PROXY VOTING FORM - ANNUAL GENERAL MEETING

HERENCIA RESOURCES PLC

(Incorporated in England and Wales under the Companies Act 2006 with registered number 05345029)

Registered Office: Northside House, Mount Pleasant, Barnet, EN4 9EB.

Your proxy voting instruction must be **received by 11:30am on Wednesday 30 September 2026**. Any Proxy Voting instructions received after that time will not be valid for the scheduled meeting.

Submit your proxy

Your Name and Address

The name and address shown above is as it appears on the Company's share registry.

Step 1 – Appoint a Proxy

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that individual or body corporate. A proxy need not be a shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

Default to the Chair of the Meeting

If you do not appoint another person as your proxy, the Chair of the Meeting will be appointed as your proxy. The Chair will vote any directed proxies in accordance with the instructions given on this Proxy Voting Form. Any undirected proxies held by the Chair will be voted in accordance with the Chair's stated voting intentions.

Step 2 – Votes on item of Business

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

Appointment of More Than One Proxy

You may appoint more than one proxy, provided that each proxy is appointed to exercise the rights attached to different shares held by you. You should complete a separate Proxy Voting Form for each proxy and specify on each form the number of shares in respect of which that proxy is appointed. You must return all Proxy Voting Forms together.

Signing Instructions

Individual.	Where the holding is in one name, the Shareholder must sign.
Joint holding.	Where shares are held jointly, any one of the joint holders may sign the Proxy Voting Form. If more than one joint holder submits a proxy appointment, 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, with the first-named holder being the most senior.
Power of Attorney.	If you have not already lodged your power of attorney with the company secretary, please attach a certified copy of the Power of Attorney with the Proxy Voting Form when you return it.
Companies.	Where the shareholder is a company, the Proxy Voting Form must be executed under the company's common seal or signed on its behalf by an officer of the company or by an attorney duly authorised to sign on its behalf.
Corporate Representatives	If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission.

Step 1 How to vote

Appoint a Proxy

We being a shareholder entitled to attend and vote at the Annual General Meeting of Herencia Resources Plc to be held at VSA Capital, Third Floor, 42 New Broad Street, London EC2M 1JD on Friday 2 October 2026 at 11.30am hereby:

Appoint the Chair of the Meeting (Chair) Or if you are not appointing the Chair of the Meeting as your proxy, please write on the line provided below the name of the person or body corporate you are appointing as your proxy or failing the person so named or, if no person is named, the Chair, or the Chair's nominee, to vote in accordance with the following directions, or, if no directions have been given, and subject to the relevant laws as the proxy sees fit and at any adjournment thereof.

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The Chair intends to vote undirected proxies in favour of all Resolutions on which the Chair is entitled to vote. Unless indicated otherwise by ticking the "for", "against" or "withheld" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

Step 2 Your voting direction

Resolution	For	Against	Withheld
1. Annual Report and Accounts – 31 December 2025			
2. Approval of report on Directors' remuneration - 31 December 2025			
3. Re-appointment of Auditor and authority to determine the Auditor's remuneration			
4. Re-election of a Director – Carl Dumbrell			
5. Authority of the Directors to issue and allot new shares			
6. Disapplication of statutory pre-emption rights			

Step 3 Signatures and contact details

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Individual or Shareholder 1 / Sole Director and Sole Company Secretary

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Shareholder 2 / Director

Shareholder 3 / Director / Company Secretary

Contact Name:

Contact Number:

Date: