

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document you should consult a person authorised under the Financial Services and Markets Act 2000 who specialises in advising on the acquisition of shares and other securities.

If you have sold or otherwise transferred all of your ordinary shares of 0.1 pence each (**Ordinary Shares**) in Galileo Resources plc (the **Company**), please send this document to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. If you have sold only part of your holding of shares in Galileo Resources plc, please contact your stockbroker, bank or other agent through whom the sale was effected immediately.



GALILEO RESOURCES PLC

(Incorporated in England and Wales with Registered Number 5679987)

Chairman's Letter Notice of Annual General Meeting

This document should be read as a whole. Your attention is drawn to i) the letter from the Chairman of the Company which is set out on pages 3 to 6 of this document and which recommends you vote in favour of the resolutions to be proposed at the Annual General Meeting and ii) the notice convening a Annual General Meeting of the Company to be held at Fladgate LLP, 16 Great Queen Street, London, WC2B 5DG at 1:00 p.m. on 25 October 2021 is set out at the end of this document.

The Board has been closely monitoring public health guidance and legislation issued by the England and Wales Government relating to the COVID-19 pandemic. The safety of our employees, Shareholders and other stakeholders are of paramount importance to us, and we will be taking measures to reduce the risks associated with COVID-19. We strongly encourage and request Shareholders to appoint the chairman of the Annual General Meeting as their proxy rather than attend in person due to the COVID-19 associated risks.

If your preference is to attend the Annual General Meeting in person, please note that, while we currently anticipate this will be possible, we are committed to following Government guidance in place as at the date of the Annual General Meeting and will also be asking all attendees to adhere to the safety measures of the venue. If you plan to attend in person we would appreciate prior confirmation, by email to info@galileoresources.com, by 1.00 p.m. 21 October 2021, to allow us to plan appropriately as numbers may be restricted.

Whilst it remains difficult to predict if Government restrictions or guidance may change, we will ensure any changes to the Annual General Meeting arrangements are published on our website and/or via Regulatory Information Service. Please also check the latest Government guidance before you consider travelling to the venue.

Proxies may be submitted electronically at www.sharegateway.co.uk by using the Personal Proxy Registration Code as shown on the form of proxy or in hard copy to Neville Registrars Limited at Neville House, Steelpark Road, Halesowen B62 8HD. In order to be valid, proxy appointment must be submitted online or received by Neville Registers Limited by no later than 1:00 p.m. on 21 October 2021.

If you require a hard copy Form of Proxy (or assistance with how to complete, sign and return it) or assistance in submitting your proxy appointment electronically, please call Neville Registrars Limited on +44 (0) 121 585 1131. Calls are charged at the standard geographic rate and will vary by provider. Calls from outside the UK will be charged at the applicable international rate. Lines are open between 9:00 a.m. and 5.00 p.m., Monday to Friday, excluding public holidays in England and Wales.

If you hold your ordinary shares in uncertificated form (i.e. in CREST), you may appoint a proxy for the Annual General Meeting by completing and transmitting a CREST Proxy Instruction in accordance with the procedures set out in the CREST Manual issued by Euroclear so that it is received by the registrar (under CREST Participation ID **7RA11**) by no later than 1:00 p.m. on 21 October 2021. The time of receipt will be taken to be the time from which the registrar is able to retrieve the message by enquiry to CREST in the manner proscribed by CREST.

LETTER FROM THE CHAIRMAN OF GALILEO RESOURCES PLC

(Incorporated in England and Wales with Registered Number 5679987)

Directors:

Colin Bird *(CEO and Chairman)*
Edward Slowey *(Technical Director)*
Joel Silberstein *(Financial Director)*
Richard Wollenberg *(Non-executive director)*
Christopher Molefe *(Non-executive director)*

Registered Office:

1st Floor
7-8 Kendrick Mews
London SW7 3HG

1 October 2021

Dear Shareholder,

Introduction

This circular contains the formal notice of the Company's 2021 Annual General Meeting (AGM) to be held at Fladgate LLP, 16 Great Queen Street, London, WC2B 5DG at 1:00 p.m. on 25 October 2021.

Attendance at the AGM

The Board has been closely monitoring public health guidance and legislation issued by the England and Wales Government relating to the COVID-19 pandemic. The safety of our employees, Shareholders and other stakeholders are of paramount importance to us, and we will be taking measures to reduce the risks associated with COVID-19. We strongly encourage and request Shareholders to appoint the chairman of the Annual General Meeting as their proxy rather than attend in person due to the COVID-19 associated risks.

If your preference is to attend the Annual General Meeting in person, please note that, while we currently anticipate this will be possible, we are committed to following Government guidance in place as at the date of the Annual General Meeting and will also be asking all attendees to adhere to the safety measures of the venue. If you plan to attend in person we would appreciate prior confirmation, by email to info@galileoresources.com, by 1.00 p.m. 21 October 2021, to allow us to plan appropriately as numbers may be restricted.

Whilst it remains difficult to predict if Government restrictions or guidance may change, we will ensure any changes to the Annual General Meeting arrangements are published on our website and/or via Regulatory Information Service. Please also check the latest Government guidance before you consider travelling to the venue.

The Notice of Meeting is on pages 7 to 8 of this document and contains routine items of business, with your Directors seeking renewal of the standard authorities granted at previous AGMs. The resolutions to be proposed at the AGM are as follows:

ORDINARY RESOLUTIONS

Resolution number 1

The directors of the Company (directors) are required by the Companies Act 2006 to present to the meeting the directors' and auditors' reports and the audited accounts for the year ended 31 March 2021. The report of the directors and the audited accounts have been approved by the directors and the report of the auditors has been approved by the auditors, and a copy of each of these documents may be found on the Company's website.

Resolution number 2

To approve the re-appointment of Richard Wollenberg as a director of the Company, having been made a director previously and being eligible for re-election.

Resolution number 3

To ratify the appointment of Joel Silberstein as a director of and as Financial Director of the Company.

Resolution number 4

To confirm the appointment of PKF Littlejohn LLP as the auditors of the Company and, in accordance with standard practice, gives authority to the directors to determine their remuneration for the year ended 31 March 2022.

Resolution number 5

That the Directors be generally and unconditionally authorised, pursuant to and in accordance with section 551 of the Companies Act 2006 of the United Kingdom ('the Act'), in substitution for all previous powers granted to them thereunder, (but without prejudice to the continuing power of the directors):

- (i) to allot shares in the Company or grant rights, warrants or options to subscribe for, or convert any relevant security into shares in the Company (together "Relevant Securities") pursuant to an offer or agreement made by the Company before the date that this resolution is passed; and
- (ii) to exercise all the powers of the Company to allot and make offers to allot relevant securities up to an aggregate nominal amount 1,050,042.981 (representing approximately 100% of the total issued share capital of the Company, as at the last practicable date prior to the publication of the Notice of meeting)

such authority shall, unless previously renewed, extended, revoked or varied by the Company in general meeting, expire on the conclusion of the next Annual General Meeting of the Company or 15 months from the passing of this resolution, whichever is the earlier, provided that the Company may, at any time before such expiry, make an offer or enter into an agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities pursuant to any such offer or agreement; as if the authority conferred hereby had not expired.

Resolution Number 6

This resolution will be proposed as an ordinary resolution. The Company intends to put in place new incentive schemes to more closely align the interest of directors, officers, employees and consultants with those of shareholders by providing for the payment of short-term, annual and transaction incentive awards in cash or Company shares (the "**Proposed Incentive Schemes**"). Awards under the Proposed Incentive Schemes are not intended to replace the Company's share option scheme arrangements and the Proposed Incentive Schemes, if approved, shall continue in place until the Board of the Company have put an alternative incentive scheme to the Company's shareholders which the Company's shareholders have approved. The principal terms of the Proposed Incentive Schemes are summarised in the Appendix to the Notice of Meeting. No awards have been made or proposed to date pursuant to the Proposed Incentive Schemes and should they be approved by shareholders at the AGM, then any awards will comply at such time with all applicable AIM Rules including as appropriate AIM Rule 13 in respect of related party transactions.

SPECIAL RESOLUTIONS

Resolution number 7

This resolution, subject to the passing of resolution 5, is to authorise the directors be and they are empowered in substitution for any such power previously granted pursuant to section 570 and section 573 of the Companies Act 2006 to allot equity securities (as defined in section 560 of that Act) for cash pursuant to the authority referred to in resolution 5 above, as if section 561(1) of that Act or any pre-emption provisions contained in the articles of association of the Company or otherwise did not apply to any such allotment, provided that this power:

- (i) shall be limited to the allotment of equity securities up to an aggregate nominal amount of £1,050,042.981 representing approximately 100% of the Company's issued share capital;
- (ii) be limited to the allotment (otherwise and pursuant to sub paragraph (a) above) of equity securities pursuant to the exercise of any share options issued by the company representing up to 10% of the issued order and share capital of the company from time to time; and
- (iii) shall expire on the conclusion of the next Annual General Meeting of the Company or 30 September 2022 whichever is the earlier, save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the board may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

Resolution number 8

This resolution seeks Shareholder approval to authorise the Company to, at its discretion, issue shares to directors, management, and consultants in lieu of deferred remuneration, fees and allowances over the period to 30 September 2022 ("**Deferred Fees**").

Shares issued in lieu of Deferred Fees will be issued on a quarterly basis for services that have been provided to the Company during that quarter (payment in arrears). The shares shall be issued at a price representing the quarterly average weighted share price over the quarter during which the services have been rendered.

If Shareholder approval is not obtained, Deferred Fees will still accrue to the directors, management, and consultants to whom it is due.

Resolution number 9

This resolution seeks Shareholder approval to authorise the Company to issue 17,358,363 shares ("**Fee Shares**") to settle contractually accrued but unpaid fees due to directors and consultants in respect of the period from March 2018 to March 2021, amounting to £118,750 (the "**Accrued Fees**").

At the Company's AGMs held in 2018, 2019 and 2020 the Shareholders authorised the Company, at its discretion, to issue shares to directors, management, and consultants in lieu of deferred remuneration, fees and allowances over a period. Therefore the Company already has authority to issue the Fee Shares for the Accrued Fees but given the delay in issuing the Fee Shares primarily due to closed periods, it is as a matter of good corporate governance seeking authority to issue the Fee Shares:

The Accrued Fees includes accrued fees owed to directors totalling £106,250 (£65,000 owed to Mr Bird and £41,250 to Mr Wollenberg). The directors had suggested and the Board agreed to defer settlement of their Accrued Fees to preserve the Company's cash resources in order to continue the implementation of the Company's strategy on the understanding that the Accrued Fees would be settled in shares with the number of shares to be issued to be calculated on the basis of the Volume Weighted Average Price ("**VWAP**") for the quarter in which the Accrued Fees were due to be paid. Accordingly, in 2018, 2019 2020 and 2021 the appropriate number of Fee Shares was calculated at the end of the relevant quarter using the VWAP for the quarter as summarised in the table below:

Person	Period of Accrued Fees	Accrued Fees	Issue price of New Shares	New Shares to be issued
Colin Bird	Q4 2018 to Q4 2020	£65,000	0.615 pence	10,570,862
Richard Wollenberg	Q2 2018 to Q4 2020	£41,250	0.705 pence	5,854,170
Consultant	Q4 2020 to Q1 2021	£12,500	1.34 pence	933,331

The Company's closing share price on 29 September 2021 prior to the issue of this notice was 1.275 pence per share.

If Shareholder approval is not obtained, the Accrued Fees will still be due and will be paid in cash to the directors and consultant to whom the Accrued Fees are due.

Action to be taken

Please submit your vote by proxy electronically at www.sharegateway.co.uk by using the Personal Proxy Registration Code as shown on the Form of Proxy or in hard copy form to Neville Registrars Limited. In order to be valid, proxy appointments must be submitted via www.sharegateway.co.uk or in hard copy form to Neville Registrars Limited at Neville House, Steelpark Road, Halesowen B62 8HD, in each case, by no later than 1:00 p.m. UK time on 21 October 2021 or 48 hours (excluding non-working days) before any adjourned meeting.

If you require a hard copy Form of Proxy (or assistance with how to complete, sign and return it) or assistance in submitting your proxy appointment electronically, please call Neville Registrars Limited on +44 (0) 121 585 1131. Calls are charged at the standard geographic rate and will vary by provider. Calls from outside the UK will be charged at the applicable international rate. Lines are open between 9:00 a.m. and 5:00 p.m., Monday to Friday, excluding public holidays in England and Wales.

If you hold your ordinary shares in uncertificated form (i.e. in CREST), you may appoint a proxy for the Annual General Meeting by completing and transmitting a CREST Proxy Instruction in accordance with the procedures set out in the CREST Manual issued by Euroclear so that it is received by the registrar (under CREST Participation ID **7RA11**) by no later than 1:00 p.m. UK time on 21 October 2021.

The time of receipt will be taken to be the time from which the registrar is able to retrieve the message by enquiry to CREST in the manner proscribed by CREST.

We strongly urge Shareholders to vote by proxy on each of the Resolutions as early as possible and the Board recommends that Shareholders appoint the chairman of the Annual General Meeting as their proxy.

Recommendation

Your Directors considers that each of the resolutions to be put to the Annual General Meeting are in the best interests of the Company and its shareholders as a whole. Accordingly, the Directors unanimously recommends that shareholders vote in favour of each of the resolutions to be put to the Annual General Meeting, as the directors intend to do in respect of their own shareholdings in the Company.

Yours faithfully

Colin Bird

CEO and Chairman

NOTICE OF ANNUAL GENERAL MEETING

(Incorporated in England and Wales with Registered Number 5679987)

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Galileo Resources plc (the **Company**) will be held at Fladgate LLP, 16 Great Queen Street, London, WC2B 5DG at 1:00 p.m. on 25 October 2021 to consider and, if thought fit, to pass the following resolutions, of which Resolutions 1 – 6 will be proposed as Ordinary Resolutions and Resolutions 7 – 9 will be proposed as Special Resolutions.

The Board has been closely monitoring public health guidance and legislation issued by the England and Wales Government relating to the COVID-19 pandemic. The safety of our employees, Shareholders and other stakeholders are of paramount importance to us, and we will be taking measures to reduce the risks associated with COVID-19. We strongly encourage and request Shareholders to appoint the chairman of the Annual General Meeting as their proxy rather than attend in person due to the COVID-19 associated risks.

ORDINARY RESOLUTIONS

Resolution number 1

To receive and adopt the directors' report and financial statements of the Company for the year ended 31 March 2021, together with the auditors' report thereon.

Resolution number 2

To approve the re-appointment of Richard Wollenberg as a director of the Company, having been made a director previously and being eligible for re-election.

Resolution number 3

To ratify the appointment of Joel Silberstein as a director of and as Financial Director of the Company.

Resolution number 4

To confirm appointment of PKF Littlejohn LLP as auditors of the Company to hold office until the conclusion of the next Annual General Meeting at which accounts are laid before the Company and to authorise the directors to determine their remuneration for the year ended 31 March 2022.

Resolution number 5

That the Directors be generally and unconditionally authorised, pursuant to and in accordance with section 551 of the Companies Act 2006 of the United Kingdom ('the Act'), in substitution for all previous powers granted to them thereunder, (but without prejudice to the continuing power of the directors):

- (i) to allot shares in the Company or grant rights, warrants or options to subscribe for, or convert any relevant security into shares in the Company (together "Relevant Securities") pursuant to an offer or agreement made by the Company before the date that this resolution is passed; and
- (ii) to exercise all the powers of the Company to allot and make offers to allot relevant securities up to an aggregate nominal amount £1,050,042.981 (representing approximately 100 % of the total issued share capital of the Company, as at the last practicable date prior to the publication of the Notice of meeting)

such authority shall, unless previously renewed, extended, revoked or varied by the Company in general meeting, expire on the conclusion of the next Annual General Meeting of the Company or 15 months from the passing of this resolution, whichever is the earlier, provided that the Company may, at any time before such expiry, make an offer or enter into an agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities pursuant to any such offer or agreement; as if the authority conferred hereby had not expired.

Resolution number 6

To approve and adopt the Proposed Incentive Schemes the principal terms of which are in the Appendix to the Notice of Meeting. Awards under the Proposed Incentive Schemes are not intended to replace the Company's share option scheme and the Proposed Incentive Schemes, if approved, shall continue in place until the Board of the Company have put an alternative incentive scheme to the Company's shareholders which the Company's shareholders have approved.

SPECIAL RESOLUTIONS

Resolution number 7

To resolved that, subject to the passing of resolution 5, the directors be and they are hereby empowered in substitution for any such power previously granted pursuant to section 570 and section 573 of the Companies Act 2006 to allot equity securities (as defined in section 560 of that Act) for cash pursuant to the authority referred to in resolution 5 above, as if section 561(1) of that Act or any pre-emption provisions contained in the articles of association of the Company or otherwise did not apply to any such allotment, provided that this power:

- (i) shall be limited to the allotment of equity securities up to an aggregate nominal amount of £1,050,042.981 representing approximately 100% of the Company's issued share capital;
- (ii) be limited to the allotment (otherwise and pursuant to sub paragraph (a) above) of equity securities pursuant to the exercise of any share options issued by the company representing up to 10% of the issued order and share capital of the company from time to time; and
- (iii) shall expire on the date of the next Annual General Meeting of the Company or 15 months from the passing of this resolution, whichever is the earlier, save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the board may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

Resolution number 8

To resolve that the Company is authorised, at its discretion, to issue shares to directors, management, and consultants in lieu of deferred remuneration, fees and allowances over the period to 30 September 2022 ("**Deferred Fees**").

Shares issued in lieu of Deferred Fees will be calculated on a quarterly basis for services that have been provided to the Company during that quarter (payment in arrears). The shares shall be issued at a price representing the average weighted share price over the quarter during which the services have been rendered and issued

If Shareholder approval is not obtained, Deferred Fees will still accrue to the directors, management, and consultants to whom it is due.

Resolution number 9

To resolve that the Company issue 17,358,363 shares ("**Fee Shares**") to settle contractually accrued but unpaid fees due to directors and consultants in respect of the period from March 2018 to March 2021, amounting to £118,750 (the "**Accrued Fees**").

If Shareholder approval is not obtained, the Accrued Fees will still be due and will be paid in cash to the directors and consultant to whom the Accrued Fees are due.

1 October 2021

By Order of the Board

Link Market Services Limited
Company Secretary

Registered office:
1st Floor
7-8 Kendrick Mews
London SW7 3HG

EXPLANATORY NOTES

Entitlement to attend and vote

1. To be entitled to attend and vote at the meeting (and for the purposes of the determination by the Company of the votes that may be cast in accordance with Regulation 41 of the Uncertificated Securities Regulations 2001), only those members registered in the Company's register of members at 1:00 p.m. UK time on 21 October 2021 (or, if the meeting is adjourned, 48 hours before the adjourned meeting) shall be entitled to attend and vote at the meeting. Changes to the register of members of the Company after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.

Appointment of proxies

2. If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the meeting. You can appoint a proxy only using the procedures set out in these notes and the notes to the proxy form.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the Chairperson) and give your instructions directly to them.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please indicate on your proxy submission how many shares it relates to.
5. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the Resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.

Appointment of proxy using hard copy proxy form

6. To be valid, a hard copy Proxy Form must be completed, signed and delivered to Neville Registrars Limited at Neville House, Steelpark Road, Halesowen B62 8HD by no later than 1:00 p.m. UK time on 21 October 2021 or 48 hours (excluding non-working days) before any adjourned meeting.

Appointment of a proxy online

7. You may submit your proxy electronically at www.sharegateway.co.uk by using the Personal Proxy Registration Code as shown on the Form of Proxy Shareholders can use this service to vote or appoint a proxy online. The same voting deadline of 48 hours (excluding non-working days) before the time of the meeting applies. If you need help with voting online, please contact our Registrars, Neville Registrars Limited (0) 121 585 1131 or via email at info@nevilleregistrars.co.uk. Calls are charged at the standard geographic rate and will vary by provider. Calls from outside the UK will be charged at the applicable international rate. Lines are open between 9:00 a.m. to 5:00 p.m., Monday to Friday, excluding public holidays in England and Wales.

Appointment of proxies through CREST

8. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the meeting and any adjournment(s) of it by using the procedures described in the CREST Manual (available from <https://www.euroclear.com/site/public/EUI>). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf. In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & Ireland Limited's (EUI)

specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuer's agent (ID: **7RA11**) by no later than 1:00 p.m. UK time on 21 October 2021. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time.

In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

Appointment of Proxy by Joint Members

9. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding, the first-named being the most senior.

Changing Proxy Instructions

10. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off times for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. Where you have appointed a proxy using a hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Neville Registrars as per the communication methods shown in note 6. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of Proxy Appointments

11. In order to revoke a proxy instruction, you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Neville Registrars, at the address shown in note 6. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed, or a duly certified copy of such power or authority, must be included with the revocation notice. The revocation notice must be received by Neville Registrars Limited no later than 48 hours (excluding non-working days) before the meeting. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid. Ordinarily, completion of a proxy would not preclude you from attending the Annual General Meeting and voting in person if you so wish.

Corporate Representatives

12. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a member provided that no more than one corporate representative exercises powers over the same share.

Issued Shares and Total Voting Rights

13. As at close of business on the day immediately prior to the date of posting of this notice of Annual General Meeting, the Company's issued share capital comprised 1,050,042,981 Ordinary Shares. Each Ordinary Share carries the right to one vote at an Annual General Meeting of the Company and, therefore, the total number of voting rights in the Company as at close of business on the day immediately prior to the date of posting of this notice of Annual General Meeting is 1,050,042,981.

Electronic address

14. You may not use any electronic address (within the meaning of Section 333(4) of the Companies Act 2006) provided in this notice of Annual General Meeting (or in any related documents including the form of proxy) to communicate with the Company for any purposes other than those expressly stated.

APPENDIX TO NOTICE OF GALILEO RESOURCES PLC 2021 AGM NOTICE OF MEETING

Summary of the principal terms of the Galileo Resources Plc Proposed Incentive Schemes (the “Proposed Incentive Schemes”)

Overview: The Proposed Incentive Schemes are intended to put in place new short-term, annual and transaction incentive awards payable in cash and/or Company shares to align the interest of directors, officers, employees and consultants with those of shareholders. These awards are not intended to replace the Company’s share option scheme and shall continue until the Board of the Company have put an alternative incentive scheme to the Company’s shareholders which the Company’s shareholders have approved.

Eligibility: Directors, officers, employees and consultants of the Galileo Resources Plc group (“**Eligible Participants**”). Eligible Participants, who are good leavers, may continue to be eligible for awards for up to 12 months from their resignation or retirement.

Operation and purpose: The remuneration committee of the Company will make awards to Eligible Participants to reward, retain and recruit Eligible Participants and reward performances against performance measures determined by the remuneration committee. A member of the remuneration committee will not participate in the determining of their own award. The remuneration committee will in determining awards relative to annual salary have regard to median salaries of AIM company executives in the annual KPMG or similar type comparative survey of the remuneration of AIM company executives of companies with comparable projects at a similar stage of development to Galileo (“Comparable Median Annual Salary”). The remuneration committee will in making awards determine appropriate key performance indicators for the Eligible Participant to meet (“Award Triggers”).

Short Term Incentive Awards: Eligible Participants with direct involvement in meeting short term operational targets for example production or exploration targets will be eligible for incentive awards determined by the remuneration committee. The maximum award shall be capped at two (2) times the Eligible Participants’ Comparable Median Annual Salary. Awards may be paid in cash and/or Company shares and if in Company shares based on the 30-day VWAP following announcement of the Company’s interim and final results. Awards of Company shares to Directors and PDMRS may be subject to a minimum holding period of up to 3 months to be determined.

Annual Incentive Awards: These will be awarded to Eligible Participants with approximately 25% of their awards being related to Company performance and approximately 75% related to individual key performance indicators determined by the remuneration committee. The maximum award shall be capped at three (3) times the Eligible Participants’ Comparable Median Annual Salary. Awards may be paid in cash and/or Company shares and if in Company shares based on the 30-day VWAP following announcement of Company’s interim and final results. Awards of Company shares to Directors and PDMRS may be subject to a minimum holding period of up to 3 months to be determined. An Eligible Participant who has been awarded a Short Term Incentive Award is eligible for an Annual Incentive Award but their Annual Incentive Award will be reduced by the amount due to them under their Short Term Incentive Award.

Transaction Incentive Awards: These will be awarded to Eligible Participants and the Award Triggers will be based on the Company completing a successful acquisition or disposal transaction (the “**Transaction**”) based on criteria determined by the remuneration committee. The maximum award payable in relation to a transaction will be in the range 1% to 2% of the Transaction value and be allocated amongst the Eligible Participants by the remuneration committee. Awards may be paid in cash and/or Company shares and if in Company shares based on the 30-day VWAP following the date the Company announces the Transaction.

Corporate Event: In the event of a takeover or merger, general offer being made to shareholders, scheme of arrangement, member’s voluntary winding up, change of control or other similar corporate event (a “**Corporate Event**”), the Eligible Participant will be deemed to have met their Annual Incentive Award and/or Award Trigger unless determined otherwise by the Remuneration committee taking into account the Eligible Participants Annual Trigger and/or Award Trigger.