

Condor Gold plc - Notice of Convening Hearing

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ONDON, December 8, 2024 - Further to the announcement made by the Company and Metals Exploration plc ("MTL") on 4 December 2024 in relation to the proposed recommended offer ("Offer") by MTL for the entire issued, and to be issued, ordinary share capital (the "Rule 2.7 Announcement"), the Board of [Condor](#) confirm that it has today, 6 December 2024, issued a Part 8 Claim Form in the Companies Court for an Order ("Order") under Section 896 of the Companies Act 2006 to convene on 6 January 2025 at 10 a.m., a single meeting of the holders of its Ordinary Shares (the "Meeting") for the purpose of considering and if thought fit approving (with or without modification) a scheme of arrangement ("Scheme") proposed to be made between the Company and the holders of its shares (the "Scheme Shareholders") in order to give effect to the Offer. Further details regarding the proposed Scheme are set out in the Rule 2.7 Announcement.

If the Court makes an Order that the Meeting be convened and if at the Meeting a majority in number representing 75% in value of the Scheme Shareholders present and voting either in person or by proxy agree to the proposed arrangements, the court may, on further application by the Company under Section 899 of the Companies Act 2006, sanction the proposed Scheme of Arrangement.

A hearing of the Claim is listed on 9 December 2024 at 10.30am (the "Convening Hearing"). The Convening Hearing is to be held online and shareholders wishing to be represented at the Convening Hearing should contact the company secretary of the Company at cosec@condorgold.com. Scheme Shareholders are entitled to attend or be represented at both the Convening Hearing and the hearing of the Court at which the Company will seek an order sanctioning the Scheme, which is expected to be held on 13 January 2025.

Subject to the Order being granted, a scheme document in relation to the proposed Scheme will be published in due course and a further announcement will be made at that time.

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Neither the Toronto Stock Exchange nor the London Stock Exchange, nor any other securities regulatory authority, has approved or disapproved of the contents of this announcement.

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The information contained within this announcement is deemed by the Company to constitute inside information as stipulated under the Market Abuse Regulations (EU) No. 596/2014 as it forms part of UK Domestic Law by virtue of the European Union (Withdrawal) Act 2018. The person responsible for releasing this statement on behalf of the Company is Mark Child.

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THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION FOR THE PURPOSES OF ARTICLE 7 OF REGULATION (EU) NO 596/2014 (MAR) AS IT FORMS PART OF UK DOMESTIC LAW BY VIRTUE OF THE EUROPEAN UNION (WITHDRAWAL) ACT 2018.

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