

ATALAYA MINING COPPER, S.A.

Annual Shareholders' General Meeting

Pursuant to a resolution by the Board of Directors, the **Shareholders' Meeting of Atalaya Mining Copper, S.A.** (the "**Company**") is called to be held in **Seville**, at **Paseo de las Delicias, 1, 3, 41001, Sevilla, Spain**, with the **possibility of remote attendance (from London** in the manner indicated below), **on 24 June 2025, at 12 noon (CEST, 11 UK time)**, on second call. In accordance with Spanish law, the Shareholders' General Meeting is also convened on 23 June 2025 on first call in the same place and at the same time, although shareholders are informed that it is expected that the Shareholders' Meeting will be held on Tuesday 24 June on the second call.

The Shareholders' General Meeting is called in accordance with the following

AGENDA

1. Approval of the audited Annual Accounts and Management Reports of the Company and its consolidated group (including UK market version) for the 2024 financial year.
2. Approval of the Sustainability Report for the financial year 2024.
3. Approval of the Board of Directors' management during the financial year 2024.
4. Approval of the proposal for the allocation of the results corresponding to the financial year 2024.
5. Re-election and appointment of directors for a period of one year:
 - a. Re-election of Mr. Jesús Fernández López as a director;
 - b. Re-election of Mr. Neil Dean Gregson as a director;
 - c. Re-election of Mr. Alberto Arsenio Lavandeira Adán as a director;
 - d. Re-election of Ms. Kate Jane Richards (Harcourt) as a director;
 - e. Re-election of Mr. Stephen Victor Scott as a director;
 - f. Re-election of Ms. Carole Helene Whittall as a director; and
 - g. Appointment of Ms. Maria Del Coriseo González-Izquierdo Revilla as a director.
6. Consultative vote on the annual report on directors' remuneration for the financial year 2024.
7. Approval of the Directors' Remuneration Policy.
8. Ratification of the current long-term incentive plan and approval of the allotment of shares to satisfy share awards under share incentive plans during the 2025 financial year.
9. Approval of transitional share award to the managing director.
10. Authorisation for the acquisition of the Company's own shares, directly and/or through its subsidiaries.
11. Authorisation to the Board of Directors, with express power of sub-delegation, to resolve to increase the share capital in accordance with article 297.1.b) of the Spanish Companies Act.
12. Authorisation to the Board of Directors, with express power of sub-delegation, to issue securities (including warrants) convertible and/or exchangeable for shares in the company. Establishment of the criteria for the determination of the base and the terms and conditions applicable to conversion or exchange.

13. Authorisation to the Board of Directors, with express power of sub-delegation, to exclude pre-emptive subscription rights in relation to capital increases and issues of convertible or exchangeable securities approved by the Board of Directors under authorisations granted in resolutions 11 and 12.
 - a. up to a maximum amount of 10% of the share capital, without restriction.
 - b. up to a maximum of an additional 10% of the share capital, to be used for a specific acquisition or capital investment.
14. New article 12.6 of the articles to include the possibility that the Shareholders' General Meeting is held in Seville (Spain) or London (United Kingdom).
15. New article 10 bis of the articles on the disclosure of interest in shares.
16. Approval of the possibility of reducing the notice period to call extraordinary Shareholders' General Meetings from one month to 15 calendar days pursuant to the terms of the article 515 of the Spanish Companies Act.
17. Delegation of powers to formalise and execute all resolutions adopted by the Shareholders' General Meeting.
18. Approval of the minutes of the meeting.

BOARD RECOMMENDATION

The Board of Directors considers that the resolutions that are proposed to the Shareholders' General Meeting for approval under each of the items on the agenda are in keeping with the corporate interest and recommends that shareholders vote in favour of all resolutions.

SUPPLEMENT TO THE CALL NOTICE AND PROPOSED RESOLUTIONS

Shareholders representing at least three per cent of the share capital may (a) request the publication of a supplement to this call notice, including one or more items on the agenda, provided they are accompanied by the rationale therefore or, if appropriate, by a well-founded proposed resolution; and (b) submit reasoned proposals for resolutions on items already included or to be included on the agenda. This right must be exercised by serving duly verifiable notice (including the relevant documentation evidencing shareholder status) which must be received at the registered office (Paseo de las Delicias, 1, 3, 41001, Sevilla, Spain), marked for the attention of the Investors Office (Atalaya) within five days after the publication of this call notice. Notwithstanding this, Shareholders exercising any of these rights are encouraged to send a copy of the relevant notice to the Company by e-mail (to the e-mail address: info@atalayamining.com).

RIGHT TO INFORMATION

Under the applicable legislation and, in particular, Article 272 and related provisions of the Spanish Companies Act, shareholders have the right to examine and obtain at the registered office (Paseo de las Delicias, 1, 3, 41001, Sevilla, Spain), Monday to Friday, from 09:00 to 16:00 (CEST), or to make a request to the Company that a copy of the following documents be sent to them, immediately and free of charge:

- a) the financial statements, the annual report and management reports of the Company and of its consolidated group as well as the sustainability report, together with the related auditors' reports, and the proposed allocation of results, all in relation to the financial year 2024; and
- b) the complete wording of the proposed resolutions prepared by the Board of Directors in relation to the items on the agenda and the reports issued by the Board in connection thereto.

All the documents mentioned above are also available on the Company's website (<https://atalayamining.com>).

Until the fifth day before the scheduled date for holding the Shareholders' General Meeting, that is, until 19 June 2025, considering that the Shareholders' General Meeting it is expected to be held on second call (24 June), Shareholders may request any information or clarification they consider necessary, or submit in writing any questions they consider should be asked, concerning the items on the agenda.

Any requests for information or clarification and the submission of questions must be sent in writing by post to the registered office (Paseo de las Delicias, 1, 3, 41001, Sevilla, Spain) or by e-mail (to the e-mail address: info@atalayamining.com), mentioning the name of the Shareholder making the request, together with their DNI or passport number or shareholder reference number, and the address for the purpose of replying if it is to be sent by post.

RIGHT TO ATTEND THE MEETING AND PROXIES

1. *Shareholders with shares recorded in the book-entries register of Iberclear or any of its participating entities or represented by certificates*

Shareholders who have shares recorded in their name on the relevant book-entries register of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. (Iberclear) or any of its participating entities or, in the case of shares still represented by certificates, on the relevant Company's register and evidence this with the appropriate attendance and proxy card or certificate issued by any of such entities or in any other manner permitted by legislation in force, will be entitled to attend the Shareholders' Meeting in a speaking and voting capacity.

Shareholders mentioned in the preceding paragraph may appoint another person to represent them by fulfilling the requirements and formalities required to this end. In the Company's website such shareholders may find the relevant proxy forms.

Such shareholders may appoint proxies prior to the Shareholders' General Meeting by postal or electronic correspondence by sending their original attendance and proxy card, with the relevant section duly completed and signed, to the registered office (Paseo de las Delicias, 1, 3, 41001, Sevilla, Spain). The attendance and proxy card may also be sent to the Company by email to: info@atalayamining.com.

Proxies appointed must be received by the Company not later than midnight on the day immediately preceding the date scheduled for the Shareholders' Meeting that is, not later than midnight 23 June 2025, considering that the Shareholders' Meeting will be held on second call (24 June) (the "**Proxies Deadline**"). Otherwise, proxies will be considered not to have been appointed for the meeting.

2. *CDI Holders*

Holders of CREST Depository Interests ("**CDIs**") in respect of shares in the Company who wish to cast their votes must give their voting instructions directly to their broker or nominee account holder in CREST. Holders of CDIs cannot give voting instructions directly to the Company. Their CREST Account Holder will cast their votes via the Euroclear UK & International Limited ("**EUI**") and CREST International service for proxy voting (which is provided by Broadridge Financial Solutions Limited). The relevant

CREST Account Holders will advise the corresponding CDI Holders on how they can give their voting instructions to them and confirm the final deadline and time by which they will require their voting instructions. CDI Holders should therefore check with their CREST Account Holder what their own deadline is for receiving voting instructions from them, this will be earlier than the Proxies Deadline.

CDI Holders who want to attend and vote at the Shareholders' General Meeting should request from their relevant CREST Account Holder the appropriate documentation entitling them to attend and vote at the meeting. This alternative will not be compatible with casting votes via EUI in accordance with the previous paragraph.

REMOTE ASSISTANCE

Shareholders may also attend the Shareholders' General Meeting remotely from the offices of Canaccord Genuity, at 88 Wood Street, London EC2V 7QR, United Kingdom where the necessary videoconference system will be enabled so that those attending from said office can intervene and vote.

DATA PROTECTION

The Company will process the personal data that shareholders send to the Company or that are provided thereto by the institutions with which their shares are deposited in order to manage the call to and holding of the Shareholders' General Meeting, based on compliance with a legal obligation. The data thereof will also be processed in order to manage the development of, compliance with and supervision of the shareholding relationship, based on performance of the underlying contractual relationship.

Seville, 14 May 2025. The Secretary of the Board of Directors, Mrs. Frances Robinson.