

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to the action you should take, you should seek your own independent advice from a stockbroker, solicitor, accountant, or other professional adviser.

If you have sold or otherwise transferred all of your shares in Bradda Head Lithium Limited (the “**Company**”), please pass this document together with the accompanying documents to the purchaser or transferee, or to the person who arranged the sale or transfer so they can pass these documents to the person who now holds the shares.

The distribution of this document in jurisdictions other than the United Kingdom may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. This document does not constitute any offer to issue or sell or a solicitation of any offer to subscribe for or buy shares in the Company.

This document does not constitute any offer to issue or sell or a solicitation of any offer to subscribe for or buy ordinary shares in Bradda Head Lithium Limited.

BRADDA HEAD LITHIUM LIMITED

(incorporated and registered in the British Virgin Islands with registered number 1553975)

NOTICE OF 2022 ANNUAL GENERAL MEETING

Notice of the Annual General Meeting of the Company (the “**AGM**” or “**Annual General Meeting**”) to be held at 11 a.m. on 23 September 2022 at the Claremont Hotel, Loch Promenade, Douglas Isle of Man, and also via the Investor Meet online platform.

A form of proxy for use at the Annual General Meeting accompanies this document and, to be valid, must be completed and returned to the Company’s registrar Computershare Investor Services (BVI) Limited at Woodbourne Hall, PO Box 3162, Road Town, Tortola, British Virgin Islands or by email to #UKCSBRS.ExternalProxyQueries@computershare.co.uk as soon as possible but in any event to be received not later than 11 a.m. on 21 September 2022 or 48 hours before any adjourned meeting.

A Form of Instruction is enclosed with this document for use in connection with the AGM for Depositary Interest holders to submit their votes via the custodian. To be valid, a Form of Instruction and any power of attorney or other authority under which it is signed must be lodged with Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZY or sent by email to #UKCSBRS.ExternalProxyQueries@computershare.co.uk by not later than 11.00 a.m. on 20 September 2022, or 72 hours before time and date of any adjourned meeting. The Company is accepting returns by email in relation to the AGM due potential delays returning the same by post. There is no guarantee that returns by email will be accepted by the Company or the Registrar in future years or for future shareholder meetings.

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

<u>Event</u>	<u>Expected time / date</u>
Publication of this document	15 August 2022
Latest time and date for receipt of Forms of Instruction	11 a.m. on 20 September 2022
Latest time and date for receipt of forms of proxy	11 a.m. on 21 September 2022
Annual General Meeting	11 a.m. on 23 September 2022
Record Date	5 p.m. on 21 September 2022

Notes:

- (1) All times shown in this document are London times unless otherwise stated. The dates and times given are indicative only and are based on the Company's current expectations and may be subject to change. If any of the times and/or date above changes, the revised times and/or dates will be notified to Shareholders by announcement through the Regulatory News Service of the London Stock Exchange Plc.
- (2) If the Annual General Meeting is adjourned, the latest time and date for receipt of forms of proxy for the adjourned meeting will be notified to Shareholders by announcement through the Regulatory News Service of the London Stock Exchange.

LETTER FROM THE CHAIRMAN

BRADDA HEAD LITHIUM LIMITED

(Incorporated and registered in the British Virgin Islands under the BVI Business Companies Act 2004, with registered number 1553975)

Directors:

John (Ian) Stalker (*Chairman*)
Charles Fitzroy (*Chief Executive Officer*)
Denham Eke (*Finance Director & Company Secretary*)
James (Jim) Mellon (*Non-Executive Director*)
Michael (Alex) Borrelli (*Independent Non-Executive Director*)
Euan Jenkins (*Independent Non-Executive Director*)

Registered Office:

Craigmuir Chambers
Road Town
Tortola
VG1110
British Virgin Islands

To the Shareholders and, for information only, to the holders of warrants and options

15 August 2022

Dear Shareholder

Notice of Annual General Meeting

Introduction

I am writing to invite you to the Annual General Meeting of the Company to be held at 11 a.m. on 23 September 2022 at the Claremont Hotel, Loch Promenade, Douglas Isle of Man, and also via the Investor Meet online platform. The notice of the Annual General Meeting is set out at the end of this document.

This letter also explains why the Directors recommend that shareholders of the Company (the “**Shareholders**”) vote in favour of the resolutions being proposed at the Annual General Meeting (the “**Resolutions**”).

Resolutions at the Annual General Meeting

Resolution 1 – To receive and adopt the Company's annual accounts

This is a resolution to receive and adopt the Company's annual accounts for the financial year ended 28 February 2022 together with the directors' report and auditor's report on those accounts.

Resolution 2 – Appointment of Auditors

This Resolution seeks to authorise the appointment of KPMG Audit LLC as auditors of the Company and to authorise the Directors to determine their remuneration.

Resolution 3 – Directors' Authority to Allot Shares

This is a resolution to grant the Directors with authority to allot and issue shares and grant rights to subscribe for up to 390,609,439 new shares in the Company, being 100% of the entire

issued share capital of the Company as at the date of this document (excluding shares issued by the Company pursuant to exercise of options and/or warrants held by employees, management or other advisers as at the date of the resolution (“**Excluded Securities**”). This resolution replaces any existing authorities to issue shares in the Company and the authority under this resolution will expire at the conclusion of the next annual general meeting of the Company.

Resolution 4 – Re-appointment of Director

The Board recommends the re-appointment of Denham Eke who, being eligible, offers himself for re-appointment.

Resolution 5 – Re-appointment of Director

The Board recommends the re-appointment of James (Jim) Mellon who, being eligible, offers himself for re-appointment.

Resolution 6 – Disapplication of Pre-emption Rights

Resolution 3 proposes to dis-apply the statutory rights of pre-emption in respect of the allotment of equity securities for cash. This is a resolution authorising the Directors to issue equity securities as continuing authority up to 390,609,439 new shares, being 100% of the entire issued share capital of the Company as at the date of this document (excluding Excluded Securities) for cash on a non-pre-emptive basis pursuant to the authority conferred by Resolution 3 above. The authority granted by this Resolution will expire at the conclusion of next annual general meeting of the Company. Resolution 6 requires the support of 75% of Shareholders voting at the Annual General Meeting in accordance with the Company’s memorandum and articles of association.

Action to be taken by Shareholders

Voting on the 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.

A Form of Proxy for use at the General Meeting is enclosed with this Document. Shareholders holding Ordinary Shares in certificated form should complete and sign the Form of Proxy and return it to Computershare Investor Services (BVI) Limited at Woodbourne Hall, PO Box 3162, Road Town, Tortola, British Virgin Islands or by email to #UKCSBRS.ExternalProxyQueries@computershare.co.uk as soon as possible but in any event to be received not later than 11 a.m. on 21 September 2022 or 48 hours before any adjourned meeting. We encourage Shareholders to appoint the Chair of the Meeting as their proxy with their voting instructions.

Shareholders holding Ordinary Shares in uncertificated form should complete and sign the Form of Instruction and return it to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZY or sent by email to #UKCSBRS.ExternalProxyQueries@computershare.co.uk as soon as possible but in any event to be received not later than 11.00 a.m. on 20 September 2022, or 72 hours before any adjourned meeting. The Company is accepting returns by email in relation to the Annual General Meeting due potential delays returning the same by post. There is no guarantee that returns by email will be accepted by the Company or the Registrar in future years or for future shareholder meetings.

In order to ensure that shareholders are able to follow the proceedings of the AGM, the Company will provide access online through the Investor Meet Company platform. However, shareholders will not be able to vote online during the Meeting and are therefore urged to submit their votes via proxy as early as possible.

Shareholders are also invited to submit questions for the Board to consider. Questions can be pre submitted in advance of the AGM via the Investor Meet Company Platform up to 9am the day before the AGM, or via the Investor Meet Platform at any time during the AGM itself. The Board will respond to key questions during the meeting, and will provide all such answers on its website as soon as possible thereafter.

Investors can sign up to Investor Meet Company for free and add to meet **BRADDA HEAD LITHIUM LIMITED** via:

<https://www.investormeetcompany.com/bradda-head-lithium-limited/register-investor>

Investors who already follow **BRADDA HEAD LITHIUM LIMITED** on the Investor Meet Company platform will automatically be invited.

Recommendation

The Directors unanimously believe that the Resolutions are in the best interests of the Company and its Shareholders and unanimously recommend you to vote in favour of the Resolutions as they intend to do, with each director abstaining in respect of his re-appointment, in respect of their own beneficial interest.

Yours faithfully

Ian Stalker
Non-Executive Chairman

BRADDA HEAD LITHIUM LIMITED

(Incorporated and registered in the British Virgin Islands under the BVI Business Companies Act 2004, with registered number 1553975)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting of Bradda Head Lithium Limited (the "**Company**") will be held via the 'Investor Meeting Company' at 11 a.m. on 23 September 2022 for the purpose of considering and if thought fit passing the following Resolutions, of which Resolutions 1 to 5 (inclusive) will be proposed as Ordinary Resolutions and Resolution 6 as a Special Resolution requiring support of 75% of Shareholders voting at the Annual General Meeting in accordance with the Company's memorandum and articles of association:

ORDINARY BUSINESS

- Resolution 1 -* To receive and adopt the Company's annual accounts for the financial year ended 28 February 2022 together with the directors' report and auditor's report on those accounts.
- Resolution 2 -* To reappoint KPMG Audit LLC as the Company's auditor to hold office from the conclusion of this meeting until the conclusion of the next annual general meeting at which accounts are laid before the Company, remuneration to be determined by the directors.
- Resolution 3 -* That, the Directors be and are hereby generally and unconditionally authorised (in substitution for all previous authorities conferred upon the Directors) to exercise all or any of the powers of the Company to allot and issue or grant rights to subscribe for up to 390,609,439 ordinary shares of no par value in the Company ("**Shares**") plus any shares issued by the Company pursuant to exercise of options and/or warrants held by employees, management or other advisers as at the date of the resolution ("**Excluded Securities**") to such persons at such times and generally on such terms and conditions as the Directors may determine (the "**Allotment Shares**") PROVIDED THAT the authority and power granted by this Resolution shall expire at the conclusion of the next annual general meeting.
- Resolution 4 -* To authorise the re-appointment of Denham Eke who, being eligible, offers himself for re-appointment.
- Resolution 5 -* To authorise the re-appointment of James (Jim) Mellon who, being eligible, offers himself for re-appointment.

BUSINESS REQUIRING SUPPORT OF 75% OF SHAREHOLDERS VOTING

Resolution 6 - That, subject to and conditional upon the passage of Resolution 3 above, and in substitution for all existing and unexercised authorities and powers, the Directors be and are hereby generally and unconditionally authorised to allot and issue Allotment Shares and any Excluded Securities without first offering them to existing shareholders in proportion to their respective Lithium of Shares PROVIDED THAT this authority and power shall be limited to the allotment and issue of up to an aggregate amount of 390,609,439 Allotment Shares plus Excluded Securities, the authority and power granted by this Resolution shall expire at the conclusion of the next annual general meeting.

BY ORDER OF THE BOARD

Ian Stalker

Non-Executive Chairman

15 August 2022

NOTES

1. If in -person attendance is not possible, the Annual General Meeting will be broadcast via videoconference with a questions and answers facility. Shareholders are encouraged to register for the videoconference using the URL: <https://www.investormeetcompany.com/bradda-head-ltd/register-investor>
2. A member who is entitled to attend, speak and vote at the meeting is entitled to appoint another person, or two or more persons in respect of different shares held by him, as his proxy to exercise all or any of his rights to attend and to speak and vote at the meeting.
3. Forms for the appointment of a proxy in respect of the meeting have been provided to members with this Notice of AGM (the "**Form of Proxy**"). To be valid, the Form of Proxy must be completed in accordance with the instructions that accompany it and then delivered (together with any power of attorney or other authority under which it is signed, or a certified copy of such item) to the Company's share registrars, Computershare Investor Services (BVI) Limited at Woodbourne Hall, PO Box 3162, Road Town, Tortola, British Virgin Islands, or by email to #UKCSBRS.ExternalProxyQueries@computershare.co.uk by 11.00 a.m. on 21 September 2022.
4. A form of instruction is enclosed with this Document for use in connection with the Annual General Meeting for Depositary Interest holders to submit their votes via the custodian. To be valid, the Form of Instruction must be completed in accordance with the instructions that accompany it and then delivered (together with any power of attorney or other authority under which it is signed, or a certified copy of such item) to the Depositary, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS13 8AE, or by email to #UKCSBRS.ExternalProxyQueries@computershare.co.uk by 11.00 a.m. BST on 20 September 2022.
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.
6. 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 the Company (in the case of a member which is a company, the revocation notice must be executed in accordance with note 9 below). 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 the Company no later than 48 hours before the time fixed for the holding of the Meeting or any adjourned meeting (or in the case of a poll before the time appointed for taking the poll) at which the proxy is to attend, speak and vote. If you attempt to revoke your proxy appointment but the revocation is received after the time specified then your proxy appointment will remain valid.
7. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt will take precedence.
8. 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).
9. In the case of a member which is a company, the Form of Proxy must be executed pursuant to the terms of the BVI Business Companies Act 2004 or under the hand of a duly authorised officer or attorney.
10. A corporation which is a member can appoint one or more corporate representatives who may exercise, on its behalf, all of its powers as a member provided that no more than one corporate representative exercises power over the same share.
11. You may not use any electronic address provided either in this notice of general meeting or any related documents (including the Non-Executive Chairman's letter and Form of Proxy) to communicate with the Company for any purposes other than those expressly stated.