

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document and/or the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser authorised under the Financial Services and Markets Act 2000 if you are in the United Kingdom or, if not, another appropriately authorised independent financial adviser.

If you have sold or otherwise transferred all of your Ordinary Shares, please immediately send this Document together with the accompanying Form of Proxy at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for onward transmission to the person who now holds the shares. If you have sold only part of your holding of Ordinary Shares you should retain these documents.

EASTINCO MINING AND EXPLORATION PLC

(Incorporated and registered in England and Wales under the Companies Act 2006 with registered number 07496976)

Notice of Annual General Meeting

Notice of the Annual General Meeting (“**AGM**”) of Eastinco Mining and Exploration Plc (“**Company**”) to be held at 10:00am on 26 September 2022 at the offices of Hill Dickinson LLP, Broadgate Tower, 20 Primrose Street, London, EC2A 2EW.

You can register your vote(s) for the AGM either:

- by logging on to www.shareregistrars.uk.com, clicking on the “Proxy Vote” button and then following the on-screen instructions; or,
- by post or by hand to **Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX** using the proxy form accompanying this notice; or,
- in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in note 4 below.

In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by 10:00am on 22 September 2022.

Your attention is drawn to the letter from the Chairman of the Company which is set out on page 3 of this Document and recommends that you vote in favour of the resolutions to be proposed at the AGM.

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EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this Document	30 August 2022
Latest time and date for receipt of Form of Proxy	22 September 2022 10:00 a.m.
Annual General Meeting	26 September 2022 10:00 a.m.

DEFINITIONS

The following definitions apply throughout this Document and the accompanying Form of Proxy unless the context requires otherwise:

"Act"	the Companies Act 2006;
"Annual General Meeting" or "AGM"	the Annual General Meeting of the Company convened for 26 September 2022 to approve the Resolutions, or any adjournment of that meeting;
"Board" or "Directors"	the Directors of the Company, whose names are set out on page 3 of this Document;
"Company"	Eastinco Mining and Exploration Plc;
"Form of Proxy"	the Form of Proxy for use by Shareholders at the AGM;
"Ordinary Shares"	ordinary shares of £0.01 each in the capital of the Company;
"Resolutions"	the resolutions of the Company set out in the Notice of Meeting on page 6; and
"Shareholders"	the holders of Ordinary Shares.

EASTINCO MINING AND EXPLORATION PLC

LETTER FROM THE CHAIRMAN

(incorporated and registered in England and Wales with registered number 07496976)

Registered Office

27-28 Eastcastle Street, London W1W 8DH

Directors

Charles Bray, Chairman
Simon Rollason, Executive Director
Simon Retter, Non Executive Director
Devon Marais, Non Executive Director

30 August 2022

Dear Shareholder,

Notice of 2022 Annual General Meeting

The Company's 2022 AGM will be held at the offices of Hill Dickinson LLP, Broadgate Tower, 20 Primrose Street, London, EC2A 2EW on 26 September 2022 at 10.00 am. The formal Notice of Meeting (the "Notice") is included in this Document.

Whilst Shareholders will be permitted to attend the AGM in person, the Company will also offer Shareholders the option to participate in the meeting remotely via a Zoom conference call. If you wish to use this facility, please contact the Chairman Charles Bray by emailing info@eme-plc.com. The Chairman will provide further information. However, Shareholders will not be able to vote at the meeting when attending via the Zoom conference call. Shareholders are therefore strongly encouraged to exercise their votes by attending the meeting in person or via proxy. Shareholders can register their vote(s) for the AGM either:

- by logging on to www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions; or,
- by post or by hand to **Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX** using the proxy form accompanying this notice; or,
- in the case of CREST members, by utilising the CREST electronic proxy appointment service in accordance with the procedures set out in note 4 below.

All proxy votes must be submitted by 10:00 a.m. on 22 September 2022. Shareholders are encouraged to appoint the Chairman of the meeting as their proxy with their voting instructions.

Each of the resolutions to be considered at the AGM will be voted on by way of a poll. This ensures that Shareholders who are unable to attend the AGM but who have appointed proxies have their votes taken into account. The results of the polls will be announced to the market and published on the Company's website as soon as possible after the conclusion of the AGM.

We encourage shareholders to email the Chairman at info@eme-plc.com with any questions you have on the business of the AGM in advance of the meetings. We will answer any questions raised by any Shareholders as soon as reasonably practicable.

Ordinary Business

The business of the AGM is set out in the Notice of AGM. The ordinary business of the AGM includes the adoption of the 2021 annual report and accounts for the Company, the re-election of certain Directors, and the re-appointment of MHA MacIntyre Hudson LLP as auditors.

Special Business

The special business of the AGM is set out in the Notice of AGM. The special business of the AGM includes authority to allot new shares in relation to the acquisition of Aterian Resources Limited, the disapplication of statutory pre-emption rights in relation to the issue and allotment of new shares relating to the acquisition of Aterian Resources Limited, the adoption of new articles of association (a copy of the proposed new articles can be found on the Company's website at www.eastinco.com and the change of the Company's name to Aterian plc (subject to completion of the Acquisition (as defined in the Notice of AGM)).

ACTION TO BE TAKEN

The Form of Proxy for use by Shareholders at the AGM is enclosed with this Document. Please complete and sign the Form of Proxy and return it to the Company's registrars, Share Registrars Limited to be received as soon as possible and, in any event, no later than 10:00am on 22 September 2022. Shareholders are being asked this year to appoint the Chairman of the meeting or a third party as their proxy.

RECOMMENDATION

The Board believes that the Resolutions being put to the Shareholders as described in this letter are in the best interests of the Company and its members as a whole and are most likely to promote the success of the Company for the benefit of its members as a whole. Accordingly, the Directors unanimously recommend that you vote in favour of the Resolutions to be proposed at the AGM as they intend to do in respect of their own beneficial holdings.

NOTIFICATION OF INTERESTS

The Board wishes to remind Shareholders of their obligations to notify the Company of changes to their shareholdings in accordance with the Disclosure Guidance and Transparency Rules ("DTRs"). Persons who are not exempt of notification requirements must notify the issuer of their direct or indirect holdings of voting rights which they hold as a Shareholder or are deemed to hold through their direct or indirect holding of financial instruments falling within DTR 5.3.1R(1), if the percentage of the person's voting rights reaches, exceeds or breaches a notifiable threshold.

Yours sincerely,



Charles Bray
Chairman

NOTICE OF GENERAL MEETING

EASTINCO MINING AND EXPLORATION PLC

(the "Company")

Company number: 07496976

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at 10.00 a.m. on 26 September 2022 at the offices of Hill Dickinson LLP, Broadgate Tower, 20 Primrose Street, London, EC2A 2EW, to consider and, if thought fit, pass resolutions 1 to 5 as ordinary resolutions and resolutions 6 to 8 (inclusive) as special resolutions (together, the "**Resolutions**"), as set out below:

Ordinary Resolutions

1. To approve the Annual Report and Accounts for the year to 31st December 2021.
2. That Devon Marais, a Director retiring by rotation in accordance with regulation 106 of the Articles of Association of the Company, be and is hereby re-elected as Director of the Company.
3. To confirm the appointment and re-appoint MHA MacIntyre Hudson LLP as auditors to the Company and to authorise the Directors to fix their remuneration.
4. **THAT**, the proposed acquisition by the Company of the entire issued share capital of Aterian Resources Limited and 50% of the share capital of Atlantic Minerals Limited (the "**Acquisition**"), be and are hereby approved subject to the Company having made an application for the admission of its ordinary share capital to trading on the Main Market (admission itself being, "**Admission**") in accordance with rule 5.3 of AQSE Growth Market Access Rulebook;
5. **THAT**, subject to and conditional upon the passing of Resolution 4, in accordance with section 551 of the Companies Act 2006 ("**Act**") the directors of the Company (the "**Directors**") be and are generally and unconditionally authorised to allot ordinary shares in the Company ("**Ordinary Shares**") or to grant rights to subscribe for or to convert any securities into Ordinary Shares ("**Rights**") up to a maximum nominal amount of:
 - 5.1. £200,000 in connection with the proposed issue of Ordinary Shares using the proceeds of the repayment by the Company of certain loan notes issued in 2019;
 - 5.2. £854,050 in connection with the conversion of certain convertible loan notes in respect of a pre-IPO fundraising completed by the Company on 22 November 2021;
 - 5.3. £1,295,716.68 in connection with the issue and subsequent conversion into Ordinary Shares of certain warrants granted by the Company;
 - 5.4. £634,902.67 in connection with the issue and subsequent conversion into Ordinary Shares of warrants granted by the Company on 20 June 2020;
 - 5.5. £444,234 in connection with the issue and allotment of Ordinary Shares to the Company's employee benefit trust;
 - 5.6. £3,376,429.33 in connection with the proposed allotments of Ordinary Shares in the Company (including (i) the issue and allotment of consideration shares to Altus Exploration Management Ltd pursuant to the terms of the SPA and (ii) the grant of certain warrants under the SPA);
 - 5.7. £854,050 in connection with the Ordinary Shares to be allotted in respect of the placing to take place prior to Admission; and
 - 5.8. £2,411,735.23 (in addition to the authorities conferred in sub-paragraphs 5 to 5.6 above) representing approximately 25% of the Company's enlarged share capital on Admission, provided that these authorities, unless duly renewed, varied or revoked by the Company, will expire on the date being fifteen months from the date of the passing of this resolution or, if earlier, the conclusion of the next annual general meeting of the Company to be held after the passing of this resolution, save that the Company may, before such expiry, make offers or agreements which would or might require ordinary shares to be allotted or Rights to be granted after such expiry and, the Directors may allot ordinary shares or grant Rights in pursuance of

such an offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This resolution revokes and replaces all unexercised powers previously granted to the Directors to relevant securities but without prejudice to any allotment of shares or grant of Rights already made, offered or agreed to be made pursuant to such authorities.

Special Resolutions

6. **THAT**, subject to and conditional upon the passing of Resolution 4, the Directors be and they are hereby empowered (in substitution for and to the exclusion of any other existing powers save to the extent that the same have been previously exercised) pursuant to Section 551 of the Act to allot equity securities (within the meaning of Section 560 of the Act) of the Company for cash pursuant to the authority conferred on them by Resolution 2 and to allot relevant securities as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities in connection with:
- 6.1. £200,000 in connection with the proposed issue of Ordinary Shares using the proceeds of the repayment by the Company of certain loan notes issued in 2019;
 - 6.2. £854,050 in connection with the conversion of certain convertible loan notes in respect of the pre-IPO fundraising completed by the Company on 22 November 2021;
 - 6.3. £,295,716.68 in connection with the issue and subsequent conversion into Ordinary Shares of certain warrants granted by the Company;
 - 6.4. £634,902.67 in connection with the issue and subsequent conversion into Ordinary Shares of certain warrants granted by the Company on 20 June 2020;
 - 6.5. £444,234 in connection with the issue and allotment of Ordinary Shares to the Company's employee benefit trust;
 - 6.6. £3,376,429.33 in connection with the proposed allotments of Ordinary Shares in the Company (including (i) the issue and allotment of consideration shares to Altus Exploration Management Ltd pursuant to the terms of the SPA and (ii) the grant of certain warrants under the SPA;
 - 6.7. £854,050 in connection with the Ordinary Shares to be allotted in respect of the placing to take place prior to Admission; and
 - 6.8. £2,411,735.23 (in addition to the authorities conferred in sub-paragraphs 6.1 to 6.7 above) representing approximately 25% of the Company's enlarged share capital on Admission,

provided that these authorities, unless duly renewed, varied or revoked by the Company, will expire on the date being fifteen months from the date of the passing of this resolution or, if earlier, the conclusion of the next annual general meeting of the Company to be held after the passing of this resolution, save that the Company may, before such expiry, make offers or agreements which would or might require ordinary shares to be allotted or Rights to be granted after such expiry and, the Directors may allot ordinary shares or grant Rights in pursuance of such an offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This resolution revokes and replaces all unexercised powers previously granted to the Directors in respect of the disapplication of rights of pre-emption in relation to relevant securities but without prejudice to any allotment of shares or grant of Rights already made, offered or agreed to be made pursuant to such authorities.

7. **THAT**, subject to and conditional upon the passing of Resolution 4, with effect from the conclusion of the meeting, the proposed articles of association produced to the meeting and, and for purposes of identification, initialled by the Chairman, be adopted as the new articles of association of the Company in substitution of the existing articles of association of the Company.

8. **THAT**, subject to and conditional upon the passing of Resolution 7 and completion of the Acquisition, the name of the Company be changed from Eastinco Mining and Exploration plc to **ATERIAN PLC**.

Dated: 30 August 2022

Registered Office:

27-28 Eastcastle Street

London

W1W 8DH

By order of the Board

Charles Bray

Chairman

NOTES

1. A member of the Company entitled to attend and vote at the General Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company. A member may vote by logging on to www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions.
2. A Form of Proxy is enclosed with this Notice for use in connection with this business set out above. To be valid, Forms of Proxy and any power of attorney or other authority under which it is signed must be lodged with Share Registrars Limited at, Share Registrars Limited, 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX, no later than 10 a.m. on 22 September 2022.
3. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a 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.
4. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications, and must contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com/CREST). The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent, Share Registrars Limited (ID: 7RA36) by 10 a.m. on 22 September 2022. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Application Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
5. CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular message. 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, 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 system providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
6. 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.

7. In the case of joint holders of Ordinary Shares, the signature of only one of the joint holders is required on the Form of Proxy but the vote of the first named on the register of members will be accepted to the exclusion of the other joint holders.
8. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, to be entitled to vote at the General Meeting (and for the purpose of the determination by the Company of the votes they may cast), a member of the Company must be entered in the register of members of the Company 48 hours (excluding non-business days) before the date of the meeting.
9. As at the close of business on 30 August 2022, the Company's issued share capital comprised 488,692,170 ordinary shares of £0.01 each. Each Ordinary Share carries the right to one vote at a general meeting of the Company, and therefore the total number of voting rights in the Company as at the time and date given above is 488,692,170.
10. Voting on all of the proposed resolutions set out in the Notice of Annual General Meeting will be conducted on a poll which reflects Shareholders' voting intentions in respect of shares held and votes tendered.
11. However, for those Shareholders who do not wish to attend the AGM in person, they can join the GM virtually via Zoom video link. If you would like access to the video link, please contact Charles Bray via email at info@eme-plc.com with your request no later than 10:00 a.m. on 22 September 2022.

EASTINCO MINING & EXPLORATION PLC

Annual General Meeting - Form of Proxy

I/We (Block Letters):

of.....
 being a member/members of Eastinco Mining & Exploration Plc (company number 07496976) (the
 "Company") hereby appoint the Chair of the meeting or

.....

of
 (see Note 1 below)

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 10:00am on 26 September 2022 at the offices of Hill Dickinson LLP, Broadgate Tower, 20 Primrose Street, London, EC2A 2EW. I/We direct that my/our vote(s) be cast on the Resolutions as indicated by an X in the appropriate box.

	<u>FOR</u>	<u>AGAINST</u>	<u>WITHHELD</u>
1. Ordinary Resolution – to approve the Annual Report and Accounts for the year to 31 December 2021;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Ordinary Resolution – to re-appoint Devon Marais as a director of the Company;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Ordinary Resolution – to retrospectively approve the appointment of MHA MacIntyre Hudson LLP for the year to 31 December 2021 and to re-appoint them as Company auditors;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Ordinary Resolution – to approve the acquisition of the entire share capital of Aterian Resources Limited and 50% of the share capital of Atlantic Minerals Limited subject to the Company having made an application for admission of its ordinary share capital on the Main Market;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Ordinary Resolution – to grant authority to allot shares or to grant rights to subscribe for or to convert any securities into Ordinary Shares in replacement of all existing authorities and expiring at the conclusion of the next annual general meeting of the Company;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Special Resolution – subject to and conditional upon the passing of Resolution 4, to dis-apply statutory rights of pre-emption in respect of the allotment of equity securities for cash, expiring at the conclusion of the next annual general meeting of the Company;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Special Resolution – subject to and conditional upon the passing of Resolution 4, with effect from the conclusion of the meeting, the Company shall adopt the new proposed articles of association.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

8. Special Resolution – subject to and conditional upon the passing of Resolution 4, with effect from Admission, the name of the Company shall be changed from Eastinco Mining and Exploration plc to Aterian PLC.

FOR

AGAINST

WITHHELD

DATED THIS day of 2022.

SIGNATURE

.....