

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 11:00am on 30 November 2020 at the Company's office at 24-26 Great Queen Street, London WC2B 5BL.

A Form of Proxy for use at the Annual General Meeting is enclosed and to be valid the Form of Proxy must be completed in accordance with the instructions set out within it and returned to the Company's registrars, **Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR** as soon as possible, but in any event not later than 11:00am on 26 November 2020.

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	05 November 2020
Latest time and date for receipt of Form of Proxy	11:00am 26 November 2020
Annual General Meeting	30 November 2020

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 30 November 2020 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 ordinary 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

Finsgate, 5-7 Cranwood Street, London EC1V 9EE

Directors

Charles Bray, Chairman
Mike Staten, Executive Director
Simon Retter, Non Executive Director
Devon Marais, Non Executive Director

05 November 2020

Dear Shareholder,

Notice of 2020 Annual General Meeting

The Company's 2020 AGM will be held at the Company's office at 24-26 Great Queen Street, London WC2B 5BL on 30 November 2020 at 11.00 am. The formal Notice of Meeting (the "**Notice**") is included in this Document. At the time of publication of this Document, compulsory government measures are in place restricting public gatherings as a result of the COVID-19 pandemic. In the light of these measures and with the safety and wellbeing of the Company's Shareholders and employees in mind, we are planning for the AGM this year to be run as a closed meeting. Shareholders must not attend the AGM in person and anyone seeking to attend in person will be refused entry. The Company will make arrangements for a quorum to be present to transact the formal business of the meeting as set out in the Notice.

Whilst Shareholders will not be permitted to attend the AGM in person, the Company will offer Shareholders the option to participate in the meeting remotely via a Zoom conference call. If you wish to use this facility, please contact Charles Bray by emailing 2020AGM@eme-plc.com who 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 completing the Form of Proxy and returning it to the Company's registrars, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey, GU9 7DR as soon as possible, but in any event not later than 11:00am on 26 November 2020. Shareholders are encouraged to appoint the Chairman of the meeting as their proxy with their voting instructions. Under the current Government restrictions, if a Shareholder appoints someone else as their proxy, that proxy will not be able to attend the meeting in order to cast the shareholder's vote.

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 Mike Staten at 2020AGM@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.

The Board will continue to monitor the evolving impact of the pandemic and, if it becomes appropriate or necessary to make changes to the proposed format of the AGM, will inform shareholders as soon as possible.

Business

The business of the AGM is set out in the Notice of AGM. The business of the AGM includes the adoption of the 2020 annual report and accounts for the Company, the re-election of Simon Retter as a Director of the Company and the re-appointment of Jeffrey's Henry LLP as auditors.

In addition, it is proposed to grant the Directors authority to allot further Ordinary Shares in accordance with the Companies Act 2006 (the "Act"). Resolutions 4 and 5 deal with the proposal. If approved by Shareholders, the Directors will use the authorities sought to: (i) issue and allot Ordinary Shares up to a nominal amount of £700,000 upon the exercise of the conditional 3 pence warrants (issued in July and November 2020 following exercise of the 1.5 pence warrants) and expiring in 2024; and (ii) issue and allot Ordinary Shares to raise money to fund the development of the Company from time to time and/or for general working capital purposes.

To authorise the directors pursuant to Section 551 of the Act

The Act requires that the authority of the Directors to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company should be subject to the approval of Shareholders in General Meeting or to an authority set out in the Company's Articles of Association.

Resolution 4 will be proposed at the AGM, as an ordinary resolution, to authorise the Directors to allot unissued shares of the Company up to a total nominal value of £1,500,000, such authority to expire on whichever is the earlier of the conclusion of the annual general meeting of the Company to be held in 2021 or the date falling twelve months after the passing of this resolution except insofar as commitments to allot shares have been entered into before such date. The anticipated allocation of the £1,500,000 authority is:

- £500,000 or approximately 12% of the outstanding share capital for general corporate use;
- £700,000 in relation to the 3 pence warrants expiring in 2024 issued earlier this year;
- £300,000 in relation to potential share option awards to be granted to management and directors.

To disapply the statutory pre-emption rights under Section 561 of the Act

The Act requires that any equity securities issued wholly or partly for cash must be offered to existing Shareholders in proportion to their existing holdings unless otherwise approved by Shareholders in general meeting or excepted under the Company's Articles of Association. Accordingly, Resolution 5, a special resolution, will be proposed at the AGM, subject to the passing of resolution 4, to vary the Directors' authority to allot equity securities for cash other than on a pro rata basis. This authority will expire on the date falling twelve months after the passing of this resolution or the date of the annual general meeting to be held in 2020, whichever is the earlier.

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 11:00am on 26 November 2020. As noted above, in light of the restrictions in place surrounding COVID-19, Shareholders are being asked this year to appoint the Chairman of the meeting as their proxy, rather than a third party.

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

EASTINCO MINING AND EXPLORATION PLC
(the "Company")

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

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Annual General Meeting of Eastinco Mining and Exploration Plc will be held at 11:00am on 30 November 2020 at 24-26 Great Queen, London WC2B 5BL (the "**Meeting**") to consider and, if thought fit, to pass the following ordinary and special resolutions of the Company.

ORDINARY BUSINESS

Ordinary resolutions

1. To approve the Annual Report and Accounts for the year to 31st December 2019.
2. That Simon Retter, 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 Executive Chairman of the Company.
3. To re-appoint Jeffrey's Henry LLP as auditors to the Company and to authorise the Directors to fix their remuneration.

SPECIAL BUSINESS

Ordinary resolution

4. THAT, in accordance with Section 551 of the Companies Act 2006, the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £1,500,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the earlier of the conclusion of the Annual General Meeting of the Company to be held in 2021 or the date falling twelve months after the passing of this Resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired. This authority is in substitution for all previous authorities conferred on the Directors in accordance with Section 551 of the Companies Act 2006, but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

Special resolution

5. THAT, 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 Companies Act 2006 to allot equity securities (within the meaning of Section 560 of the Companies Act 2006) of the Company for cash pursuant to the authority conferred on them by Resolution 4 and to allot relevant securities as if Section 561(1) of the Companies Act 2006 did not apply to any such allotment. This power shall (unless previously revoked or varied by the Company in General Meeting) expire twelve months after the date of the passing of this Resolution or at the conclusion of the Annual General Meeting of the Company to be held in 2019 whichever first occurs save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

Dated: 05 November 2020

By order of the Board

Charles Bray

Chairman

Registered office: Finsgate, 5-7 Cranwood Street, London EC1V 9EE

Notes:

1. **In light of the UK Government's current guidance on public gatherings, and the new regulations set out in Schedule 14 of the Corporate Insolvency and Governance Act, the Board has concluded that Shareholders cannot be permitted to attend the AGM in person this year. However, the Company will offer shareholders the option to participate in the meeting remotely via a Zoom conference call. If you wish to use this facility, please contact Charles Bray by emailing 2020AGM@eme-plc.com who will provide further information. Shareholders will not be able to vote at the meeting when attending via the Zoom conference call.**
2. To be entitled to vote at the AGM (and for the purposes of the determination by the Company of the votes they may cast), shareholders registered in the Register of Members of the Company as at 11:00am on 26 November 2020 (or, if the AGM is adjourned, as at close of business of the date which is two days before the date of the adjourned AGM) shall be entitled to vote at the AGM in respect of the number of ordinary shares registered in his or her name at that time. Changes to entries on the Register of Members of the Company after 11:00am on **26 November 2020** shall be disregarded in determining the rights of any person to vote at the AGM.
3. 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 the Meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form. A proxy does not need to be a member of the Company but must attend the Meeting to represent you. Details of how to appoint the Chairman of the Meeting or another person as your proxy using the proxy form are set out below and in the notes to the proxy form. If you wish your proxy to speak on your behalf at the Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them. **However, given the limitations on physical participation we recommend Shareholders appoint the Chairman of the meeting as their proxy, as physical attendance at the meeting by others will be restricted in line with the Company's articles of association and current guidance and legislation.**
4. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote.

To be valid, a form of proxy and the power of attorney or other written authority, if any, under which it is signed, or an office or notarially certified copy in accordance with the Powers of Attorney Act 1971 of such power or written authority, must be delivered to Share Registrars Limited, no later than 11:00am on 26 November 2020 (or 48 hours before the time fixed for any adjourned meeting or, in the case of a poll taken more than 48 hours after it was demanded, not less than 24 hours before the time appointed for taking the poll at which the proxy is to attend, speak and vote provided that in calculating such periods no account shall be taken of any part of a day that is not a working day and where the poll is not taken forthwith but is taken not more than 48 hours after it was demanded, at the meeting at which the poll was demanded).
5. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy complete and submit more than one proxy form and make it clear how many shares the proxy has voting rights over. Failure to specify the number of shares each proxy appointment relates to or specifying a number of shares in excess of those held by you on the record date will result in the proxy appointment being invalid.
6. 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.
7. While, normally, completion of the relevant Form of Proxy would not prevent a shareholder from attending and voting in person, this year it will not be possible to attend the AGM and it will only be possible to vote by completing a Form of Proxy in advance of the meeting.
8. 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 registrars of the Company, Share Registrars (in the case of a member which is a company, the revocation notice must be executed in accordance with note 12 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 registrars of 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.
9. 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.
10. 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).
11. Voting for all resolutions at this year's AGM will be conducted by way of poll. A poll reflects the number of voting rights exercisable by each member and so the Board considers it a more democratic method of voting. As shareholders will not be able to attend this year's AGM, we encourage you to vote in advance by proxy as set out above.

12. In the case of a member which is a company, the form of proxy must be executed under its common seal or under the hand of a duly authorised officer or attorney.
13. Except as provided above, members who have general queries about the Meeting should call Share Registrars Limited on +44 (0) 1252 821390 (no other methods of communication will be accepted).
14. You may not use any electronic address provided either in this notice of annual general meeting or any related documents (including the Chairman's letter and proxy form) to communicate with the Company for any purposes other than those expressly stated.
15. As at 02 October 2020, being the latest practicable date prior to publication of this document, the Company's issued share capital consists of 418,963,829 Ordinary Shares. The Company currently has no shares in treasury. Therefore, the total number of voting rights in the Company as at 05 November 2020 (being the latest practicable date prior to the publication of this document) is 418,963,829.