

METLEN ENERGY & METALS PLC (the "Company")

ROLE OF THE SENIOR INDEPENDENT DIRECTOR ("SID")

1. GENERAL DUTIES

- 1.1 The SID shall be an independent non-executive director, appointed from the Company's Board of Directors.
- 1.2 The SID will have the same legal responsibilities, and owe the same general duties, as any other director of the Company and must have regard to the relevant obligations under law and regulation.

2. BOARD

- 2.1 The SID shall provide a sounding board for the Chair and support the Chair in the delivery of their objectives.
- 2.2 The SID shall serve as an intermediary between the Chair and the other Directors when necessary, and ensure that the views of all Directors are conveyed to the Chair.
- 2.3 The SID shall chair meetings of the Board in the absence of the Chair.
- 2.4 At least annually and on such other occasions as are deemed appropriate, the SID shall lead meetings with the non-executive Directors without the Chair present to appraise the Chair's performance, taking into account the views of the Executive Committee of the Company and the Chief Executive of the Group ("**Group Chief Executive**") (where such position is not held by the Chair).
- 2.5 When applicable, the SID shall lead with the support of the Nomination Committee an orderly succession process for the Chair.
- 2.6 The SID is a member of the Nomination Committee.
- 2.7 The SID shall hold meetings with the non-executive directors without the executive directors present in order to facilitate a full and frank airing of views.

3. SHAREHOLDERS

- 3.1 The SID shall attend sufficient meetings with a range of major shareholders and stakeholders to develop a balanced understanding of their issues and concerns
- 3.2 The SID shall pass on the views (and especially concerns) of shareholders to the other Directors.
- 3.3 The SID shall be available to shareholders if they have concerns which have not been resolved through the normal channels of the Chair and/or the Group Chief Executive, or for which such contact is inappropriate.

4. **OTHER**

- 4.1 The SID shall work with the Chair, the other Directors, and/or the Company's shareholders (as necessary) to resolve any significant issues that may arise.
- 4.2 The SID shall maintain stability and cohesion within the Board and the Company, particularly during periods of stress; for example intervening if there is a disagreement between the Chair and the Group Chief Executive (where such positions are held by different persons); the strategy being proposed by the Chair and/or the Group Chief Executive is not supported by the entire Board; if decisions are being made without the approval of the full board or if succession planning is being ignored.

Approved by the Board on 4 August 2025.