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If you have sold or otherwise transferred all of your Ordinary Shares you should deliver this document together with the enclosed Form of Proxy, as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was affected for onward transmission to the purchaser or transferee. However, this document and any accompanying documents should not be sent or transmitted in, or into, any jurisdiction where to do so might constitute a violation of local securities law or regulations. If you sell or have sold or otherwise transferred only part of your holding of Ordinary Shares, please retain this document and the accompanying Form of Proxy and contact immediately the bank, stockbroker or other agent through whom the sale or transfer was affected.

The Placing does not constitute an offer to the public requiring an approved prospectus under section 85 of FSMA and accordingly this document does not constitute a prospectus for the purposes of the Prospectus Regulation Rules and has not been pre-approved by the FCA pursuant to sections 85 and 87 of FSMA, the London Stock Exchange, any securities commission or other authority or regulatory body. In addition, this document does not constitute an admission document drawn up in accordance with the AIM Rules.

AIM is a market designed primarily for emerging or smaller companies to which a higher investment risk tends to be attached than to larger or more established companies. AIM securities are not admitted to the official list of the United Kingdom's Financial Conduct Authority. A prospective investor should be aware of the risks of investing in such companies and should make the decision to invest only after careful consideration and, if appropriate, consultation with an independent financial adviser. The London Stock Exchange has not itself examined or approved the contents of this document. Neither the London Stock Exchange nor the Financial Conduct Authority have examined or approved the contents of this document.

BLUEJAY MINING PLC

(Incorporated and registered in England and Wales with registered number 05389216)

Conditional Placing and Notice of General Meeting

This document should be read as a whole. Your attention is drawn to the letter from the Chairman of the Company set out in this document and which recommends that you vote in favour of the Resolutions to be proposed at the General Meeting referred to below.

Notice of a General Meeting of the Company to be held at The Washington Mayfair Hotel, 5 Curzon Street, London, W1J 5HE at 10.00 a.m. on 5 February 2024 is set out at the end of this document. A Form of Proxy for use at the meeting is enclosed with this document and should be returned as soon as possible and in any event so as to be received by the Company's registrars, Link Group, PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL by not later than 10.00 a.m. on 2 February 2024. The completion and returning of the Form of Proxy will not prevent a Shareholder from attending and voting in person at the General Meeting, should they so wish. Alternatively, you can vote via CREST or Proxymity (refer to the notes to the Notice of General Meeting).

SP Angel Corporate Finance LLP, which is authorised and regulated in the United Kingdom by the FCA, is acting exclusively as nominated adviser and broker to the Company and for no one else in relation to the matters described in this document and is not advising any other person and accordingly will not be responsible to anyone other than the Company for providing the protections afforded to clients of SP Angel Corporate Finance LLP, or for providing advice in relation to the contents of this document or any matter referred to in it. The responsibilities of SP Angel Corporate Finance LLP as the Company's nominated adviser under the AIM Rules for Companies and the AIM Rules for Nominated Advisers are owed solely to the London Stock Exchange and are not owed to the Company or to any Director, Shareholder or any other person, in respect of his decision to acquire shares in the capital of the Company in reliance on any part of this document, or otherwise.

W H Ireland Limited, which is authorised and regulated in the United Kingdom by the FCA, is acting exclusively as broker to the Company and for no one else in relation to the matters described in this document and is not advising any other person

and accordingly will not be responsible to anyone other than the Company for providing the protections afforded to clients of W H Ireland Limited, or for providing advice in relation to the contents of this document or any matter referred to in it.

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This document contains (or may contain) certain forward-looking statements with respect to the Company, its group and certain of its current goals and expectations relating to its future financial condition and performance and which involve a number of risks and uncertainties. The Company cautions readers that no forward-looking statement is a guarantee of future performance and that actual results could differ materially from those contained in the forward-looking statements. These forward-looking statements sometimes use words such as "aim", "anticipate", "target", "expect", "estimate", "intend", "plan", "goal", "believe", or other words of similar meaning. By their nature, forward-looking statements involve risk and uncertainty because they relate to future events and circumstances, including, but not limited to, economic and business conditions, market-related risks such as changes in interest rates and foreign exchange rates, the policies and actions of governmental and regulatory authorities, changes in legislation, the success of future acquisitions and other strategic transactions and the impact of competition. Among the factors that could cause actual results or projections to differ materially include, without limitation: uncertainties related to raising sufficient financing to fund the planned work in a timely manner and on acceptable terms; changes in planned work resulting from logistical, technical, adverse weather or other factors; the possibility that results of work will not fulfil projections/expectations and realise the perceived potential of the Company's projects; uncertainties involved in the interpretation of drilling results and other tests and the estimation of relevant mineral reserves and resources; risk of accidents, equipment breakdowns and labour disputes or other unanticipated difficulties or interruptions; the possibility of environmental issues at the Company's projects; the possibility of cost overruns or unanticipated expenses in work programs; the need to obtain permits and comply with environmental laws and regulations and other government requirements; fluctuations in the price of minerals and commodities and other risks and uncertainties. A number of these factors are beyond the Company's control. As a result, the Company's actual future results may differ materially from the plans, goals and expectations set forth in the Company's forward-looking statements. Any forward-looking statements made in this document by or on behalf of the Company speak only as at the date they are made. Except as required by the FCA, the London Stock Exchange or applicable law, each of the Company, SP Angel Corporate Finance LLP and W H Ireland Limited and their respective directors, officers, employees, agents, managers, members and partners expressly disclaim any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained in this document to reflect any changes in the Company's expectations with regard thereto or any changes in events, conditions or circumstances on which any such statement is based.

This document does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for any securities. This document provides you with information about the Placing but does not invite you to participate in it.

The release, publication or distribution of this document and/or any accompanying documents in jurisdictions other than the United Kingdom may be restricted by law and therefore any persons into whose possession this document comes should inform themselves about and observe any applicable restrictions or requirements. No action has been taken by the Company that would permit possession or distribution of this document in any jurisdiction where action for that purpose is required. Any failure to comply with such restrictions or requirements may constitute a violation of the securities laws of any such jurisdiction.

This document does not constitute, or form part of, any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, any securities in the United States. The Company's securities have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or the securities laws of any state or other jurisdiction of the United States, and may not be offered, sold, pledged or otherwise transferred directly or indirectly in or into the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. There will be no public offering of securities in the United States.

Shareholders outside the UK and any person (including, without limitation, custodians, nominees and trustees) who has a contractual or other legal obligation to forward this document to a jurisdiction outside the UK should seek appropriate advice before taking any action.

Unless, and to the extent, otherwise stated, the contents of the Company's website past or present, or any other website accessible via hyperlinks from such website, are not incorporated into, and do not form part of, this document.

No person has been authorised to give any information or make any representations other than the information contained in this document and, if given or made, such information or representations must not be relied upon as having been authorised

by the Company. Neither the delivery of this document nor any subscription or sale made hereunder shall, under any circumstances, create any implication that there has been no change in affairs of the Company since the date of this document or that the information in this document is correct at any time subsequent to its date.

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DIRECTORS AND ADVISERS

Directors	Michael Hutchinson Eric Sondergaard Roderick McIllree Troy Whittaker Harry Ansell	<i>(Non-Executive Chairman)</i> <i>(Managing Director)</i> <i>(Non-Executive Director)</i> <i>(Non-Executive Director)</i> <i>(Non-Executive Director)</i>
Company Secretary	Westend Corporate LLP	<i>(Company Secretary)</i>
Registered Office	6 Heddon Street London W1B 4BT	
Nominated Adviser	SP Angel Corporate Finance LLP Prince Frederick House 35-39 Maddox Street London W1S 2PP	
Broker to the Placing	W H Ireland Limited 24 Martin Lane London EC4R 0DR	
Solicitors to the Company	Squire Patton Boggs (UK) LLP 60 London Wall London EC2M 5TQ	
Solicitors to the Broker	Fladgate LLP 16 Great Queen Street London WC2B 5DG	
Registrars	Link Group Central Square 29 Wellington Street Leeds LS1 4DL	

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

2024

Despatch of the Circular and the Form of Proxy	19 January
First Admission and commencement of dealing in First Placing Shares	8.00 a.m. on 30 January
CREST accounts credited in respect of First Placing Shares in uncertificated form	8.00 a.m. on 30 January
Despatch of definitive share certificates in respect of First Placing Shares to be issued in certificated form	within 14 days of First Admission
Latest time and date for receipt of Forms of Proxy for the General Meeting	10.00 a.m. on 2 February ¹
General Meeting	10.00 a.m. on 5 February
Result of the General Meeting announced	5 February
Second Admission and commencement of dealing in Second Placing Shares	8.00 a.m. on 6 February*
CREST accounts credited in respect of Second Placing Shares in uncertificated form	8.00 a.m. on 6 February*
Despatch of definitive share certificates in respect of Second Placing Shares to be issued in certificated form	within 14 days of Admission*

**conditional on the passing of the Resolutions at the General Meeting and the Placing Agreement otherwise having become unconditional and not having been terminated in accordance with its terms*

Notes:

- (1) Each of the times and dates set out in the above timetable and mentioned in this document is subject to change by the Company, in which event details of the new times and dates will be notified by an announcement through a Regulatory Information Service.
- (2) References to times in this document are to London times unless otherwise stated.

DEFINITIONS

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

Act	the Companies Act 2006;
Admission	First Admission and/or Second Admission (as the case may be);
AIM	the AIM market operated by the London Stock Exchange;
AIM Rules	the AIM Rules for Companies, as published by the London Stock Exchange from time to time;
Board or Directors	the board of directors of the Company;
Business Day	any day (excluding Saturdays and Sundays) on which banks are open in London for normal banking business and the London Stock Exchange is open for trading;
Circular or this document	this circular dated 19 January 2024;
Company or Bluejay	Bluejay Mining plc, a company incorporated in England and Wales with registered number 05389216 and having its registered office at 6 Heddon Street, London W1B 4BT;
CREST	the relevant system (as defined in the CREST Regulations) in respect of which Euroclear is the Operator (as defined in the CREST Regulations);
CREST Manual	the compendium of documents entitled "CREST Manual" issued by Euroclear from time to time and comprising the CREST Reference Manual, the CREST Central Counterparty Service Manual, the CREST International Manual, the CREST Rules (including CREST Rule 8), the CCSS Operations Manual and the CREST Glossary of Terms;
CREST member	a person who has been admitted by Euroclear as a system member (as defined in the CREST Regulations);
CREST participant	a person who is, in relation to CREST, a system participant (as defined in the CREST Regulations);
CREST Proxy Instruction	the appropriate CREST message made to appoint a proxy, properly authenticated in accordance with Euroclear's specifications;
CREST Regulations	the Uncertificated Securities Regulations 2001, as amended;

CREST sponsor	a CREST participant admitted to CREST as a CREST sponsor;
CREST sponsored member	a CREST member admitted to CREST as a sponsored member;
Euroclear	Euroclear UK & International Limited;
FCA	the Financial Conduct Authority;
First Admission	the admission of the First Placing Shares to trading on AIM becoming effective in accordance with the AIM Rules;
First Placing Shares	the 150,145,715 new Ordinary Shares which are to be allotted and issued to the Placees at First Admission pursuant to the Placing;
Form of Proxy	the form of proxy accompanying this document relating to the General Meeting;
General Meeting	the general meeting of the Company, notice of which is set out at the end of this document, and including any adjournment(s) thereof;
Group	the Company and its subsidiaries, from time to time;
Latest Practicable Date	15 January 2024, being the latest practicable date prior to publication of this document;
London Stock Exchange	London Stock Exchange plc;
Notice of General Meeting	the notice of the General Meeting of the Company, set out at the end of this document;
Ordinary Shares	ordinary shares of 0.01 pence each in the capital of the Company;
Participant ID	the identification code or membership number used in CREST to identify a particular CREST member or other CREST participant;
Placees	subscribers for Placing Shares;
Placing	the conditional placing of the First Placing Shares and the Second Placing Shares, in each case, at the Placing Price and pursuant to the Placing Agreement;
Placing Agreement	the conditional placing agreement dated 16 January 2024 between the Company and WHI;
Placing Price	0.4 pence per Placing Share;

Placing Shares	the First Placing Shares and the Second Placing Shares;
Regulatory Information Service	has the meaning given in the AIM Rules;
Resolutions	the resolutions to be proposed at the General Meeting, which are set out in full in the Notice of General Meeting;
Second Admission	the admission of the Second Placing Shares to trading on AIM becoming effective in accordance with the AIM Rules;
Second Placing Shares	the 149,854,285 new Ordinary Shares which are to be allotted and issued to the Placees at Second Admission, subject (amongst other things) to the passing of the Resolutions;
Settlement Shares	the 10,178,810 new Ordinary Shares in aggregate which are to be allotted and issued, subject to the passing of the relevant Resolutions, to Robert Edwards and Peter Waugh, former directors of the Company, pursuant to the settlement of their employment and/or directorship with the Company;
Shareholders	holders of Ordinary Shares;
UK	the United Kingdom of England, Scotland, Wales and Northern Ireland;
WHI	W H Ireland Limited;
£	pounds sterling, the legal currency of the United Kingdom.

LETTER FROM THE CHAIRMAN OF

BLUEJAY MINING PLC

(Incorporated and registered in England and Wales with registered number 05389216)

19 January 2024

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

Conditional Placing and Notice of General Meeting

1. Introduction

On 16 January 2024, the Company announced that it had successfully raised gross proceeds of £1.2 million through a conditional placing of the Placing Shares at the Placing Price.

Paragraphs 2 and 9 of this letter set out the background to, and the reasons for, the Placing and explain why the Directors consider the Placing to be in the best interests of the Company and its Shareholders as a whole.

2. Reasons for the Placing and use of proceeds

Bluejay, through its wholly owned subsidiary Disko Exploration Ltd., signed a definitive joint venture agreement with KoBold Metals in June 2022 to guide exploration for new deposits rich in the critical materials required for the green energy transition and electric vehicles (the Disko-Nuussuaq nickel-copper-cobalt-PGE Project).

Disko Exploration Ltd holds two additional projects in Greenland - the 692 sq km Kangerluarsuk zinc-lead- silver project, where historical work has recovered grades of up to 45.4% zinc, 9.3% lead and 596 g/t silver; and the 920 sq km Thunderstone project which has the potential to host large-scale base metal and gold deposits. Bluejay also owns 100% of the fully permitted Dundas Ilmenite Project through its subsidiary Dundas Titanium A/S in northwest Greenland for which it will seek strategic alternatives.

In Finland, Bluejay currently holds three large-scale multi-metal projects through its wholly owned subsidiary FinnAust Mining Finland Oy. The Company has identified multiple drill ready targets at the Enonkoski nickel-copper-cobalt project in East Finland. Bluejay's Hammaslahti copper-zinc-gold-silver project hosts high-grade VMS mineralisation and extensions of historical ore lodes have been proven. The drill ready Outokumpu copper-nickel-cobalt-zinc-gold-silver project is located in a prolific geological belt that hosts several high-grade former mines. Bluejay also owns 29% of Metals One PLC (AIM: MET1) after the divestment of its Black Shales Project.

In December 2023, the Company announced the appointment of a new Managing Director, Eric Sondergaard and three new non-executive directors, Rod McIllree, Harry Ansell and Tory Whittaker. This new board are looking to implement a new strategy that will focus solely around developing the Disko magmatic sulphide project in Greenland. Accordingly, the Board will use the net proceeds from the Placing to develop the Disko magmatic massive sulphide project in Greenland and as otherwise stated below.

The net proceeds of the Placing will be used for:

- Field activities and travel;
- Legal and administrative costs;

- Project divestment activities;
- Regulatory and licensing costs; and
- for general corporate and working capital purposes.

Subject to the approval of the Resolutions, the Company also propose to issue a total of 10,178,810 new Ordinary Shares to previous directors of the Company as part of their settlement arrangements. Under the terms of the Settlement Shares, 8,190,456 Ordinary Shares are proposed to be issued to Robert Edwards and 1,988,354 Ordinary Shares are proposed to be issued to Peter Waugh at a price of 0.71 pence per share.

3. **General Meeting**

The General Meeting will be held at The Washington Mayfair Hotel, 5 Curzon Street, London, W1J 5HE on 5 February 2024 at 10.00 a.m. The Resolutions to be proposed at the General Meeting are set out in full in the Notice of General Meeting at the end of this document.

Explanatory notes in respect of each of the Resolutions, and details of the action you should take in order to appoint a proxy to attend and vote on your behalf at the General Meeting, are set out in paragraphs 7 and 8 of this letter.

4. **Details of the Placing**

The Company has conditionally raised gross proceeds of £1.2 million through the Placing at the Placing Price. The Placing is being conducted in two separate tranches and, subject to the satisfaction of waiver of the relevant conditions as set out in the Placing Agreement:

- First Admission is expected to take place and dealings in the First Placing Shares on AIM are expected to commence at 8.00 a.m. on 30 January 2024; and
- Second Admission is expected to take place and dealings in the Second Placing Shares on AIM are expected to commence at 8.00 a.m. on 6 February 2024.

The Placing Price represents a discount of approximately 14.9 per cent. to the closing mid-market price of 0.47 pence per Ordinary Share on the Latest Practicable Date.

The Placing is not being underwritten and is conditional, *inter alia*, upon:

(a) in respect of the First Placing:

- (i) First Admission becoming effective by no later than 8.00 a.m. on 30 January 2024 (or such other time and/or date, being no later than 8.00 a.m. on 29 February 2024, as WHI and the Company may agree);
- (ii) the conditions in the Placing Agreement which are required to be satisfied prior to First Admission being satisfied or (if applicable) waived;
- (iii) the Placing Agreement not having been terminated in accordance with its terms prior to First Admission;

(b) in respect of the Second Placing:

- (i) Second Admission becoming effective by no later than 8.00 a.m. on 6 February 2024 (or such other time and/or date, being no later than 8.00 a.m. on 29 February 2024, as WHI and the Company may agree);

- (ii) the conditions in the Placing Agreement which are required to be satisfied prior to Second Admission being satisfied or (if applicable) waived;
- (iii) the Placing Agreement not having been terminated in accordance with its terms prior to Second Admission;
- (iv) the passing, without amendment, of Resolutions 1 and 3 at the General Meeting.

Accordingly, if any of such conditions are not satisfied or, if applicable, waived, the Placing, or the relevant tranche of the Placing, will not proceed.

The Placing Shares will be credited as fully paid and will rank *pari passu* in all respects with the Ordinary Shares then in issue, including the right to receive all future distributions, declared, paid or made in respect of the Ordinary Shares from the date of their Admission.

5. Placing Agreement

The Company has entered into the Placing Agreement with WHI, pursuant to which WHI agreed to use reasonable endeavours to procure places for the Placing Shares at the Placing Price. The Placing Agreement contains customary warranties given by the Company to WHI as to matters relating to the Company and its business and a customary corporate finance indemnity.

WHI is entitled to terminate the Placing Agreement in certain circumstances prior to Admission, including in the event that any of the warranties set out in the Placing Agreement are not true and accurate when given or the Company fails to comply with any of its obligations prior to the relevant Admission. WHI may also terminate the Placing Agreement if there has been a material adverse change in national or international financial, political, economic, monetary or stock market conditions (primary or secondary) or an imposition of or compliance with any law or governmental or regulatory order, rule, regulation, restriction or direction which, in the opinion of WHI, makes it impractical or inadvisable to proceed with the Placing or Admission. If this termination right is exercised or if the conditionality in the Placing Agreement is not satisfied, the Placing will not proceed.

The Placing Shares are not being offered to the public and are not being offered or sold in any jurisdiction where it would be unlawful to do so.

6. Related Party Transactions

As Eric Sondergaard, Mike Hutchinson, Troy Whittaker and Rod McIllree are Directors of the Company, their participation in the second tranche of the Placing constitutes a related party transaction for the purpose of the AIM Rules. The Director independent of the Placing, being Harry Ansell, considers, having consulted with SP Angel, the Company's nominated adviser, that the terms of this subscription for Placing Shares is fair and reasonable in so far as Shareholders are concerned.

As Robert Edwards and Peter Waugh are former directors of the Company, their participation in the Settlement Share issuance constitutes a related party transaction for the purpose of the AIM Rules. The Director, independent of the issue of the Settlement Shares and the Placing, being Harry Ansell, considers having consulted with SP Angel, the Company's nominated adviser, that the terms of the issue of the Settlement Shares is fair and reasonable in so far as Shareholders are concerned.

7. General Meeting

The General Meeting of the Company, notice of which is set out at the end of this document, is to be held at 10.00 a.m. on 5 February 2024 at The Washington Mayfair Hotel, 5 Curzon Street, London,

W1J 5HE. The General Meeting is being held for the purpose of considering and, if thought fit, passing the Resolutions set out in full in the Notice of General Meeting, as summarised below:

- Resolution 1 is an ordinary resolution to grant the Directors authority to allot and issue the Placing Shares.
- Resolution 2 is an ordinary resolution to grant the Directors authority to allot and issue ordinary shares, and grant rights to subscribe for shares, up to an aggregate nominal value of £23,918, being approximately 20 per cent. of the current issued ordinary share capital of the Company.
- Resolution 3 is conditional on the passing of Resolution 1. Resolution 3 is a special resolution which disapplies the statutory pre-emption rights in respect of the allotment of the Placing Shares to be allotted pursuant to Resolution 1.
- Resolution 4 is conditional on the passing of Resolution 2. Resolution 4 is a special resolution which authorises the Directors to allot equity securities for cash and free of the statutory pre-emption rights in connection with an offer of equity securities to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings and otherwise up to an aggregate nominal value of £23,918 (representing approximately 20 per cent. of the current issued ordinary share capital of the Company), pursuant to the authority conferred by Resolution 2. This will allow the Board to allot certain shares for cash without recourse to the Shareholders, thereby enabling the Company to move quickly in raising funds from time to time, where it deems appropriate.

The Directors intend to allot and issue the Settlement Shares pursuant to the authorities to be granted by Resolution 2 and, where applicable, Resolution 4. Each of the authorities to be granted pursuant to the Resolutions referred to above will expire on the commencement of the next Annual General Meeting of the Company or 30 June 2024, whichever is the earlier to occur.

8. Action to be taken in relation to the General Meeting

You will find enclosed a Form of Proxy for use at the General Meeting. Whether or not you intend to be present at the General Meeting, you are requested to complete the Form of Proxy in accordance with the instructions printed on it and to return it as soon as possible and, in any case, so as to be received by the Company's registrars, Link Group at PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL no later than 10.00 a.m. on 2 February 2024. If you hold shares in CREST, you may appoint a proxy by completing and transmitting a CREST Proxy Instruction to the Company's registrars (Crest Participant ID: RA10) so that it is received by no later than 10.00 a.m. on 2 February 2024. The return of the Form of Proxy, transmission of a CREST Proxy Instruction or appointing a proxy via Proxymity will not prevent you from attending the meeting and voting in person if you wish.

If you are an institutional investor, you may also be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to www.proxymity.io. Your proxy must be lodged by no later than 10.00 a.m. on 2 February 2024 in order to be considered valid or, if the meeting is adjourned, by the time which is 48 hours before the time of the adjourned meeting. Before you can appoint a proxy via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them, and they will govern the electronic appointment of your proxy. An electronic proxy appointment via the Proxymity platform may be revoked completely by sending an authenticated message via the platform instructing the removal of your proxy vote.

9. **Recommendation**

The Directors consider that the Resolutions are in the best interests of the Company and its Shareholders as a whole. Accordingly, the Directors unanimously recommend that Shareholders vote in favour of all the Resolutions as they intend to do in respect of their entire beneficial holdings, amounting in aggregate to 80,284,982 Ordinary Shares, representing approximately 6.71 per cent. of the issued Ordinary Share capital.

Yours faithfully,

Michael Hutchinson

Chairman

NOTICE OF GENERAL MEETING

BLUEJAY MINING PLC

(Incorporated and registered in England and Wales with registered number 05389216)

NOTICE IS HEREBY GIVEN that a General Meeting of Bluejay Mining Plc (the "**Company**") will be held at The Washington Mayfair Hotel, 5 Curzon Street, London, W1J 5HE at 10.00 a.m. on 5 February 2024 for the purpose of considering and, if thought fit, passing the following resolutions, of which Resolution 1 and 2 are being proposed as ordinary resolutions and Resolutions 2 and 3 are being proposed as special resolutions:

ORDINARY RESOLUTIONS

1. THAT the directors of the Company be and they are hereby generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006, as amended (the "**Act**") to exercise all the powers of the Company to allot ordinary shares in the capital of the Company and grant rights to subscribe for, or convert any security into, shares in the Company up to an aggregate nominal amount of £14,990 in connection with the Placing (as defined in (as defined in the circular to the Company's shareholders dated 19 January 2024 of which this notice forms part (the "**Circular**")), provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the commencement of the next Annual General Meeting of the Company or 30 June 2024, whichever is the earlier to occur, save that the Company may, before such expiry, make offer(s) or enter into agreement(s) which would or might require shares to be allotted or rights to be granted after such expiry and the Directors may allot shares or grant rights in pursuance of such offers or agreements notwithstanding that the authority conferred by this resolution has expired.
2. THAT the directors of the Company be and they are hereby generally and unconditionally authorised for the purposes of section 551 of the Act (in addition to any authority granted pursuant to resolution 1) to exercise all the powers of the Company to allot ordinary shares in the capital of the Company and grant rights to subscribe for, or convert any security into, shares in the Company up to an aggregate nominal amount of £23,918, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the commencement of the next Annual General Meeting of the Company or 30 June 2024, whichever is the earlier to occur, save that the Company may, before such expiry, make offer(s) or enter into agreement(s) which would or might require shares to be allotted or rights to be granted after such expiry and the Directors may allot shares or grant rights in pursuance of such offers or agreements notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTIONS

3. THAT, subject to the passing of resolution 1, the directors of the Company be and they are hereby empowered pursuant to section 570 of the Act (in addition to all existing authorities) to allot equity securities (as defined in section 560 of the Act) of the Company for cash pursuant to the authority conferred by resolution 3 above in connection with the Placing (as defined in the Circular) as if section 561 of the Act did not apply to any such allotment, provided that this power shall be limited to an aggregate nominal amount of £14,990 in connection with the Placing (as defined in the Circular) and this authority shall, unless renewed, varied or revoked by the Company, expire on the commencement of the next Annual General Meeting of the Company or 30 June 2024, whichever is the earlier to occur, save that the Company may, before such expiry, make offer(s) or enter into agreement(s) which would or might require equity securities to be allotted after such expiry and the

Directors may allot equity securities in pursuance of such offers or agreements notwithstanding that the authority conferred by this resolution has expired.

4. THAT, subject to the passing of resolution 2, the directors of the Company be and they are hereby empowered pursuant to section 570 of the Act (in addition to any authority granted pursuant to resolution 3) to allot equity securities (as defined in section 560 of the Act) of the Company for cash pursuant to the authority conferred by resolution 3 above or by way of a sale of treasury shares, as if section 561 of the Act did not apply to any such allotment, provided that this power shall be limited to:

(a) the allotment of equity securities in connection with an offer of equity securities to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings, and to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary, but subject to such exclusions or arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates or arising out of any legal or practical problems under the laws of any overseas territory or the requirements of any regulatory body or stock exchange; and

(b) the allotment of equity securities (otherwise than pursuant to sub paragraph (a) above) up to an aggregate nominal amount of £23,918,

and provided that this power shall, unless renewed, varied or revoked by the Company, expire on the commencement of the next Annual General Meeting of the Company or 30 June 2024, whichever is the earlier to occur, save that the Company may, before such expiry, make offer(s) or enter into agreement(s) which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offers or agreements notwithstanding that the authority conferred by this resolution has expired.

Dated: 19 January 2024

By order of the Board

Westend Corporate LLP
Company Secretary

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to exercise all or any of the member's rights to attend, speak and vote at the meeting. A proxy need not be a member of the Company. If a member appoints more than one proxy in relation to the meeting, each proxy must be appointed to exercise the rights attached to a different share or shares held by that member.
2. To appoint as a proxy a person other than the Chairman of the meeting, a member must insert the proxy's full name in the box on the Form of Proxy. If a member signs and returns a Form of Proxy with no name inserted in the box, the Chairman of the meeting will be deemed to be the member's proxy. Where a member appoints as a proxy someone other than the Chairman, the member is responsible for ensuring that the proxy attends the meeting and is aware of the member's voting intentions. If a member wishes a proxy to make any comments on the member's behalf, the member will need to appoint someone other than the Chairman and give them the relevant instructions directly. Unless otherwise indicated (whether on the Form of Proxy, CREST Proxy Instruction or via the Proximity platform), the proxy will be entitled to vote as they think fit or, at their discretion, withhold from voting.
3. A member which is a corporation is entitled to appoint one or more corporate representatives to exercise the same powers on behalf of the corporation as the corporation could exercise if it were an individual member. If a member which is a corporation appoints more than one corporate representative in relation to the meeting, each

representative must exercise the rights attached to a different share or shares held by that member. In the case of a member which is a corporation, the Form of Proxy must be executed under the corporation's common seal or signed on its behalf by a duly authorised officer of the corporation or an attorney for the corporation.

4. A Form of Proxy is enclosed. To be valid, the Form of Proxy (and any power of attorney or other authority (if any) under which it is signed) must be duly completed and signed and deposited at the office of the Company's registrars, Link Group at PXS 1, Central Square, 29 Wellington Street, Leeds LS1 4DL not less than 48 hours before the time for holding the meeting (or any adjourned meeting). Completion and return of a Form of Proxy does not preclude a member from attending and voting in person at the meeting if they so wish.
5. In the case of joint holders of shares, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant joint holding.
6. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members entered in the Company's register of members at 6.00 p.m. on 3 February 2024 shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at that time. Changes in the Company's register of members after that time shall be disregarded in determining the rights of any person to attend and vote at the meeting. If the meeting is adjourned, only those members entered in the Company's register of members as at 6.00 p.m. on the day two days before the date of the adjourned meeting shall be entitled to attend and vote at the adjourned meeting.
7. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the General Meeting and any adjournment(s) thereof 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 voting service provider should refer to their CREST sponsors or voting service provider(s), who will be able to take the appropriate action on their behalf.
8. In order for a proxy appointment or instruction made by means of CREST to be valid, the appropriate CREST Proxy Instruction must be properly authenticated in accordance with Euroclear UK & International Limited's 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 Company's registrars, Link Group (CREST Participant ID: RA10), no later than 48 hours before the time appointed for the meeting (or any adjourned meeting). 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 Company's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.
9. CREST members and, where applicable, their CREST sponsor or voting service provider should note that Euroclear UK & International Limited 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, to procure that his CREST sponsor or voting service provider takes) 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 sponsor or voting service provider are referred in particular to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
10. 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.
11. If you are an institutional investor, you may also be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to www.proxymity.io. To be valid, your proxy must be lodged by not less than 48 hours before the time for holding the meeting (or any adjourned meeting). Before you can appoint a proxy via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them and they will govern the electronic appointment of your proxy. An electronic proxy appointment via the Proxymity platform may be revoked completely by sending an authenticated message via the platform instructing the removal of your proxy vote.
12. You may not use any electronic address (within the meaning of section 333(4) of the Companies Act 2006) provided in this notice or in any related documents to communicate with the Company for any purposes other than those expressly stated.

13. Your personal data includes all data provided by you, or on your behalf, which relates to you as a Shareholder, including your name and contact details, the votes you cast and your reference number (as attributed to you by the Company or its registrars). The Company determines the purposes for which, and the manner in which, your personal data is to be processed. The Company and any third party to which it discloses the data (including the Company's registrars) may process your personal data for the purposes of compiling and updating the Company's records, fulfilling its legal obligations and processing the Shareholder rights you exercise.

14. As at 18 January 2024 (being the last practicable date prior to the publication of this notice), the Company's issued ordinary share capital consisted of 1,195,885,079 ordinary shares of 0.01 pence each, carrying one vote per share, and there are no shares held by the Company in treasury. Therefore, the total voting rights in the Company as at 18 January 2024 were 1,195,885,079.

