimates", "plans", "projects", "anticipates", "expects", "intends", "may", "will", or "should" or, in each case, their negative or other variations or comparable terminology. These forward-looking statements include matters that are not historical facts. They appear in a number of places throughout this document and include statements regarding the Directors' current intentions, beliefs or expectations concerning, among other things, the Group's results of operations and financial condition and the Group's liquidity, prospects, growth, strategies and markets. These statements are made by the Directors in good faith based on the information available to them at the date of this document and reflect the Directors' beliefs and expectations.

By their nature, forward-looking statements involve risk and uncertainty because they relate to events and depend on circumstances that may or may not occur in the future. Actual results and developments could differ materially from those expressed or implied by the forward-looking statements.

Forward-looking statements may and often do differ materially from actual results. Any forward-looking statements in this document, including the Directors' current view with respect to future events, are subject to risks relating to future events and other risks and uncertainties and are based on assumptions relating to the Group's operations, results of operations, growth strategy and liquidity. You should specifically consider the factors identified in this document which could cause actual results to differ before making any decision in relation to the Tender Offer. Whilst the Directors consider these assumptions to be reasonable based upon information currently available, they may prove to be incorrect. Save as required by AIFC Law, the AFSA, the AIX or the AIX Business Rules, the Company undertakes no obligation to publicly release the results of any revisions to any forward-looking statements in this document that may occur due to any change in the Directors' expectations or to reflect events or circumstances after the date of this document.

No statement in this document is or is intended to be a profit forecast or estimate for any period and no statement in this document should be interpreted to mean that the earnings of the Group for the current or future financial years will necessarily match or exceed the historical or published earnings of the Group. Any information contained in this document on the price at which shares or other securities in the Company have been bought or sold in the past, or on the yield on such shares or other securities, should not be relied upon as a guide to future performance.

Notices to overseas persons

The distribution of this document and/or the Form of Proxy in certain jurisdictions outside of the AIFC and Kazakhstan may be restricted by law and therefore persons into whose possession these documents come should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. This document has been prepared for the purposes of complying with AIFC Law, the AIX Business Rules and the information disclosed may not be the same as that which would have been disclosed if this document had been prepared in accordance with the laws and regulations of any jurisdiction outside of the AIFC.

Special notice to Shareholders in the United States

The Tender Offer is being made for the securities of an AIFC company with Ordinary Shares admitted to trading on the AIX, a market regulated by AFSA. The Tender Offer is subject to, and has been prepared in accordance with, AIFC disclosure and other procedural requirements which are different from certain United States disclosure and other procedural requirements.

The Tender Offer is being made in the United States pursuant to Section 14(e) and Regulation 14E under the United States Exchange Act of 1934, as amended, subject to any exemptions provided by Rule 14d-1(d) thereunder. Accordingly, the Tender Offer is subject to disclosure and other procedural requirements, including with respect to withdrawal rights, offer timetable, settlement procedures and timing of payments, that are different from those applicable under U.S. domestic tender offer procedures and law. However, to the extent applicable, the Company will comply with Regulation 14E under the Exchange Act in connection with the Tender Offer, subject to any exemptions provided by Rule 14d-1(d) under the Exchange Act. In addition, the financial

information on the Company included in this document has been prepared in accordance with IFRS and thus it may not be comparable to financial information of U.S. companies or companies whose financial statements are prepared in accordance with generally accepted accounting principles in the United States. U.S. holders of Ordinary Shares should note that the Company is not listed on a U.S. securities exchange, subject to the periodic reporting requirements of the Exchange Act or required to, and does not, file any reports with the SEC thereunder.

The receipt of cash pursuant to the Tender Offer by a U.S. holder of Ordinary Shares may be a taxable transaction for U.S. federal income tax purposes and under applicable U.S. state and local, as well as foreign and other, tax laws. Each Shareholder is urged to consult their independent professional adviser immediately regarding the tax consequences of accepting the Tender Offer. Furthermore, the payment and settlement procedure with respect to the Tender Offer complies with the relevant AIFC rules and mandatory laws of Kazakhstan, which differ from the United States payment and settlement procedures, particularly with regard to the date of payment of consideration.

It may be difficult for U.S. holders of Ordinary Shares to enforce their rights or to bring a claim arising out of the United States federal securities laws because the Company and its assets are located in a non-U.S. jurisdiction. U.S. holders of Ordinary Shares may not be able to sue a non-U.S. company or its officers or directors in a non-U.S. court for violations of U.S. securities laws. Further, it may be difficult to compel a non-U.S. company and its affiliates to subject themselves to the judgement of a U.S. court. Judgments of U.S. courts are generally not enforceable in the AIFC and Kazakhstan. In addition, original actions, or actions for the enforcement of judgments of U.S. courts, based on the civil liability provisions of the U.S. federal securities laws, may not be enforceable in the AIFC and Kazakhstan.

To the extent permitted by applicable law and regulations, the Company, the Nominated Broker, or any of their affiliates may from time to time, directly or indirectly, make certain purchases of, or arrangements to purchase, Ordinary Shares outside the United States during the period in which the Tender Offer remains open for acceptance. These purchases, or other arrangements, may occur either in the open market at prevailing prices or in private transactions at negotiated prices. To the extent permitted by applicable law and regulations, and subject to compliance with the conditions of Rule 14e-5 and any available exemption thereunder (including, Rule 14e-5(b)(12)), such purchases, or arrangements to purchase, will be effected outside the United States and made in compliance with applicable AIFC Laws. Any information about such purchases will be disclosed as required in the AIFC and the United States. To the extent that such information is made public in the AIFC, this information will also be publicly available to holders of Ordinary Shares in the United States.

In addition, it is a violation of Rule 14e-4 under the US Exchange Act (**Rule 14e-4**) for a person acting alone or in concert with others, directly or indirectly, to tender shares for such person's own account unless at the time of tender and at the latest time and date to submit a Tender Submission from shareholders such person has a "net long position" in (a) the shares that is equal to or greater than the amount tendered and will deliver or cause to be delivered such shares for the purpose of tendering to the Company within the period specified in the Tender Offer or (b) other securities immediately convertible into, exercisable for or exchangeable into shares (**Equivalent Securities**) that is equal to or greater than the amount tendered and, upon the acceptance of such tender, will acquire such shares by conversion, exchange or exercise of such Equivalent Securities to the extent required by the terms of the Tender Offer and will deliver or cause to be delivered such shares so acquired for the purpose of tender to the Company within the period specified in the Tender Offer. Rule 14e-4 also provides a similar restriction applicable to the tender or guarantee of a tender on behalf of another person. As such, a tender of shares made pursuant to any method of delivery set forth herein will also constitute the tendering shareholder's representation and warranty to the Company that (a) such shareholder has a "net long position" in shares or Equivalent Securities at least equal to the shares being tendered within the meaning of Rule 14e-4, and (b) such tender of shares complies with Rule 14e-4.

NEITHER THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION NOR ANY UNITED STATES STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY HAS APPROVED OR DISAPPROVED OF THE TENDER OFFER, PASSED UPON THE FAIRNESS OR MERITS OF THIS DOCUMENT OR DETERMINED WHETHER THIS DOCUMENT IS ACCURATE OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENCE IN THE UNITED STATES.

Presentation of financial information

Certain data in this document, including financial, statistical and operational information has been rounded. As a result of the rounding, the totals of data presented in this document may vary slightly from the actual arithmetic totals of such data.

Publication of website and availability of hard copies

A copy of this document, together with all information incorporated into this document by reference to another source, is and will be available for inspection (i) on the Company's website at <https://www.solidcore-resources.com/> from the time this document is published; (ii) at the General Meeting; and (iii) at the Company's registered office, office 1306, 13th floor, 10 Dinmukhamed Qonayev Street, Astana, 010000, Republic of Kazakhstan for ten years following the date of any repurchase of Ordinary Shares pursuant to the Tender Offer. For the avoidance of doubt, the contents of the websites referred to in this document are not incorporated into, and do not form part of, this document.

If and to the extent that any document or information incorporated by reference or attached to this document itself incorporates any information by reference, either expressly or impliedly, such information will not form part of this document, except where such information or documents are stated within this document as specifically being incorporated by reference or where this document is specifically defined as including such information.

If you have received this document in electronic form, you may request a hard copy of this document and/or any information incorporated into this document by reference to another source by contacting the Company's Investor Relations team at ir@solidcore-resources.com.

Interpretation

Certain terms used in this document are defined and certain technical and other terms used in this document are explained in the "*Definitions*" section of this document.

All times referred to in this document and the Form of Proxy are, unless otherwise stated, references to Astana time.

All references to law or legislation in this document and the Form of Proxy are to the acting law of the AIFC unless the contrary is indicated. Any reference to any provision of any legislation or regulation shall include any amendment, modification, re-enactment or extension thereof.

Words importing the singular shall include the plural and vice versa, and words importing the masculine gender shall include the feminine or neutral gender.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Event	Time and/or date
Announcement of the Tender Offer, publication of the Circular and Notice of General Meeting	8 September 2026 post-market close
AIX Market Notice	Before 11:00 a.m. on 9 September 2026
Tender Offer opens	11:00 a.m. on 9 September 2026
Voting Record Time	11:59 p.m. on 18 September 2026
Latest time and date for receipt of Voting Instructions	10:59 a.m. on 28 September 2026
General Meeting	11:00 a.m. on 30 September 2026
Announcement of results of the General Meeting	1 October 2026
Withdrawal Cut-Off Date	5:00 p.m. on 8 October 2026
Closing Date and the Tender Offer record date	5:00 p.m. on 12 October 2026
Tender Offer Results Announcement by the Company	On or about 14 October 2026
Purchase of Ordinary Shares/unblocking of Ordinary Shares scaled back/crediting of AIX CSD accounts of Tender Offer proceeds	Promptly following the Tender Offer Results Announcement ¹

Notes:

All references to time in this document are to Astana time unless otherwise stated.

¹ **Note:** Subject to completion of the necessary arrangements, such as receipt of cleared funds.

Each of the above times and dates for the Tender Offer is indicative only and based on the Company's expectations and is subject to change.

If any of the above times and/or dates for the Tender Offer should change, the revised times and/or dates will be announced to Shareholders by means of an announcement posted on the Company's website and through a Regulatory Announcement Service.

DIRECTORS, SECRETARY AND ADVISERS

Directors	Abdulsalam Al-Murshidi, <i>Chair</i> Omar Bahram, <i>Vice Chair</i> Vitaly Nesis, <i>Chief Executive Officer</i> Evgueni Konovalenko, <i>Senior Independent Non-Executive Director</i> Janat Berdalina, <i>Independent Non-Executive Director</i> Steven Dashevsky, <i>Independent Non-Executive Director</i> Pascale Jeannin Perez, <i>Independent Non-Executive Director</i> Richard Sharko, <i>Independent Non-Executive Director</i>
Company Secretary	Tania Tchedaeva
Nominated Broker to the Company	BCC Invest JSC 98 Panfilov Street Almaly District Almaty, A05G1D2 Kazakhstan
Financial adviser	Oman Investment Bank SAOC Shams Al Sarooj Building, Al Muntazah St. Way No. 3052, Hayy As Saruj Shatti Al Qurum Muscat Sultanate of Oman P.O. Box 10, Postal Code 133
Legal advisers to the Company	Dentons UK and Middle East LLP One Fleet Place London EC4M 7WS United Kingdom Dentons Kazakhstan LLP 110E, Al-Farabi Ave. Almaty 050040 Kazakhstan
Registrar	Astana International Exchange Registrar Ltd Astana Esil district, 55/19 Mangilik El Avenue

DEFINITIONS

The following definitions apply throughout this document unless the context otherwise requires:

"AFSA"	Astana Financial Services Authority;
"AIFC"	Astana International Financial Centre;
"AIFC Law"	the Companies Regulations, the Companies Rules, all other AIFC acts, laws, regulations and subordinate legislation, for the time being in force, affecting the Company;
"Agent"	as defined in paragraph 4.1(b) of Part III;
"AIX"	Astana International Exchange Ltd;
"AIX Business Rules"	the AIX Business Rules adopted by the AIX Board of Directors and approved by the AFSA as of 12 November 2017, as amended. These include, inter alia, the General Provisions, the Market Listing Rules, the Admission and Disclosure Standards for Issuers and the Market Disclosure Rules;
"AIX CSD"	Astana International Exchange Central Securities Depository Limited, the central securities depository of the AIX;
"AIX CSD Participant"	An AIX Trading Member or an AIX CSD Recognised Custodian;
"AIX CSD Recognised Custodian"	a "Custodian" for the purposes of the AIX CSD Business Rules issued by the AIX CSD;
"AIX Market Notice"	a notice made by AIX to its market participants under the AIX Business Rules in connection with, on or about the date of, announcement by the Company of the Tender Offer containing, inter alia, the further details and procedures for participation by the Shareholders in the Tender Offer and filing of Tender Submissions;
"AIX Trading Member"	a person who is recognised as a trading member of the AIX in accordance with the AIX Business Rules issued by AIX;
"Alternative Currency"	with respect to payment of the Tender Price, United Arab Emirates Dirham or Kazakhstani Tenge at the official exchange rate of such currency against USD published by the central bank of such country on the date of payment (or, if such rate is unavailable, a commercially reasonable rate of exchange determined by the Company acting reasonably);
"Articles of Association"	the articles of association of the Company as amended;
"ARDFM"	the Agency of the Republic of Kazakhstan for Regulation and Development of the Financial Market;
"Board" or "Directors"	the board of directors of the Company, whose names are set out on page 4 of this Circular (or, where the context requires, the directors of the Company from time to time);
"Circular"	this document;
"Closing Date"	5:00 p.m. on 12 October 2026, being the latest date and time for submission of a Tender Submission to the AIX CSD;

"Code"	the UK's City Code on Takeovers and Mergers;
"Companies Regulations"	AIFC Companies Regulations No.2 of 2017, including any modification or re-enactment of it and any waivers or modifications applicable to the Company granted by the Office of the Registrar of Companies of the Astana Financial Services Authority, each to the extent they are for the time being in force;
"Companies Rules"	AIFC Companies Rules No. GR0004 of 2017, including any modification or re-enactment of it and any waivers or modifications applicable to the Company granted by the Office of the Registrar of Companies of the Astana Financial Services Authority, each to the extent they are for the time being in force;
"Company"	Solidcore Resources plc, a public company incorporated under the laws of the Astana International Financial Centre with business identification number 230840900131;
"Eligible Shareholder"	Shareholders who are entitled to participate in the Tender Offer, being persons recorded in book-entry form as beneficially entitled to the Ordinary Shares recorded on the Register on the Closing Date and excluding those resident in a Restricted Jurisdiction;
"Equivalent Securities"	other securities immediately convertible into, exercisable for or exchangeable into shares;
"Exchange Act"	the United States Exchange Act of 1934 (as amended);
"Financial Adviser"	Oman Investment Bank SAOC, a closed joint stock company registered and licensed in the Sultanate of Oman;
"Form of Proxy"	the form of proxy for use in connection with the General Meeting which is available on the Company's website at https://www.solidcore-resources.com/ ;
"General Meeting"	the general meeting of the Company to be held at Baiterek Room, Sheraton Astana Hotel, 60/1 Syganak Street, Z05T6B0, Astana, Kazakhstan at 11:00 a.m. (Astana time) on 30 September 2026, notice of which is set out at the end of this Circular;
"Group"	the Company and its subsidiary undertakings from time to time;
"Latest Practicable Date"	7 September 2026, being the last Working Day prior to the publication of this Circular;
"KZT"	Tenge, the lawful currency of the Republic of Kazakhstan;
"Limit"	as defined in paragraph 2 of Part I;
"Maaden"	Maaden International Investment SPC;
"Mandatory Offer"	as defined in paragraph 2 of Part I;
"Nominated Broker"	BCC Invest JSC, a joint stock company registered in the Republic of Kazakhstan with business identification number 030640007360;
"Non-Maaden Shareholders"	the holders of Ordinary Shares other than Maaden;

"Notice of General Meeting"		the notice convening the General Meeting which is set out at the end of this document;
"Ordinary Shares"		the ordinary shares of U.S. \$0.03 each in the capital of the Company;
"Overseas Shareholders"		a Shareholder who is resident in, or a citizen of, a jurisdiction outside the AIFC and Kazakhstan;
"Person"		as defined in paragraph 4.2(b) of Part III;
"Permitted Acquisition"		as defined in paragraph 2 of Part I;
"Permitted Resolution"	Acquisition	the ordinary resolution set out in the Notice of General Meeting to approve the Significant Shareholder Acquisition as a Permitted Acquisition pursuant to the Articles of Association;
"Registrar"		Astana International Exchange Registrar Ltd;
"Register"		the register of Shareholders of the Company maintained by the Registrar;
"Regulatory Service"	Announcement	the services provided by the AIX, together with any other service provider, providing the Company with a method of declaring any information that must be released to the market either under ongoing reporting requirements or as otherwise required under applicable law from time to time;
"Resolutions"		the ordinary resolutions set out in the Notice of General Meeting to approve the Tender Offer, including, but not limited to, the Permitted Acquisition Resolution;
"Restricted Jurisdictions"		each and any of Australia, Canada, Japan, New Zealand, Singapore, the Republic of South Africa and any other jurisdiction where the mailing of this Circular into or inside or from such jurisdiction would breach any applicable law or regulations;
"Sanctioned Person"		as defined in paragraph 4.2(b) of Part III;
"Sanctions"		as defined in paragraph 2.13 of Part III;
"SEC"		the U.S. Securities and Exchange Commission;
"Shareholders"		holders of Ordinary Shares;
"Significant Acquisition"	Shareholder	as defined in paragraph 4 of Part I;
"Tender Conditions"		as defined in paragraph 2.1 of Part III of this Circular;
"Tender Offer"		the invitation by the Company to Eligible Shareholders to tender Ordinary Shares for purchase by the Company on the terms and subject to the conditions set out in this Circular;
"Tender Offer Announcement"	Results	the announcement of the results of the Tender Offer by the Company on 14 October 2026;
"Tender Price"		the tender price of U.S. \$11.66 per Ordinary Share;

"Tender Submission"	an offer made to tender Ordinary Shares, pursuant to the terms and conditions of the Tender Offer, as inputted on the dedicated board on the AIX's trading platform;
"U.S. or United States"	United States of America, its territories and possessions, any state of the United States of America, any other areas subject to its jurisdiction and the District of Columbia;
"Voting Instructions"	instructions sent by any Shareholder via the (i) the Registrar or (ii) an AIX CSD Recognised Custodian, to appoint a proxy to attend the General Meeting instead of such Shareholder and vote on behalf of such Shareholder at the General Meeting. Such proxy need not also be a Shareholder;
"Voting Record Time"	11:59 p.m. on 18 September 2026, or if the General Meeting is adjourned, 48 hours before the time fixed for the adjourned meeting;
"Withdrawal Cut-Off Date"	5:00 p.m. on 8 October 2026;
"Working Day"	any day other than a Saturday, Sunday or public holiday on which banks are open in Kazakhstan for the transaction of general commercial business; and
"\$", "U.S.\$" and "USD"	United States Dollar, the lawful currency of the United States.

PART I. – LETTER FROM THE BOARD OF SOLIDCORE RESOURCES PLC

Solidcore Resources plc

(incorporated under the laws of the Astana International Financial Centre with business identification number 230840900131)

Directors:

Abdulsalam Al-Murshidi, *Chair*
Omar Bahram, *Vice Chair*
Vitaly Nesis, *Chief Executive Officer*
Evgueni Konovalenko, *Senior Independent Non-Executive Director*
Janat Berdalina, *Independent Non-Executive Director*
Steven Dashevsky, *Independent Non-Executive Director*
Pascale Jeannin Perez, *Independent Non-Executive Director*
Richard Sharko, *Independent Non-Executive Director*

Registered Office:

1306 Office,
13th Floor,
10 Dinmukhamed Qonayev Street,
Esil District,
Astana, 010000,
Kazakhstan

8 September 2026

Dear Shareholder,

Proposed Return of Capital to Shareholders by way of Tender Offer, Proposed Approval of the Significant Shareholder Acquisition as a Permitted Acquisition pursuant to the Articles of Association and Notice of General Meeting

1 Introduction

The Board of Solidcore Resources plc announced today that it proposes to make a capital return to shareholders of up to U.S. \$1,200 million by way of a tender offer (the **Tender Offer**) at a price of U.S. \$11.66 per Ordinary Share (the **Tender Price**). If the maximum number of Ordinary Shares under the Tender Offer are tendered this would result in the purchase of approximately 23.2 per cent. of the Company's expected issued share capital (excluding treasury shares) as at the Closing Date.

This letter sets out the background to and reasons for the Tender Offer, including ancillary resolutions required in order to implement the Tender Offer, and why the Board believes the Tender Offer to be in the best interests of the Company and its Shareholders as a whole. This Circular also contains details on the procedure that should be followed by those Eligible Shareholders who wish to participate in the Tender Offer. Eligible Shareholders are not obliged to tender any of their Ordinary Shares if they do not wish to do so.

To enable the Tender Offer to take place, the Company is seeking Shareholders' approval of the Resolutions, which grants permission to the Company to buy back up to 102,915,952 Ordinary Shares in connection with the Tender Offer, as well as other resolutions required to implement the Tender Offer, at a General Meeting to be held at 11:00 a.m. (Astana time) on 30 September 2026.

2 Background to and reasons for the recommendation

Rationale for the Tender Offer

Following the completion of the divestiture of its Russian assets in March 2024, the Board has continued to review options for returning capital to Shareholders, taking into account the Company's capital allocation priorities, the funding requirements of its strategic growth projects and the wider market backdrop.

On 19 March 2026, the Company announced strong financial results for the year ended 31 December 2025 (the “**FY25 Results**”) with a free cash flow of US \$348 million, net cash position of US \$464 million and cash balance of US \$731 million.² In the FY25 Results announcement, the Company stated that it would continue to prioritise its c. US \$1 billion investment in the Ertis POX project and other growth initiatives over the payment of a dividend for the year ended 31 December 2025. The Board also noted that it would review this position once the proposed investment plans had been fully funded and the legal uncertainties relating to the concentrate had been further clarified.

In its H1 2026 results, the Company further reported that its key development projects were progressing in line with schedule. Supported by strong operational results and favourable gold price dynamics, the Company’s net cash position increased to US \$653 million as of 30 June 2026. The Cash balance stood at US \$878 million as of 30 June 2026 and further increased to US \$1.4 billion as of 31 August 2026 with net cash of US\$747 million as of 31 August 2026³. The Company has secured external financing of US \$700 million for the Ertis POX project. The Board has concluded that the substantial progress made in securing external financing for the Ertis POX project, together with the Company’s existing liquidity, the Company has significantly reduced execution and funding risk, allowing the Company to return a portion of excess capital to Shareholders while maintaining full funding for its strategic growth projects.

The Board has also taken into account the Company’s strengthened operating position and reduced processing risk profile. The issues previously affecting processing at the Amursk POX facility have now been resolved and the Company has materially reduced its historical reliance on Amursk POX by diversifying concentrate processing arrangements through third-party facilities operating in Kazakhstan. The legal uncertainty over continuation of processing at Amursk POX has also been materially reduced as the Company extended the Office of Foreign Asset Control assurance letter for another 12 months until 14 May 2027. The Board believes that these developments have improved the resilience and flexibility of the Company’s processing arrangements and reduced a key operational risk.

In addition, during the year ended 31 December 2025, the Company completed the final share exchange offer in respect of Ordinary Shares blocked in Euroclear, followed by a mandatory buyback of the balance of the blocked shares. The Board considers that this represents an important step in addressing legacy structural constraints affecting the Company’s shareholder value, ensuring that all shareholders are afforded an equal opportunity to participate in the distribution.

Overall, the Company’s progression with the financing of existing investment plans, strengthened cash position, mitigation of processing risks and resolution of legacy structural constraints on the Company’s equity provides a solid base for the Company to now return value to its Shareholders.

The Board has carefully considered various options for cash distribution in excess of the Company’s foreseeable future investment needs to Shareholders. The Board further noted the limited liquidity in the Company’s shares and the extended timeframe and execution uncertainty associated with a potential re-IPO on an international exchange. The Board has determined that the Tender Offer would be the most appropriate method of shareholder payout in a timely and efficient manner.

In particular, the Board considers the Tender Offer in the best interests of the Company and its Shareholders as a whole, because:

² The financial performance reported by the Company contains certain Alternative Performance Measures (APMs) disclosed to complement measures that are defined or specified under IFRS. For more information on the APMs used by the Company, including justification for their use, please refer to the “Alternative performance measures” section of the Company’s FY25 Results.

³ Cash and Net cash as of 30 June 2026 and 31 August 2026 based on unaudited consolidated management accounts.

- (i) the Tender Offer enables the Company to return capital to Shareholders at a market-driven price with an attractive premium. The Tender Price represents a premium of 10 per cent. to the volume-weighted average price during the 30-day period ending on, and including, the Latest Practicable Date;
- (ii) Eligible Shareholders have a choice as to whether they participate in the Tender Offer or not, such that:
 - (a) the Tender Offer provides the opportunity for Eligible Shareholders who wish to reduce or liquidate their holdings of Ordinary Shares to do so especially amidst the constrained market liquidity and at a premium to the market price; and
 - (b) the Tender Offer allows Eligible Shareholders who do not wish to receive capital at this time to maintain their full investment in the Company;
- (iii) the Tender Offer is available to all Eligible Shareholders regardless of the size of their shareholdings; and
- (iv) the Tender Offer will reduce the number of Ordinary Shares in issue (excluding treasury shares) and, hence, concentrate value and earnings among smaller amount of remaining Ordinary Shares.

The Board considers the Tender Offer to be consistent with its established capital allocation framework. All organic investment opportunities and strategic initiatives identified by the Board that meet the Group's return criteria continue to be fully funded. Therefore, the Board believes the Tender Offer to represent a disciplined return of capital which does not affect the Group's strategic priorities or its ability to invest in growth opportunities. The Board remains confident in the long-term prospects of the Group and its ability to continue generating cash flow.

The Board further notes that the Company's major shareholder, Maaden, and the Group's CEO have both confirmed that they do not intend to participate in the Tender Offer. The Board considers this to be a clear signal of their continued long-term strategic commitment and confidence in the Company's future, and an important factor in supporting stability and mitigating potential geopolitical and stakeholder-related risks, which is particularly relevant in the context of the Company's operating environment.

Rationale for the Permitted Acquisition Resolution

Prior to its redomiciliation, as a Jersey incorporated company listed on the London Stock Exchange, the Company was a "Code company" and any merger or takeover transactions the Company participated in were subject to the UK's City Code on Takeovers and Mergers (the **Code**) and the remit of the UK Takeover Panel. Since redomiciliation, the Code no longer applies directly to any such transactions that the Company is involved in and AFSA has not published a complete set of takeover rules, nor established a timeline for the implementation of such rules.

In the absence of a complete set of takeover rules established by AFSA, the Articles of Association contain analogous provisions to the mandatory offer provisions of the Code. Pursuant to Article 15.1 of the Articles of Association, a person must not acquire an interest in Ordinary Shares which (together with any interests held by persons acting in concert with them):

- (i) carries 30 per cent. or more of the voting rights of the Company; or
- (ii) further increases its percentage of voting rights in the Company while carrying between 30 per cent. and 50 per cent. of the voting rights of the Company,

(each of limb (i) and (ii) a **Limit**), unless such acquisition complies with the exceptions in Article 15.6 of the Articles of Association (defined as a **Permitted Acquisition**).

Where a person acquires Ordinary Shares which breaches a Limit (other than pursuant to a Permitted Acquisition), that person will be in breach of the Articles of Association. In such circumstances, the

Board are permitted to impose a wide range of penalties, including forced sale, restrictions on transfer and suspending dividends.

An acquisition of Ordinary Shares which results in the breach of a Limit can be regularised if accompanied by a mandatory offer to all other Shareholders in accordance with Article 15.6(c) of the Articles of Association (a **Mandatory Offer**). However, a Mandatory Offer is not required, pursuant to Article 15.6(e) of the Articles of Association, where the relevant increase in voting rights arises solely as a result of a share buyback, capital reduction or other similar action by the Company, provided that:

- (i) prior to the implementation of the share buyback, capital reduction or other similar action, the Company obtains approval by ordinary resolution passed by a general meeting of Shareholders; and
- (ii) no votes are cast in favour of the ordinary resolution by the person proposing to make the acquisition and any person determined by the Board to be acting in concert with them.

The Company's significant Shareholder, Maaden International Investment SPC (**Maaden**) holds 140,672,607 Ordinary Shares representing an aggregate interest of 31.74 per cent. of the total number of voting rights in the Company as at 7 September 2026 (the **Latest Practicable Date**). The Company has received an irrevocable undertaking from Maaden not to participate in the Tender Offer as further described in paragraph 12 below. If Maaden does not dispose of any Ordinary Shares outside of the Tender Offer or pursuant to the Tender Offer, and any number of Ordinary Shares under the Tender Offer are successfully tendered, this would result in the breach of a Limit in circumstances where the shareholder approval referred to in Article 15.6(e) of the Articles of Association is not obtained.

3 Structure of the Tender Offer

The Tender Offer will be implemented on the basis of the Company acquiring the successfully tendered Ordinary Shares at the Tender Price (with such acquisitions being market purchases in accordance with the provisions of the Company Regulations).

The Tender Offer will be open to all Eligible Shareholders. Eligible Shareholders may participate in the Tender Offer regardless of: (i) whether or not they vote in the General Meeting; or (ii) whether or not they vote to approve the Resolutions at the General Meeting. Eligible Shareholders must consider carefully all of the information contained in this Circular as well as their personal circumstances when deciding whether or not to participate in the Tender Offer.

Eligible Shareholders may participate in the Tender Offer by tendering a proportion or all of their registered holdings of Ordinary Shares.

Completion of the Tender Offer is subject to, amongst other things, the passing of the Resolutions.

The Tender Offer will close at 5:00 p.m. (Astana time) on 12 October 2026 and tenders received after that time will not be accepted unless otherwise approved by the Company.

IF YOU DO NOT HAVE ACCESS TO TRADING THROUGH AIX OR AN ACCOUNT WITH AIX CSD OR IF YOU, OR YOUR NOMINEE, HOLD ORDINARY SHARES DIRECTLY WITH THE REGISTRAR, YOU MUST OPEN A BROKERAGE OR CUSTODY ACCOUNT WITH AN AIX CSD PARTICIPANT IN ORDER TO PARTICIPATE IN THE TENDER OFFER. For further details on how to open a brokerage or custody account, see the "*Tender Offer Q&A*" document published on the Company's website alongside this Circular.

The principal terms of the Tender Offer (which are set out in more detail in Part III of this Circular) are as follows:

- (i) The Tender Offer is being made to Eligible Shareholders by the Company for the purchase of up to 102,915,952 Ordinary Shares at the Tender Price of U.S. \$11.66 per Ordinary Share.

- (ii) Eligible Shareholders have the right to tender a portion or all of the Ordinary Shares expected to be registered in each Eligible Shareholder's name on the Closing Date, rounded down to the nearest whole number of Ordinary Shares.
- (iii) The Company will purchase up to 102,915,952 of the existing issued Ordinary Shares for a total purchase price of up to U.S. \$1,200 million. If the number of Ordinary Shares validly tendered is less than or equal to 102,915,952 Ordinary Shares, the Company will purchase all Ordinary Shares tendered. If more than 102,915,952 Ordinary Shares are validly tendered, the Company will scale back the number of Ordinary Shares accepted for purchase from each tendering Eligible Shareholder on a pro rata basis, such that the aggregate number of Ordinary Shares purchased does not exceed 102,915,952 Ordinary Shares. If any fractions arise from scaling back, the number of Ordinary Shares accepted will be rounded down to the nearest whole number.
- (iv) The maximum number of Ordinary Shares that will be purchased by the Company under the Tender Offer is 102,915,952 representing approximately 23.2 per cent. of the Company's expected issued share capital (excluding Treasury Shares) as at the Closing Date.
- (v) Conditional upon the Tender Offer becoming unconditional and subject to the terms thereof, any Ordinary Shares acquired by the Company pursuant to the Tender Offer shall be held as treasury shares in accordance with AIFC Law, and will not rank for any future dividends distribution or other equity-related rights declared by the Company after the date they are bought by the Company. The Company will determine in due course how such treasury shares will be dealt with in accordance with AIFC Law.
- (vi) Assuming full take up of the Tender Offer, following completion of the Tender Offer, the Company expects that it will have 340,230,182 Ordinary Shares in issue (excluding treasury shares).
- (vii) Eligible Shareholders, or an AIX CSD Participant on its behalf, should submit a Tender Submission electronically through the AIX / AIX CSD as described in Part III of this Circular.
- (viii) Once a Tender Submission is submitted, the Ordinary Shares tendered may not be sold, transferred, charged or otherwise disposed of unless it is first withdrawn. Eligible Shareholders may validly withdraw or revoke a Tender Submission to tender Ordinary Shares before the Withdrawal Cut-Off Date. After the Withdrawal Cut-Off Date, a Tender Submission to tender Ordinary Shares previously submitted and not withdrawn, or subsequently submitted, shall be irrevocably committed, subject to the terms and conditions of the Tender Offer.
- (ix) Full details of the Tender Offer, including the terms and conditions on which it is made, are set out in Part III of this Circular.
- (x) This is not a recommendation to Shareholders to sell or tender their Ordinary Shares. Shareholders are not obliged to tender any Ordinary Shares and Shareholders who wish to retain all of their investment in the Company should not submit, and should not request the submission on their behalf of, a Tender Submission. Whether or not Eligible Shareholders tender any Ordinary Shares will depend on, among other things, their view of the Company's prospects and their own individual circumstances, including their tax position, on which they should seek their own independent advice.

4 **Proposed Approval of the Significant Shareholder Acquisition as a Permitted Acquisition pursuant to the Articles of Association**

As set out in paragraph 2 above, given that Maaden's current percentage interest in Ordinary Shares is 31.74 per cent. of the voting rights of the Company, an increase in Maaden's percentage interest in Ordinary Shares as a result of the Tender Offer will have the effect of breaching a Limit under the Articles of Association (the **Significant Shareholder Acquisition**). In accordance with Article 15.6(e) of the Articles of Association, the Board is seeking approval of the Significant Shareholder Acquisition as a Permitted Acquisition. The Permitted Acquisition Resolution is subject to approval of Non-Maaden

Shareholders on a poll, where each Non-Maaden Shareholder will be entitled to vote for each Ordinary Share they hold. Maaden is not entitled to vote on the Permitted Acquisition Resolution.

In the event that (i) the Non-Maaden Shareholders approve the Permitted Acquisition Resolution; (ii) the Company repurchases the maximum number of Ordinary Shares pursuant to the Tender Offer; (iii) the Company does not issue further Ordinary Shares; and (iv) Maaden does not dispose of any Ordinary Shares outside of the Tender Offer, on the basis that Maaden is not permitted to participate in the Tender Offer pursuant to its irrevocable undertaking, Maaden's shareholding of 140,672,607 Ordinary Shares, which represents 31.74 per cent. of the total number of voting rights in the Company, would increase to a maximum of 41.3 per cent. of the total voting rights in the Company.

As Maaden's interest in the voting rights of the Company will increase as a result of the Tender Offer, they cannot acquire any further interest in Ordinary Shares of the Company without breaching a Limit under the Articles of Association. The Permitted Acquisition Resolution only applies in respect of increases in the percentage interest of Maaden resulting from purchases by the Company of its own Ordinary Shares under the Tender Offer and not in respect of any other increases in Maaden's interests in Ordinary Shares by any other means.

5 Notices to Overseas Shareholders

The attention of Shareholders who are not resident in the AIFC or Kazakhstan is drawn to paragraph 6 of Part III of this Circular.

It is the responsibility of all Overseas Shareholders to satisfy themselves as to the observance of any legal requirements in their jurisdiction, including, without limitation, any relevant requirements in relation to the ability of such holders to complete and return, or procure the completion and return of, a Tender Submission.

6 Notification of Interests

Under the AIX Business Rules, Shareholders are required to notify the Company, the AIX and AFSA upon acquiring or ceasing to hold, individually or with an associate of the Shareholder, five per cent. of the voting rights attaching to Ordinary Shares, or if their holding increases or decreases by one per cent. above that threshold. Such notification obligation may arise as a result of the reduction in the Company's issued share capital following completion of the Tender Offer. The Company will announce as soon as possible following the purchase of Ordinary Share under the Tender Offer the number of total voting rights outstanding as a result of the completion of the Tender Offer.

If Shareholders are in any doubt as to whether they should make a notification to the Company, the AIX and AFSA (including as a result of the Tender Offer), or as to the form of that notification, then Shareholders are advised to consult their lawyers or other professional advisers.

7 Taxation

It is expected that participation in the Tender Offer by Eligible Shareholders may trigger tax consequences as a result of the disposal of Ordinary Shares by such Eligible Shareholders. The tax consequences of participating in the Tender Offer will depend on the individual circumstances of each Shareholder.

Any Shareholder who is in any doubt as to their tax position should consult an appropriate professional adviser.

8 Sanctions

Any Shareholder who is in any doubt as to the Sanctions to which it is or may be subject or who is unaware of the application of such Sanctions to actions of such Shareholder under this Tender Offer should consult an appropriate professional adviser.

9 Material Risks relating to the Tender Offer

For a discussion of the risks and uncertainties which you should take into account when considering whether to vote in favour of the Resolutions, please refer to Part II of this Circular headed "*Risk factors relating to the Tender Offer*".

10 The General Meeting

The Tender Offer requires the approval by Shareholders of the Resolutions at a general meeting of the Company (the **General Meeting**). The Company is convening the General Meeting to be held at Baiterek Room, Sheraton Astana Hotel, 60/1 Syganak Street, Z05T6B0, Astana, Kazakhstan at 11:00 a.m. (Astana time) on 30 September 2026 to consider, and if thought fit, pass the Resolutions to authorise and approve the terms on which the Tender Offer will be effected.

A notice convening the General Meeting, including the Resolutions, is set out at the end of this Circular.

The Resolutions are being proposed as ordinary resolutions and must be passed by a majority of the votes cast at the General Meeting. All Resolutions for consideration at the General Meeting will be decided on a poll rather than a show of hands. This means that each eligible shareholder has one vote for every share held. The Company will not purchase Ordinary Shares pursuant to the Tender Offer unless the Resolutions are duly passed.

The Permitted Acquisition Resolution is subject to approval of Non-Maaden Shareholders on a poll, where each Non-Maaden Shareholder will be entitled to vote for each Ordinary Share they hold. Maaden is not entitled to vote on the Permitted Acquisition Resolution.

Shareholders should read the Notice of General Meeting at the end of this Circular for the full text of the Resolutions and for further details about the General Meeting.

The attention of Shareholders is also drawn to the voting intentions and recommendations of the Board, other than Abdulsalam Al-Murshidi and Omar Bahram, as representatives of Maaden, with respect to the Permitted Acquisition, as set out in the paragraph entitled "*Recommendation*" below.

Shareholders have the right to attend, speak and vote at the General Meeting (or, if they are not attending the meeting, to appoint someone else as their proxy to vote on their behalf) if they are on the Register at the Voting Record Time (namely 11:59 p.m. (Astana time) on 18 September 2026). Changes to entries in the Register after the Voting Record Time will be disregarded in determining the rights of any person to attend and/or vote at the General Meeting. If the General Meeting is adjourned, only those Shareholders on the Register on the date and time provided by the Company in a separate announcement will be entitled to attend, speak and vote or to appoint a proxy.

The number of Ordinary Shares a Shareholder holds as at the Voting Record Time will determine how many votes a Shareholder or their proxy will have in the event of a poll.

A proxy appointed to attend and vote for a Shareholder has the same rights as the Shareholder, including, for example:

- (i) to speak at the meeting; and
- (ii) to vote (but only to the extent allowed by the appointment or the Articles); and
- (iii) to join in a demand for a poll.

A proxy appointed by a Shareholder need not also be a Shareholder. The Company encourages the Shareholders, regardless of the number of shares they own, to appoint the Chair of the General Meeting, as proxy regardless of whether the Shareholder plans to attend in person. This will ensure that the Shareholder's vote will be counted even if the Shareholder is unable to attend.

11 Action to be taken

In relation to the General Meeting and Resolutions

A Form of Proxy for use at the General Meeting accompanies this document. Shareholders should submit the Voting Instructions as soon as possible but, in any event, by no later than 10:59 a.m. (Astana Time) on 28 September 2026 or on the date and time provided by the Company in a separate announcement for any adjourned General Meeting or (in the case of a poll not taken on the same day as the General Meeting or adjourned General Meeting) for the taking of the poll at which it is to be used. Registration of a proxy appointment will not prevent you from attending in person and voting at the General Meeting or from attending electronically if you so wish. Shareholders can submit the Voting Instructions and vote via (no earlier than 21 September 2026 onwards) the:

- (i) AIX CSD Recognised Custodian; or
- (ii) Registrar.

If you have any problems submitting your votes, please contact the Company's Investor Relations team at ir@solidcore-resources.com.

The completion and return of Voting Instructions will not preclude Shareholders from attending the General Meeting and voting in person should they so wish.

In relation to the Tender Offer

Eligible Shareholders who wish to tender all or any of their existing holdings of Ordinary Shares should tender electronically directly, or if an Eligible Shareholder does not have access to the AIX/AIX CSD, procure that an AIX CSD Participant tenders electronically on its behalf, through AIX / AIX CSD so that the Tender Submission is transmitted no later than 5:00 p.m. on 12 October 2026. Further details of the procedures for tendering and settlement are set out in Part III of this Circular.

12 Irrevocable Undertakings

The Company has received an irrevocable undertaking from Maaden, pursuant to which, Maaden has undertaken not to participate in the Tender Offer and to exercise the voting rights attaching to its 140,672,607 Ordinary Shares, representing an aggregate interest of 31.74 per cent. of the total number of voting rights in the Company as at the Latest Practicable Date, in favour of the Resolutions (excluding the Permitted Acquisition Resolution).

The Company has received an irrevocable undertaking from Vitaly Nesis, pursuant to which, he has undertaken not to participate in the Tender Offer and to exercise the voting rights attaching to, in aggregate, 3,451,481 Ordinary Shares, representing an interest of 0.78 per cent. of the total number of voting rights in the Company as at the Latest Practicable Date, in favour of the Resolutions.

13 Issued Share Capital following the Tender Offer

Assuming that the maximum number of Ordinary Shares under the Tender Offer are acquired by the Company, the Company's total issued share capital following completion of the Tender Offer is expected to be 340,230,182 Ordinary Shares (excluding treasury shares). An announcement setting out the Company's new issued share capital, including those held as treasury shares, will be made following completion of the Tender Offer. The Company will determine in due course how such treasury shares will be dealt with in accordance with AIFC Law.

14 Additional Information

If you have any questions relating to this Circular, the General Meeting or the completion and return of the Tender Submission or Form of Proxy, please contact the Company's Investor Relations team at ir@solidcore-resources.com.

15 Recommendation

The Board considers the Tender Offer to be in the best interests of the Company and its Shareholders as a whole and accordingly the Board recommends that Shareholders vote in favour of the Resolutions to be proposed at the General Meeting.

Given that Abdulsalam Al-Murshidi and Omar Bahram each represent Maaden on the Board, each are considered to be interested in the outcome of the Permitted Acquisition Resolution and, accordingly, have not participated in the decision-making of the Board with respect to its recommendation in connection with the Permitted Acquisition.

The Board is making no recommendation to individual Shareholders in relation to participation in the Tender Offer. Whether or not Shareholders decide to tender their Ordinary Shares will depend, amongst other things, on their own individual circumstances, including their own tax position. Shareholders are recommended to consult an appropriately authorised independent adviser in determining whether or not to participate in the Tender Offer and the extent of such participation if at all.

Yours faithfully,

Evgueni Konovalenko

Senior Independent Non-Executive Director

For and on behalf of the Board

PART II. – RISK FACTORS RELATING TO THE TENDER OFFER

In addition to the other information contained in this document, the following risk factors should be considered carefully prior to making any decision as to whether or not to approve or participate in the Tender Offer. The Tender Offer may give rise to certain risks which, if they occur, may have a material adverse effect on the business, financial condition, results of operations and prospects of the Group. If any of the following risks were to materialise, the business, financial condition, results of operations and prospects of the Group could be materially adversely affected, and the value of the Ordinary Shares could decline and Shareholders could lose all or part of their investment in those Ordinary Shares.

The Directors consider the following to be the material risk factors related to the Tender Offer. These risks do not purport to be a comprehensive list of all potential risks in relation to the Tender Offer and do not include additional risks relating to the Tender Offer that are not presently known to the Directors, or which the Directors deem immaterial in the context of the Tender Offer. The risks described in this are based on information known at the date of this document but may not be the only risks to which the Group is or might be exposed. Additional risks and uncertainties, which are currently unknown to the Company or that the Company does not currently consider to be material, may adversely affect the business of the Group and could have material adverse effects on the business, financial condition, results of operations and future prospects of the Group. Shareholders should read this document as a whole and not rely solely on the information set out in this section.

1 Participation in, and the deadlines pursuant to, the Tender Offer may be affected by AIX infrastructure and third parties

Eligible Shareholders holding Ordinary Shares through the AIX market infrastructure, including the AIX CSD, the AIX Registrar or AIX CSD Participant (such as nominees, brokers, custodians or settlement agents), will depend on those persons and systems to process their instructions in a timely and accurate manner. Such persons or systems may apply their own procedures, documentation requirements and internal deadlines (which may be earlier than those set out in this document), and may require additional KYC, compliance or operational steps before processing an instruction.

Accordingly, an Eligible Shareholder's ability to participate in the Tender Offer may be affected by the operation, capacity or availability of AIX systems or relevant intermediaries. This could result in delays or an inability to submit, amend or withdraw a Tender Submission or to tender some or all of their Ordinary Shares.

The Company has no control over these persons or systems and accepts no responsibility for any failure, delay, rejection or inability of an Eligible Shareholder to participate in the Tender Offer arising from them.

2 Completion of the Tender Offer is conditional and may be terminated or withdrawn

There is no guarantee that the Tender Offer will take place. Completion of the Tender Offer is conditional on, among other things, the approval of Shareholders and will not proceed if any of the Tender Conditions are not satisfied or waived by the Company or if it is withdrawn at any point prior to the announcement of the results of the Tender Offer in accordance with the terms and conditions of the Tender Offer set out in Part III of this document.

The approval of the Resolutions requires a majority of those voting at the General Meeting (or of Non-Maaden Shareholders in case of Permitted Acquisition Resolution) to vote in favour of the Resolutions.

It is possible that Shareholders may not approve the Tender Offer. If Shareholders do not approve the Tender Offer, the Board may consider other options available in relation to the deployment or return of surplus capital and may, following such consideration, present alternative arrangements to Shareholders.

3 The market price of the Ordinary Shares may be affected during or after the Tender Offer

The market price of the Ordinary Shares is likely to change during the course of the period that the Tender Offer is open. Therefore, it cannot be certain whether the Tender Price will be greater or less than the price at which the Ordinary Shares could be sold in the market at any time.

The impact on the market price of the Ordinary Shares as a result of the implementation of the Tender Offer cannot be predicted.

4 **The Tender Offer may adversely affect the market value of the Ordinary Shares, reduce the free float and liquidity in trading of the Ordinary Shares**

Assuming the maximum number of Ordinary Shares under the Tender Offer is acquired, 102,915,952 of the Ordinary Shares validly tendered and accepted for purchase in the Tender Offer will be held as treasury shares pursuant to AIFC Law. To the extent that Ordinary Shares are tendered and accepted in the Tender Offer, the total volume of Ordinary Shares available for trading will, therefore, be reduced by the aforementioned amount. An equity security with a smaller volume of securities available for trading may command a lower price than would a comparable security with a greater trading volume. The reduced volume may also make the trading price of the Ordinary Shares more volatile. Consequently, the liquidity, market value and price volatility of Ordinary Shares not tendered in the Tender Offer could be adversely affected. There can be no assurance that the volumes of trading in the Ordinary Shares following the completion of the Tender Offer will match or exceed those prior to the Tender Offer and may be lower. In addition, a market expectation of a reduction in the total number of Ordinary Shares can itself give rise to one or more of the foregoing adverse consequences even prior to the completion of the Tender Offer and/or the announcement of the level of tendering into the Tender Offer.

5 **If implemented, the Tender Offer will result in existing Shareholders with significant holdings of Ordinary Shares that do not participate in the Tender Offer having their proportionate holding in the Company increased**

In the event that (i) the Non-Maaden Shareholders approve the Permitted Acquisition Resolution; (ii) the Company repurchases the maximum number of Ordinary Shares pursuant to the Tender Offer; (iii) the Company does not issue further Ordinary Shares; and (iv) Maaden does not dispose of any Ordinary Shares outside of the Tender Offer, Maaden's shareholding of 140,672,607 Ordinary Shares, which represents 31.74 per cent. of the total number of voting rights in the Company, would increase to a maximum of 41.3 per cent. of total voting rights in the Company.

Shareholders with significant holdings of Ordinary Shares, including Maaden, that do not, or are not otherwise permitted to, tender any of their Ordinary Shares in the Tender Offer in circumstances where other Eligible Shareholders do participate in the Tender Offer will see their proportionate holding in the Company increased, with a corresponding increase and possible concentration in the voting power of the Ordinary Shares held by such Shareholders. Such holders of significant holdings of Ordinary Shares could exercise their voting rights in a manner that is not aligned with the interests of other Shareholders. In addition, a decision to sell the Ordinary Shares by such a significant Shareholder could have a materially greater adverse effect on the price for Ordinary Shares (due to greater proportionate supply) following the completion of the Tender Offer.

Shareholders with a significant holding of Ordinary Shares should have regard to their obligations under Article 15.1 of the Articles of Association (see paragraph 2 of Part I). Shareholders should have regard to any other regulatory obligations that may arise as a result of their shareholding increasing or decreasing due to the Tender Offer (see "*Notification of Interests*" in paragraph 6 of Part I).

6 **Future returns of capital by the Company to Shareholders may not take place**

Should the number of Ordinary Shares validly tendered under the Tender Offer be significantly less than the maximum permitted under the terms of the Tender Offer, and subject to circumstances prevailing following completion of the Tender Offer (including the level of take up of the Tender Offer), the Board may consider alternative capital deployment methods, including share buy backs, tender offers or dividend distributions. Accordingly, the Board may utilise the existing authority given to the Company at its last annual general meeting to buy back Ordinary Shares in the market through the AIX following completion of the Tender Offer, as permitted by the Company Regulations.

There can be no certainty that there will be any subsequent return of capital by the Company to Shareholders, whether because of low or no take-up of the Tender Offer, a decision by the Board that it is no longer in the best interest of Shareholders as a whole, changes of circumstances following the date of this Circular, or any other reason.

There is no certainty that any future buy back of Ordinary Shares will be at a price equal to, or higher, than the Tender Price, as the maximum price is linked to the market value of an Ordinary Share at the relevant time.

7 Eligible Shareholders may receive less than the market value or acquisition cost of their Ordinary Shares

Eligible Shareholders whose Ordinary Shares are purchased pursuant to the Tender Offer will receive the Tender Price per Ordinary Share. There can be no assurance that the Tender Price will be greater than the price at which an Eligible Shareholder acquired their Ordinary Shares or greater than the market price at which such Ordinary Shares could otherwise be sold at any particular time.

8 Tendered Ordinary Shares will become irrevocable after the Withdrawal Cut-Off Date and may not be traded

Once a valid Tender Submission has been submitted, the Ordinary Shares tendered may not be sold, transferred, charged or otherwise disposed of unless first withdrawn. Eligible Shareholders may only withdraw or revoke their tendered Ordinary Shares up to the Withdrawal Cut-Off Date. Following the Withdrawal Cut-Off Date, any Ordinary Shares tendered and not validly withdrawn, or subsequently tendered, will become irrevocably committed to the Tender Offer, subject to the terms and conditions of the Tender Offer.

Following the Withdrawal Cut-Off Date, such tendered Ordinary Shares will be blocked within the AIX CSD. During this period, the market price of the Ordinary Shares may rise or fall and Eligible Shareholders whose Ordinary Shares are blocked will not be able to trade those Ordinary Shares.

If the Tender Offer lapses, is terminated or otherwise does not become unconditional in accordance with the terms and conditions set out in Part III of this Circular, the relevant Ordinary Shares will be unblocked and returned to the original available balances relating to the relevant Eligible Shareholder. In addition, if the Tender Offer is oversubscribed and the number of Ordinary Shares accepted for purchase is scaled back on a pro rata basis, any tendered Ordinary Shares which are not accepted for purchase by the Company as a result of such scaling back will also be unblocked and returned to the original available balances relating to the relevant Eligible Shareholder.

9 Participation in the Tender Offer may give rise to tax liabilities

Participation in the Tender Offer may trigger tax consequences for Eligible Shareholders as a result of the disposal of Ordinary Shares pursuant to the Tender Offer. The tax treatment of participation in the Tender Offer will depend on the individual circumstances of each Shareholder, including the jurisdiction in which the Shareholder is resident or subject to tax.

Eligible Shareholders should carefully consider all of the information contained in this Circular, before making any decision as to whether or not to participate in the Tender Offer. Shareholders are strongly recommended to consult their own independent professional advisers regarding the tax consequences of participating in the Tender Offer.

10 Eligible Shareholders may receive the Tender Price in an Alternative Currency

If, due to applicable law, sanctions, restrictions imposed by any governmental authority, disruption of payment systems, unavailability of correspondent banking channels, delays or other circumstances beyond the reasonable control of the Company, payment of the Tender Price in USD is unlawful or impracticable, or subject to significant delay, the Company may satisfy its obligation to pay the Tender Price by making payment in an Alternative Currency. Whereas the Company considers unlikely that an Alternative Currency may be used, the Company cannot assure Eligible Shareholders that, if the Tender Price is so paid, such payment will reflect the return on investment that an Eligible Shareholder had expected upon payment of the Tender Price in USD or that such payment is freely convertible without risk or additional fees into USD or the currency that an Eligible Shareholder had ultimately intended to convert the Tender Price.

PART III – TERMS AND CONDITIONS OF THE TENDER OFFER

1 Introduction

- 1.1 Eligible Shareholders are being invited to tender a portion or all of their Ordinary Shares for purchase by the Company on the terms and subject to the conditions set out in this Circular.
- 1.2 Eligible Shareholders who do not wish to participate in the Tender Offer need take no action. The rights of Eligible Shareholders who choose not to tender their Ordinary Shares will be unaffected.
- 1.3 The Tender Offer will be implemented by means of market purchases on the AIX by the Company, who will purchase the Ordinary Shares successfully tendered (subject to the overall limit of the Tender Offer) at the Tender Price.
- 1.4 All of the Ordinary Shares purchased by the Company in connection with the Tender Offer will be held as treasury shares in accordance with AIFC Law. The Company will determine in due course how such treasury shares will be dealt with in accordance with AIFC Law.

2 Terms of the Tender Offer

- 2.1 Completion of the Tender Offer is conditional upon the following (together, the **Tender Conditions**):
 - (i) the Resolutions being approved at the General Meeting; and
 - (ii) the Tender Offer not having been terminated in accordance with paragraph 2.16 of this Part III.

The Company will not purchase the Ordinary Shares pursuant to the Tender Offer unless all the Tender Conditions have been satisfied or waived. If any of the above conditions are not satisfied or waived (if applicable) by 7:00 a.m. (Astana time) on 13 October 2026 (or such later time and date as the Company may determine), the Tender Offer will lapse.

- 2.2 All Ordinary Shares tendered by Eligible Shareholders under the Tender Offer will be tendered at the Tender Price, which is fixed. Ordinary Shares may not be tendered at any other price.
- 2.3 The maximum number of Ordinary Shares that may be purchased pursuant to the Tender Offer will not exceed 102,915,952, equivalent to 23.2 per cent. of the expected issued share capital of the Company (excluding treasury shares) as at the Closing Date.
- 2.4 The Tender Offer is available only to Eligible Shareholders on the Closing Date and in respect of the number of Ordinary Shares registered in those Eligible Shareholders' names at such time.
- 2.5 Each Eligible Shareholder is entitled, subject to the terms and conditions set out in this Part III, to tender a portion or all of their Ordinary Shares. Eligible Shareholders may participate in the Tender Offer regardless of: (i) whether or not they vote in the General Meeting; or (ii) whether or not they vote to approve the Resolutions at the General Meeting. If the number of Ordinary Shares validly tendered is less than or equal to 102,915,952 Ordinary Shares, the Company will purchase all Ordinary Shares tendered. If more than 102,915,952 Ordinary Shares are validly tendered, the Company will scale back the number of Ordinary Shares accepted for purchase from each tendering Eligible Shareholder on a pro rata basis, such that the aggregate number of Ordinary Shares purchased does not exceed 102,915,952 Ordinary Shares. If any fractions arise from scaling back, the number of Ordinary Shares accepted will be rounded down to the nearest whole number.
- 2.6 All or any part of a holding of Ordinary Shares may be tendered. Only whole numbers of Ordinary Shares may be tendered.
- 2.7 Ordinary Shares successfully tendered under the Tender Offer will be bought by the Company, fully paid and free from all liens, charges, equitable interests and encumbrances and with all rights attaching to the same. Ordinary Shares purchased by the Company pursuant to the Tender Offer will be market purchases through the facilities of the AIX and in accordance with the rules of the AIX, the AIX CSD and AIFC

Law. Conditional upon the Tender Offer becoming unconditional and subject to the terms thereof, any Ordinary Shares acquired by the Company pursuant to the Tender Offer shall be held as treasury shares, pursuant to AIFC Law, and will not rank for any future dividends distribution or other equity-related rights declared by the Company after the date they are bought by the Company. The Company will determine in due course how such treasury shares will be dealt with in accordance with AIFC Law.

- 2.8 Subject to paragraph 2.17, under which the Company has the ability to extend the Tender Offer, the Tender Offer will close at 5:00 p.m. on 12 October 2026 and no tenders received after that time will be accepted unless otherwise approved by the Company.
- 2.9 All tenders of Ordinary Shares must be made by the input and settlement of an appropriate Tender Submission in the AIX CSD in accordance with the instructions set out below and the relevant procedures in the AIX CSD Business Rules and Procedures which together constitute part of the terms of the Tender Offer. Such tenders will be valid only if the procedures contained in this Circular and in the relevant parts of the AIX CSD Business Rules and Procedures are complied with.
- 2.10 Subject to paragraph 2.17, the Tender Offer Results Announcement is expected to be published on the Company's website and through a Regulatory Announcement Service on or about 14 October 2026.
- 2.11 All documents and remittances sent by or to Shareholders and all instructions made by or on behalf of an Eligible Shareholder through the AIX CSD relating to the Tender Offer will be sent or made (as the case may be) at the risk of the sender or maker. If the Tender Offer does not become unconditional, or does not proceed, and lapses, the Company, together with the Nominated Broker, will notify the AIX CSD who will unblock all Ordinary Shares held on behalf of an Eligible Shareholder by an AIX CSD Participant (if any) such that such Ordinary Shares shall revert to the original available balances to which those Ordinary Shares relate, in each case not later than ten Working Days after the date of such lapse.
- 2.12 If only part of the number of Ordinary Shares that are validly tendered is successfully tendered pursuant to the Tender Offer, the relevant Eligible Shareholder will receive the credit of the balance of the unsold Ordinary Shares by way of unblocking subject to the processing of this action by the related AIX CSD Participant.
- 2.13 All Ordinary Shares successfully tendered will be purchased by the Company at the Tender Price. All questions as to the number of Ordinary Shares tendered and the validity, form, eligibility (including the time of receipt) and rejection of any tender of Ordinary Shares under the Tender Offer will be determined by the Company, which determination shall be final and binding on all parties except as otherwise required under applicable law. The Company reserves the absolute right to reject any or all tenders it determines not to be in proper form or where the payment for which may, in the opinion of the Company, be unlawful under the laws of any jurisdiction, including the Shareholder (or any of its beneficial owners, affiliates, directors, officers or employees) being the subject or target of any sanctions administered or enforced by the U.S. Government, (including, without limitation, the Office of Foreign Assets Control of the U.S. Department of the Treasury or the U.S. Department of State and including, without limitation, the designation as a "specially designated national" or "blocked person"), the United Nations Security Council, the European Union, His Majesty's Treasury, or any other relevant governmental or regulatory authority, institution or agency of the U.S., EU or UK which administers economic, financial or trade sanctions (collectively, **Sanctions**). The Company also reserves the absolute right to waive any of the terms or conditions of the Tender Offer and any defect or irregularity in the tender of any particular Ordinary Shares or any particular holder thereof. Unless the Company determines otherwise, no tender of Ordinary Shares will be deemed to be validly made until all defects or irregularities have been cured or waived. In the event of a waiver, the consideration under the Tender Offer will not be made by way of AIX CSD payment to the relevant Eligible Shareholder until after the relevant Tender Submission has settled. Neither the Company nor any other person is or will be obliged to give notice of any defects or irregularities in any tender and none of them will incur any liability for failure to give any such notice.
- 2.14 The Company is not imposing any fees in connection with the Tender Offer. Ordinary Shares will be purchased under the Tender Offer free of all commissions and dealing charges save if you own your Ordinary Shares through a bank, broker, dealer, trust company or other nominee and such person tenders your Ordinary Shares on your behalf, in which case such person may charge you a fee for doing so. You should consult with your bank, broker, dealer, trust company or other nominee to determine whether any charges will apply.

- 2.15 The failure of any person to receive a copy of this Circular shall not invalidate any aspect of the Tender Offer.
- 2.16 If, at any time prior to the announcement of the results of the Tender Offer:
- (a) the Board in its absolute discretion concludes that the Tender Offer would no longer be in the best interests of the Company and/or the Shareholders as a whole; or
 - (b) there shall occur:
 - (I) any material adverse change in the national or international, financial, economic, political or market conditions; or
 - (II) any material adverse change in the financial position or prospects and/or circumstances of the Company (including, without limitation, in relation to the cash position of the Company or by reason of any change in legislation, practice, circumstances or otherwise),

such that the purchase of Ordinary Shares by the Company may have adverse fiscal consequences for the Company or Shareholders as a whole and it renders (in the reasonable opinion of the Directors), the Tender Offer temporarily or permanently impractical or inadvisable (taking into account the background to and reasons for the Tender Offer), the Company may terminate the Tender Offer. If the Tender Offer is terminated, the Company will make an announcement on its website and through a Regulatory Announcement Service.

- 2.17 The Company reserves the right, at any time prior to the announcement of the results of the Tender Offer, to extend the period during which the Tender Offer is open, based on market conditions and/or other factors, subject to compliance with applicable legal and regulatory requirements. In the event that the Company extends the period during which the Tender Offer is open, any references to the "Closing Date" shall mean the latest time and date at which the Tender Offer applicable to Ordinary Shares, as so extended, shall close. The Company shall notify Shareholders of any such revision without delay by public announcement on the Company's website and through a Regulatory Announcement Service not later than 8:00 a.m. on the Working Day after the extension or variation.
- 2.18 The terms of the Tender Offer shall have effect subject to such non-material modifications as the Company may from time to time approve. The times and dates referred to in this Circular may be amended by the Company in its absolute discretion.
- 2.19 The Tender Offer and all matters in connection with the creation, validity, effect, interpretation or performance of, or the legal relationships established by, the Tender Offer, including the input of a Tender Submission in the AIX CSD, whether contractual or non-contractual, will be governed by, and construed in accordance with, the AIFC Law. Any dispute, whether contractual or non-contractual, arising out of or in connection to the Tender Offer, including any question regarding its existence, validity, or termination, shall be subject to the exclusive jurisdiction of the AIFC Court.

3 Procedure for Tendering

Shareholders who hold, or whose nominee holds, Ordinary Shares directly with the Registrar

Before proceeding with the process described under the heading "*Shareholders with brokerage or custody accounts with AIX Trading Members or AIX CSD Recognised Custodians*", Shareholders who hold Ordinary Shares directly with the Registrar, or whose nominee holds directly with the Registrar, must first open a brokerage or custody account with an AIX Trading Member or AIX CSD Recognised Custodian. Such Shareholders will not be able to participate in the Tender Offer unless they first transfer, or procure the transfer, of the Ordinary Shares that they propose to tender into a brokerage or custody account with an AIX Trading Member or AIX CSD Recognised Custodian. For further details on how to open a brokerage or custody account, see the "*Tender Offer Q&A*" document published on the Company's website alongside this Circular.

Shareholders with brokerage or custody accounts with AIX Trading Members or AIX CSD Recognised Custodians

To tender Ordinary Shares under the Tender Offer you should procure that the AIX Trading Member or AIX CSD Recognised Custodian which holds Ordinary Shares on your behalf, submits a Tender Submission specifying the number of Ordinary Shares you wish to tender under the Tender Offer, as soon as possible and in any event so that the Tender Submission is transmitted by no later than the Closing Date. Please note that transmission cannot take place on weekends or bank holidays (or other times at which the AIX CSD system is non-operational) and you should therefore ensure you, or the AIX Trading Member or AIX CSD Recognised Custodian on your behalf, time the input of any Tender Submission accordingly. The Company shall be entitled (at its sole discretion) to accept late instructions.

The input and transmission of a Tender Submission in accordance with this paragraph shall constitute an offer to the Company to sell to it the number of Ordinary Shares at the Tender Price by blocking such Ordinary Shares within the relevant account of the AIX CSD Participant on behalf of the relevant Eligible Shareholder as detailed below.

After transmission of the Tender Submission, the Ordinary Shares in respect of which the Tender Submission was submitted will be blocked from the Withdrawal Cut-Off Date until completion or lapse of the Tender Offer. Once the Tender Submission is submitted, the Ordinary Shares tendered may not be sold, transferred, charged or otherwise disposed of unless first withdrawn. Eligible Shareholders may validly withdraw or revoke a Tender Submission to tender Ordinary Shares before the Withdrawal Cut-Off Date. After the Withdrawal Cut-Off Date, a Tender Submission to tender Ordinary Shares previously submitted and not withdrawn, or subsequently submitted, shall be irrevocably committed, subject to the terms and conditions of the Tender Offer. If the Tender Offer becomes unconditional by 7:00 a.m. on 13 October 2026, or such later time and date as the Company may determine, the AIX CSD will debit the successfully tendered Ordinary Shares from the account of the AIX CSD Participant acting on your behalf in favour of the Company, unblocking any Ordinary Shares not successfully tendered to the original available balances to which those Ordinary Shares relate.

You are recommended to refer to the AIX CSD Business Rules and Procedures for further information on the AIX CSD procedures outlined below. You should note that the AIX CSD does not make available special procedures for any particular corporate action. Normal system timings and limitations will therefore apply in connection with a Tender Submission and its transmission. You should therefore ensure that all necessary action is taken by you to enable a Tender Submission relating to your Ordinary Shares to settle prior to the Closing Date (being 5:00 p.m. on 12 October 2026). In this connection you are referred in particular to those sections of the AIX CSD Business Rules and Procedures concerning practical limitations of the AIX CSD system and timings.

You should submit a Tender Submission with respect to the number of Ordinary Shares you wish to tender in accordance with the parameters set out in the AIX Market Notice.

The Company will make an appropriate announcement on its website and through a Regulatory Announcement Service if any of the details contained in this paragraph relating to settlement in the AIX CSD are materially altered.

3.1 Validity of Tenders

Shareholders who wish to tender such shares should note that a Tender Submission will be a valid tender as at the Closing Date, only if it has been transmitted on or before 5:00 p.m. on that date.

An appropriate announcement will be made on the Company's website and through a Regulatory Announcement Service if any of the details contained in this paragraph 3.1 are altered.

Notwithstanding the completion of a valid Tender Submission, the Tender Offer may be terminated or lapse in accordance with the conditions set out above. The decision of the Company as to which Ordinary Shares have been validly tendered and the results of the Tender Offer (including, without limitation, the basis on which tenders in excess of 102,915,952 Ordinary Shares are scaled back on a pro rata basis) shall be conclusive and binding on all Shareholders.

If you are in any doubt as to the procedure for completing a valid Tender Submission, please contact the AIX CSD Participant acting on your behalf or the Company's Investor Relations team at ir@solidcore-resources.com.

Shareholders should note that, once tendered, Ordinary Shares may not be sold, transferred, charged or otherwise disposed of unless first withdrawn. Ordinary Shares may be withdrawn through to the Withdrawal Cut-Off Date and thereafter such tendered Ordinary Shares will be blocked within the AIX CSD.

4 Effect of Tender

4.1 Tenders

Each Eligible Shareholder by whom, or on whose behalf, a Tender Submission which is treated by the Company as valid and made irrevocably undertakes, represents, warrants and agrees to the Company (so as to bind such Eligible Shareholder, and that Eligible Shareholder's personal representatives, heirs, successors and assigns) that:

- (a) the input of the Tender Submission by you or on your behalf shall constitute an offer to sell to the Company such number of Ordinary Shares as are specified in the Tender Submission or deemed to be tendered, in each case, on and subject to the terms and conditions set out or referred to in this Circular and the Tender Submission and that, after the Withdrawal Cut-Off Date, such tender shall be irrevocable;
- (b) the input of the Tender Submission by you or on your behalf, will, subject to the Tender Offer becoming unconditional, constitute the irrevocable appointment of any director or officer of the Company as such Eligible Shareholder's agent (**Agent**), and an irrevocable instruction and authority to the Agent to complete and execute all or any instrument(s) of transfer and/or other document(s) or input any instructions into the AIX CSD at the Agent's discretion in relation to the Ordinary Shares referred to in sub-paragraph (a) above in favour of the Company or such other person or persons as the Company may direct and to deliver any documents or input any instructions into the AIX CSD relating to such Ordinary Shares, within six months of the Tender Offer becoming unconditional and to do all such other acts and things as may in the opinion of such Agent be necessary or expedient for the purpose of, or in connection with, the Tender Offer and to vest in the Company or its nominee(s) or such other person(s) as the Company may direct, such Ordinary Shares;
- (c) if, for any reason, any Ordinary Shares in respect of which a Tender Submission has been made are, prior to 5:00 p.m. on 12 October 2026, converted into certificated form, the electronic tender in respect of such Ordinary Shares shall cease to be valid;
- (d) the creation of a payment obligation in favour of such Eligible Shareholder's payment bank in accordance with the AIX CSD payment arrangements as referred to in paragraph 5 of this Part III headed "*Settlement*" will discharge fully any obligation of the Company to pay to such Eligible Shareholder the consideration to which they are entitled under the Tender Offer; and
- (e) the input of a Tender Submission in the AIX CSD directly by or on behalf of an Eligible Shareholder shall constitute a submission by the Eligible Shareholder to (i) all matters in connection with the creation, validity, effect, interpretation or performance of, or the legal relationships established by, the Tender Offer and the Tender Submission, whether contractual or non-contractual, being governed by, and construed in accordance with, the laws of the AIFC and (ii) any dispute, whether contractual or non-contractual, arising out of or in connection to the Tender Offer, including any question regarding its existence, validity, or termination, to be subject to the exclusive jurisdiction of the AIFC Court.

4.2 General tendering provisions

Each Shareholder who submits a tender irrevocably undertakes, represents, warrants and agrees to and with the Company (so as to bind such Shareholder and that Shareholder's personal representatives, heirs, successors and assigns) that:

- (a) such Shareholder has observed the laws of all relevant jurisdictions, obtained any requisite consents and complied with all applicable formalities, that the invitation under the Tender Offer may be made to them under the laws of the relevant jurisdictions, and has not taken or omitted to take any action which would otherwise result in the Company acting in breach of any applicable legal or regulatory requirement in respect of the purchase by the Company of the Ordinary Shares tendered by them under the Tender Offer;
- (b) if a Shareholder: (i) is a legal person, (a) none of the Shareholder, and in each case, any of its directors, officers is an individual or entity (a “**Person**”) that is, or is owned or controlled by a Person that is, currently subject to or the target of any Sanctions (a “**Sanctioned Person**”) and (b) the Shareholder has not been in violation of any Sanctions (as such Sanctions were in effect at the relevant time) or, to the Shareholder's knowledge, subject to an investigation relating to any Sanctions; or (ii) is an individual, (a) none of the Shareholder nor any of its agents or representatives is a Person that is, or, in the case of its agents or representatives, is owned or controlled by a Sanctioned Person, and (b) the Shareholder is not and has not been in violation of any Sanctions (as such Sanctions were in effect at the relevant time) or, to the Shareholder's knowledge, subject to an investigation relating to any Sanctions;
- (c) such Shareholder shall do all such acts and things as shall be necessary or expedient and execute any additional documents deemed by the Company to be desirable, in each case in order to complete the purchase of the Ordinary Shares and/or to perfect any of the authorities expressed to be given hereunder;
- (d) if the appointment of Agent provision under sub-paragraph 4.1(b) above shall be unenforceable or invalid or shall not operate so as to afford any director or officer of the Company the benefit or authority expressed to be given therein, the Shareholder shall with all practicable speed do all such acts and things and execute all such documents that may be required to enable the Company to secure the full benefits of sub-paragraph 4.1(b) above;
- (e) such Shareholder has full power and authority to tender, sell, assign or transfer the Ordinary Shares in respect of which such offer is accepted (together with all rights attaching thereto) and, when the same are purchased by the Company, the Company will acquire such Ordinary Shares with full title guarantee and free from all liens, charges, encumbrances, equitable interests, rights of pre-emption or other third party rights of any nature and together with all rights attaching thereto, including the right to receive all dividends and other distributions declared, paid or made after that date;
- (f) all information included by you or on your behalf in the Tender Submission is true and accurate;
- (g) such Shareholder agrees to ratify and confirm each and every act or thing which may be done or effected by the Company or any of their respective directors or officers or any person nominated by the Company or any of their respective directors or officers in the proper exercise of their respective powers and/or authorities hereunder; and
- (h) where relevant, at the time of the input of and transmission of the relevant Tender Submission, that the Tender Submission has not been sent from a Restricted Jurisdiction and such Shareholder is accepting the Tender Offer from outside a Restricted Jurisdiction.

Each Shareholder hereby consents to the assignment by the Company of all such benefits as the Company may have in any covenants, representations and warranties in respect of the Ordinary Shares which are successfully tendered under the Tender Offer.

5 Settlement

Subject to the following sentence, the Company's obligation (subject to the Tender Offer becoming unconditional) to pay the consideration due under the Tender Offer shall be fully satisfied and discharged by the payment by or on behalf of the Company to the AIX CSD of an amount equal to the aggregate consideration payable under the Tender Offer (being the sum of the number of Ordinary Shares validly tendered and accepted by the Company under the Tender Offer multiplied by the Tender Price). If, due to applicable law, sanctions, restrictions imposed by any governmental authority, disruption of payment

systems, unavailability of correspondent banking channels, delays or other circumstances beyond the reasonable control of the Company, payment of the Tender Price in US dollars is unlawful or impracticable, or significantly delayed the Company may fully satisfy and discharge its payment obligation by making payment to the AIX CSD in an Alternative Currency which it considers reasonably practical. Payment of the Tender Price in an Alternative Currency shall constitute a valid discharge of the obligation to make such payment.

To the fullest extent permitted by law, the Company shall have no obligations or liabilities in respect of the subsequent remittance of proceeds from the AIX CSD to any Shareholder participating in the Tender Offer or to the relevant account of the AIX CSD Participant on behalf of the relevant Shareholder whether in USD, KZT or any other currency. Payment of the proceeds of the Tender Offer from the AIX CSD to any such Eligible Shareholder, whether in USD, KZT or any other currency, shall be entirely at the risk of such Eligible Shareholder.

The consideration due will be paid promptly following the Tender Offer Results Announcement by the Company procuring the onward payment by the AIX CSD to the cash accounts of the relevant AIX CSD Participant on behalf of accepting Shareholders in accordance with the AIX CSD payment arrangements.

6 Overseas Shareholders

- 6.1 Overseas Shareholders should inform themselves about and observe any applicable or legal regulatory requirements. If you are in any doubt about your position, you should consult your professional adviser in the relevant jurisdiction.
- 6.2 The making of the Tender Offer in, or to persons resident in, jurisdictions outside the AIFC and Kazakhstan or to persons who are citizens, residents or nationals of other countries may be affected by the laws of the relevant jurisdiction. Shareholders who are not resident in the AIFC or Kazakhstan, or who are citizens, residents or nationals of countries outside the AIFC and Kazakhstan should inform themselves about and observe any applicable legal requirements. It is the responsibility of any Overseas Shareholder wishing to take up the Tender Offer to satisfy themselves as to the full observance of the laws of the relevant jurisdiction in connection therewith, including the obtaining of any governmental or other consents which may be required, the compliance with other necessary formalities and the payment of any transfer or other taxes or other requisite payments due in such jurisdiction.
- 6.3 Each Overseas Shareholder will be responsible for any such transfer or other taxes or other requisite payments by whomsoever payable and the Company and the AIX CSD and any person acting on their behalf shall be fully indemnified and held harmless by such Shareholder on an after-tax basis for any such transfer or other taxes or other requisite payments such person may be required to pay. No steps have been taken to qualify the Tender Offer or to authorise the extending of the Tender Offer in any territory outside the AIFC and Kazakhstan.
- 6.4 In particular, the Tender Offer is not being made directly or indirectly in, into or from or by use of the mail or by any means or instrumentality (including, without limitation, facsimile transmission, telex and telephone) of interstate or foreign commerce, or of any facility of a national securities exchange, of a Restricted Jurisdiction and the Tender Offer cannot be accepted by any such use, means, instrumentality or facility or from within a Restricted Jurisdiction.
- 6.5 The provisions of this paragraph and/or any other terms of the Tender Offer relating to Overseas Shareholders may be waived, varied or modified as regards specific Shareholders or on a general basis by the Company in its discretion, but only if the Company is satisfied that such waiver, variation or modification will not constitute or give rise to a breach of applicable securities or other law. Subject to this, the provisions of this paragraph headed "*Overseas Shareholders*" supersede any terms of the Tender Offer inconsistent therewith.
- 6.6 References to a Shareholder shall include references to the persons executing a Tender Submission and in the event of more than one person executing a Tender Submission, the provisions of this paragraph shall apply to them jointly and severally.

7 U.S. Shareholders

- 7.1 Shareholders in the United States are advised that the Company's Ordinary Shares are not listed on a U.S. securities exchange and that the Company is not subject to the periodic reporting requirements of the Exchange Act, and is not required to, and does not, file any reports with the SEC thereunder.
- 7.2 The Tender Offer is being made for securities of a company incorporated in AIFC and Shareholders in the United States should be aware that this document and any other documents relating to the Tender Offer have been or will be prepared in accordance with AIFC Law and the rules of the AIX and in AIFC format and style which differs from that in the United States. In particular, the financial information on the Company included in this document has been prepared in accordance with IFRS and thus it may not be comparable to financial information of U.S. companies or companies whose financial statements are prepared in accordance with generally accepted accounting principles in the United States.
- 7.3 The Tender Offer is being made to Shareholders in the United States in compliance with the applicable U.S. tender offer rules under the Exchange Act, including Section 14(e) of, and Regulation 14E under, the Exchange Act, subject to the exemptions provided by Rule 14d-1(d) thereunder, or any no action or exemptive relief granted by the SEC in the past, and otherwise in accordance with the requirements of AIFC Law, the AIX and the AFSA. Accordingly, the Tender Offer may be subject to disclosure and other procedural requirements, including with respect to withdrawal rights, offer timetable, settlement procedures and timing of payments that are different from those applicable under United States domestic tender offer procedures and law.
- 7.4 The receipt of cash pursuant to the Tender Offer by a U.S. holder of Ordinary Shares may be a taxable transaction for U.S. federal income tax purposes and under applicable U.S. state and local, as well as foreign and other, tax laws. Each Shareholder is urged to consult their independent professional adviser immediately regarding the tax consequences of accepting the Tender Offer.
- 7.5 To the extent permitted by applicable law and regulations, the Company, the Nominated Broker, or any of their affiliates may from time to time, directly or indirectly, make certain purchases of, or arrangements to purchase, Ordinary Shares outside the United States during the period in which the Tender Offer remains open for acceptance. These purchases, or other arrangements, may occur either in the open market at prevailing prices or in private transactions at negotiated prices. To the extent permitted by applicable law and regulations, and subject to compliance with the conditions of Rule 14e-5 and any available exemption thereunder (including, Rule 14e-5(b)(12)), such purchases, or arrangements to purchase, will be effected outside the United States and made in compliance with applicable AIFC Law. Any information about such purchases will be disclosed as required in Kazakhstan and the United States. To the extent that such information is made public in the AIFC or Kazakhstan, this information will also be publicly available to holders of Ordinary Shares in the United States.
- 7.6 It may be difficult for U.S. holders of Ordinary Shares to enforce their rights or to bring a claim arising out of the United States federal securities laws because the Company is located in a non-U.S. jurisdiction. U.S. holders of Ordinary Shares may not be able to sue a non-U.S. company or its officers or directors in a non-U.S. court for violations of U.S. securities laws. Further, it may be difficult to compel a non-U.S. company and its affiliates to subject themselves to the judgement of a U.S. court. Judgments of U.S. courts are generally not enforceable in the AIFC and Kazakhstan. In addition, original actions, or actions for the enforcement of judgments of U.S. courts, based on the civil liability provisions of the U.S. federal securities laws, may not be enforceable in the AIFC or Kazakhstan.
- 7.7 Neither the SEC nor any United States state securities commission or regulatory authority has approved or disapproved of the Tender Offer, passed upon the fairness or merits of this document or determined whether this document is accurate or complete. Any representation to the contrary is a criminal offence in the United States.
- 7.8 The following describes certain ways in which the Tender Offer will differ from the rules and procedures typically applicable in U.S. domestic tender offers, including as a result of any no action or exemptive relief granted by the SEC in respect of the Tender Offer:
- (i) the Tender Offer will be open until 12 October 2026 and, subject to Rule 14e-1 under the Exchange Act, can be extended for such additional period or periods as may be determined, in

the event the Tender Offer has not become or been declared unconditional as to acceptances. If the Tender Offer has not become or been declared unconditional as to acceptances by 12 October 2026 when the Tender Offer is scheduled to close in accordance with this Part III, Shareholders who have accepted the Tender Offer will, before the Withdrawal Cut-Off Date, be entitled to validly withdraw or revoke their acceptance;

- (ii) subject to the Tender Offer becoming unconditional, payment of the Tender Price due to Shareholders whose tenders under the Tender Offer have been accepted will be made by an AIX CSD payment, to be made promptly following the Tender Offer Results Announcement, as appropriate. This payment procedure differs from Rule 14e-1(c) under the Exchange Act, which if not exempted by Rule 14d-1(d) would require the payment of the consideration offered in a tender offer, or return of the securities, "promptly" after the termination or withdrawal of a tender offer. In SEC Release 34-40678, the SEC has stated that "[this] 'prompt' payment standard is satisfied if payment is made in accordance with normal settlement periods." In the United States, this period has been shortened to as little as one trading day for cash tender offers; and
- (iii) if the Tender Offer is terminated or withdrawn, the unblocking of Ordinary Shares within ten Working Days of such termination or withdrawal as further described in paragraph 2.16 of this Part III. Again, this ten Working Day period for return differs from the SEC rules which would require returns to be made "promptly" after termination or withdrawal of the Tender Offer (i.e., within the normal settlement cycle in the United States, which has recently been shortened to as little as one trading day for cash tender offers). The Company will, to the extent practicable, return documents of title within ten Working Days of the lapse of the Tender Offer.

The summary contained in this paragraph 7 is not comprehensive and is subject in its entirety to the disclosures contained in the remainder of this document. U.S. Shareholders should also closely read the section of this document entitled "*Special notice to Shareholders in the United States*" on page 4 for further details.

PART IV. – NOTICE OF GENERAL MEETING

SOLIDCORE RESOURCES PLC

(a public company incorporated under the laws of the Astana International Financial Centre with business identification number 230840900131)

NOTICE IS HEREBY GIVEN THAT a general meeting of Solidcore Resources plc (the **Company**) will be held at Baiterek Room, Sheraton Astana Hotel, 60/1 Syganak Street, Z05T6B0, Astana, Kazakhstan at 11:00 a.m. on 30 September 2026 to consider and, if thought fit, to pass the following resolutions, which will be proposed as ordinary resolutions:

RESOLUTION 1 – ORDINARY RESOLUTION

Market purchase of Ordinary Shares in connection with the Tender Offer

THAT, pursuant to Article 61(2)(b) of the AIFC Companies Regulations, the market purchase by the Company of up to 102,915,952 ordinary shares in the capital of the Company (the "**Ordinary Shares**") be approved in accordance with the terms and conditions of the Tender Offer set out in the document published by the Company on 8 September 2026, provided that:

- (a) the maximum aggregate number of Ordinary Shares that may be purchased under this authority is 102,915,952;
- (b) the Ordinary Shares must be purchased at a fixed price of U.S. \$11.66 per Ordinary Share; and
- (c) the authority conferred by this resolution shall expire at the conclusion of the Company's annual general meeting held in 2027, save that the Company may before the expiry of such authority make a contract to purchase Ordinary Shares which will or may be executed wholly or partly after such expiry and the Company may make a purchase of such Ordinary Shares after such expiry pursuant to such a contract.

RESOLUTION 2 – ORDINARY RESOLUTION

Treasury shares in connection with the Tender Offer

THAT, the Company be and is hereby authorised for the purposes of Article 62(1)(b) of the AIFC Companies Regulations to hold any Ordinary Shares purchased by the Company pursuant to the Tender Offer as treasury shares.

RESOLUTION 3 – ORDINARY RESOLUTION

Approval of the Significant Shareholder Acquisition as a Permitted Acquisition pursuant to the Articles of Association

THAT, the Significant Shareholder Acquisition as a result of the completion of the Tender Offer be and is hereby approved as a Permitted Acquisition pursuant to the Articles of Association, provided that such approval shall expire at the conclusion of the next annual general meeting of the Company.

The General Meeting provides an opportunity for you to ask questions about the business set out in this Notice of General Meeting and to raise other matters about the business of the Company. We always welcome questions from our shareholders at the General Meeting. As in the previous years, if Shareholders would like to submit questions to the Board before the General Meeting, so that we can ensure your questions are answered either at the meeting or afterwards, please e-mail them to ir@solidcore-resources.com.

Terms defined in the Circular shall have the same meaning in this Notice of General Meeting.

Dated: 8 September 2026

Registered Office:

1306 Office,
13th Floor,
10 Dinmukhamed Qonayev Street,
Esil District,
Astana, 010000,
Kazakhstan

By order of the Board

Evgueni Konovalenko
Senior Independent
Non-Executive Director

Explanatory Notes to the Notice of General Meeting:

1. Time of the meeting

The General Meeting will start at 11:00 a.m. (Astana time) on 30 September 2026 and will take place at Baiterek Room, Sheraton Astana Hotel, 60/1 Syganak Street, Z05T6B0, Astana, Kazakhstan.

2. Resolutions

The Resolutions are proposed as ordinary resolutions, which means that for these resolutions to be passed, more than half the votes cast in relation to such resolution must be cast in favour of it.

3. Entitlement to attend and vote

All Resolutions at the General Meeting will be decided by a poll. The Company believes that this is a more transparent and equitable method of voting, as shareholder votes are counted according to the number of shares held, ensuring an exact and definitive result.

The Company, pursuant to article 198(b) of the Articles of Association, specifies that only those persons entered on the register of members of the Company as at 11:59 p.m. (Astana time) on 18 September 2026 (the **Voting Record Time**) (or, if the General Meeting is adjourned, on the date and time provided by the Company in a separate announcement) shall be entitled to attend or vote at the General Meeting in respect of the number of Ordinary Shares registered in their name at that time. Subsequent changes to entries on the register of members after the Voting Record Time shall be disregarded in determining the rights of any person to attend or vote at the General Meeting.

4. Appointment of proxies

Shareholders entitled to attend and vote at the General Meeting convened by this Notice of General Meeting are entitled to appoint a proxy or proxies to exercise all or any of their rights to attend, speak and vote in their place at the meeting. A shareholder may appoint more than one proxy in relation to the General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. A proxy need not be a shareholder of the Company. We encourage shareholders to appoint the Chair of the meeting as proxy. This will ensure that your vote will be counted even if you are unable to attend.

The appointment of a proxy does not preclude members from attending the General Meeting and voting, however, if they do attend the General Meeting, any proxy appointment will be treated as revoked.

5. Voting instructions

The Company, pursuant to article 198(b) of the Articles of Association, specifies that only those persons entered on the register of members of the Company as at 11:59 p.m. (Astana time) on 18 September 2026 (the **Voting Record Time**) shall be entitled to attend or vote at the General Meeting in respect of the number of Ordinary Shares registered in their name at that time. Subsequent changes to entries on the register of members after the Voting Record Time shall be disregarded in determining the rights of any person to attend or vote at the General Meeting. If more than one voting instruction is returned in respect of the same holding of shares, the instruction received last, as applicable, before the latest time for the receipt of the instructions, will take precedence.

6. Corporate representatives

Under Article 117 of the Articles of Association, a body corporate may authorise one or more person(s) to act as its representative(s) at the General Meeting. Each such representative may exercise (on behalf of the corporation) the same powers as the corporation could exercise if it were an individual shareholder, provided that (where there is more than one representative and the vote is otherwise than on a show of hands) they do not do so in relation to the same shares.

7. Attending the General Meeting in person

If you are attending the General Meeting in person, please bring confirmation of your shareholding with you along with your ID. It authenticates your right to attend, speak and vote at the General Meeting. You may also find it useful to bring this Notice of General Meeting in order that you may refer to it at the General Meeting. All joint shareholders may attend and speak at the General Meeting. However, only the first shareholder listed on the register of members as the joint holder of any shares is entitled to vote in respect of those shares.

8. Not attending the Meeting

Whoever you appoint as a proxy can vote, speak or abstain from voting as they decide on any other business which may validly come before the General Meeting.

9. Voting rights

As of 7 September 2026, being the Latest Practicable Date prior to the publishing of this Notice of General Meeting, the Company's issued share capital comprised 566,554,987 Ordinary Shares of U.S. \$0.03 each (including treasury shares). The Company holds 123,408,853 treasury shares, which do not enjoy any voting or economic rights. Therefore, the total number of voting rights in the Company is 443,146,134.

10. Questions

All shareholders and their proxies have the right to ask questions at the General Meeting. The Company must cause to be answered any such question relating to the business being dealt with at the General Meeting, but no such answer need be given if:

- (a) to do so would interfere unduly with the preparation of the General Meeting or involve the disclosure of confidential information;
- (b) the answer has already been given on a website in the form of an answer to a question; or
- (c) it is undesirable in the interests of the Company or the good order of the General Meeting that the question be answered.

The Chair of the meeting may also nominate a Company representative to answer a specific question after the General Meeting.

11. Enquiries

If you have any enquiries about the General Meeting or about your Solidcore Resources plc shareholding prior to the date of the General Meeting, you may contact us at:

- (a) Solidcore Resources plc, office 1306, 13th floor, 10 Dinmukhamed Qonayev Street, Astana, 010000, Republic of Kazakhstan.
- (b) Telephone: +7 717 476 655
- (c) E-mail: ir@solidcore-resources.com

12. Addresses

Addresses, including electronic addresses, provided in this Notice of General Meeting, are provided solely for the purposes so specified. You may not use any electronic address provided in this Notice of General Meeting to communicate with the Company for any purpose other than those expressly stated herein.

13. Website

A copy of this Notice of General Meeting, the total number of shares in issue, the total voting rights in the Company, further details on the Tender Offer and FAQ can be found at www.solidcore-resources.com.