

ZINNWALD LITHIUM PLC
(Company Number 10829496)

**FORM OF PROXY FOR USE AT THE
2021 ANNUAL GENERAL MEETING ON 28TH JUNE 2021**

I/We:

(BLOCK CAPITALS PLEASE)

member(s) of the above- named Company hereby appoint(s) *the Chairman of the meeting (see Note 4) or as my/our proxy vote for me/us on my/our behalf at the 2020 Annual General Meeting of Zinnwald Lithium Plc (the “**Company**”) to be held at The Clubhouse, 8 St James’s Square, London, SW1Y 4JU on 28TH June 2021 at 11.30 a.m. and at every adjournment thereof.

Please tick here if this proxy appointment is one of multiple appointments being made

| ORDINARY RESOLUTIONS | For | Against | Vote Withheld |
|---|------------|----------------|----------------------|
| 1. To receive and adopt the report and accounts | | | |
| 2. To re-appoint PKF Littlejohn LLP as auditors | | | |
| 3. To authorize the Directors to agree and fix the auditors’ remuneration | | | |
| 4. To re-elect Peter Secker as a Director | | | |
| 5. To re-elect Graham Brown as a Director | | | |
| 6. To authorise the Directors to allot relevant securities | | | |
| SPECIAL RESOLUTIONS | | | |
| 7. To disapply the statutory pre-emption rights | | | |
| 8. To authorise the Company to make market purchases to buy back shares | | | |

Signature:

(BLOCK CAPITALS PLEASE)

Address:

Dated this: _____ day of _____ 2020

Joint Holders if any:

Signature

Address:

ZINNWALD LITHIUM PLC
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Notes to the proxy form

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. To appoint more than one proxy you may photocopy this form. Please indicate the proxy holder's name and the number of shares in relation to which they are authorised to act as your proxy (which, in aggregate, should not exceed the number of shares held by you). Please also indicate if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
3. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
4. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote withheld" box. 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. To appoint a proxy using this form, the form must be: completed and signed, and sent or delivered to by post or by hand to Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR not later than 48 hours before the time appointed for the Meeting.
7. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
8. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
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).
10. 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.
11. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.
12. To allow effective constitution of the meeting, if it is apparent to the Chairman that no Shareholders will be present in person or by proxy, other than by proxy in the Chairman's favour, then the Chairman may appoint a substitute to act as proxy in his stead for any Shareholder, provided that such substitute proxy shall vote on the same basis as the Chairman.