MARULA
MINING PLC

DIVIDEND POLICY

Marula Mining Plc ("The Company") is committed to creating value for its shareholders. The Board of Directors originally approved this policy on 1 December 2023.The Board have decided to implement a flexible approach that appropriately reflects the cyclical nature of our business.

The Board will therefore consider the payment of dividends or other value enhancing methods after taking into consideration the following realities within the business:

Liquidity and forecast cash requirements of the operating subsidiaries:

- The operating companies will in the future receive proceeds from sales of metals and concentrates which may be locked up in working capital cycles for a few months, the quantum will rise and fall according to the value of metals or concentrates in the pipeline.

Debt:

- The Company and its subsidiaries are currently free of third-party debt; Negative covenants from external funding often restrict the payments of dividends.

Capital Expenditure and Acquisition Initiatives:

- Any capital expenditure initiatives or merger and acquisition activity would stress the ability to pay dividends.
- The Board believes funding such initiatives take priority.
- Indeed, most capital expenditures are motivated on a value-enhancing return basis requiring returns above the Company's cost of capital.

Legal and Operational Considerations:

- Dividends are funded from cashflows remitted to the Company from its operating subsidiaries; these subsidiaries have to retain sufficient cash reserves to fund their operations, pay capital expenditures and local taxes, dues and the like.
- The remittance of funds to the Company, in some situations, may also be subject to local exchange control regulations. South Africa, Tanzania, and Kenya law permits a company to declare or pay a dividend, subject to complying with the tests set out in applicable legislation and which, amongst other things, provide that a company may not declare or pay a dividend if there are reasonable grounds for believing that:

- the company is, or would after the payment, be unable to pay its liabilities as they become due; or
- the realisable value of the company's assets would thereby be less than its liabilities;

Timing:

- The Company's intention is to return excess cash to shareholders at regular intervals. The level of dividends (or substantial share repurchases) must therefore be at a level which can be supported on an on-going basis.

Metal Prices and Foreign Currency Exchange Rates:

- Fluctuations in metal prices and exchange rates can have an impact on the Company's results, especially if impacted by lengthy payment terms. Awareness and planning must therefore be taken of current and anticipated prices in foreign currency. A cash buffer should be kept in place in the event of a large fluctuations in rates.

Mineral Portfolio:

- The Company's mineral rights portfolio is carefully managed; the portfolio may lead to further value add within a specific battery metal (e.g. and not limited to: Lithium; Tantalum; Graphite; REE; Copper and Nickel) or operation that does not fit with the Company's strategy; the Board may consider a one-off special dividend in the case of any mineral asset sale and would be from the proceeds of funds received.

Dividend Formula

- The Board will take the above factors into account and rather than relying on a purely formulaic approach, and will recommend distribution of returns to reflect the Company's position and outlook.
- **The mechanism for calculations** prioritises allocation of capital first to maintaining safe and reliable operations, as well as near term productivity initiatives designed to maximise cash generation from existing operations.

  Net operating cash flow generated is then intended to be allocated to:
  - sustaining capital to maintain operational performance;
  - further investment into sustainability commitments and initiatives;
  - establishing and maintaining balance sheet strength to protect the Company through all commodity price cycles with a target £10m minimum cash balance; and
  - paying a sustainable dividend to shareholders, with a target dividend payout ratio of between a minimum of 30% and up to a maximum 50% of free cash flow.

- Excess cash flow above and beyond these priorities can then be allocated to further investment to improve the Company's operations, investment in organic and inorganic growth and acquisitions opportunities, debt reduction and/or further returns to shareholders.

- As with any capital management framework and dividend policy, it is subject to prevailing market conditions and the declaration of, or determination to pay, dividends, remains at the absolute discretion of Marula's Board of Directors after taking into account the factors above.

Frequency

- A dividend is planned for payment on a semi-annual basis.

This Dividend Policy was reviewed 27 April 2026.

The Board of Directors approved this Policy on 7 May 2026.