

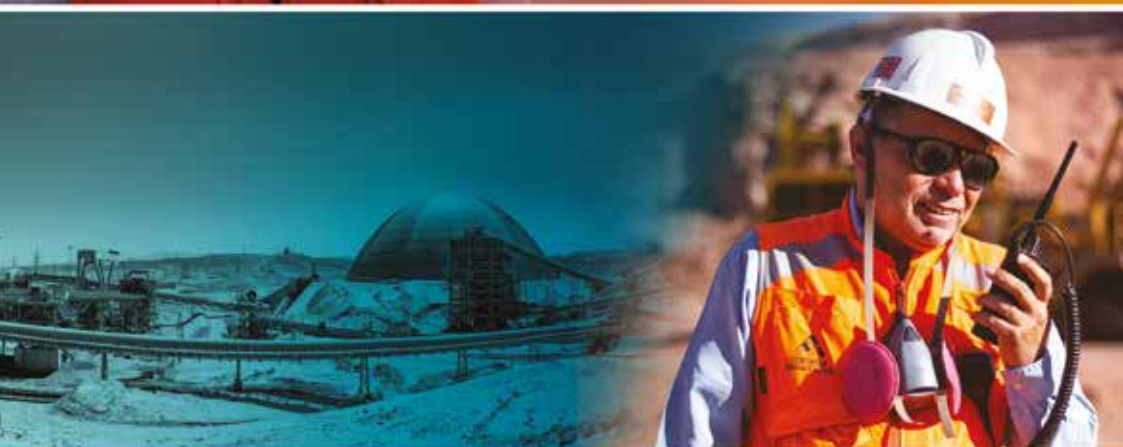


ANTOFAGASTA PLC

Notice of Annual General Meeting 2024

8 May 2024, 10:00 AM

Church House Westminster, Dean's Yard,
London SW1P 3NZ



This document is important and requires your immediate attention.

If you are in any doubt about its contents, you should consult a stockbroker, solicitor, accountant or other independent professional adviser authorised under the Financial Services and Markets Act 2000 who specialises in advising in connection with shares and other securities. If you have sold or otherwise transferred all of your shares in Antofagasta plc, please send this document, as soon as possible to the purchaser or transferee or to the stockbroker, bank, or other agent through whom the sale or transfer was effected so that they can be passed to the person who now owns the shares. This document should be read in conjunction with the Annual Report and Financial Statements of Antofagasta plc in respect of the year ended 31 December 2023.

Incorporated in England and Wales with Registered No. 01627889

Invitation from the Chairman

“The AGM is a valuable opportunity for you to ask questions to the Board and your participation in the AGM is important to the Company.”

JEAN-PAUL LUKSIC

Chairman



Dear shareholder

I am pleased to invite you to the 2024 Annual General Meeting (the “**AGM**”) of Antofagasta plc (the “**Company**”). The AGM will be held at 10:00 am on 8 May 2024 at Church House Westminster, Dean’s Yard, London SW1P 3NZ.

The AGM is an important event and the Board of Directors (“**Board**”) is keen to encourage shareholders to attend this year’s AGM in person. Due to very low attendance by electronic means at our hybrid meetings over the last few years, we have decided not to convene the AGM as a hybrid meeting.

The formal notice of AGM is set out on pages 2 to 4 and an explanation of the business to be considered and voted on at the AGM is set out on pages 5 to 8.

As you will see, the resolutions to be proposed at the AGM this year cover substantially the same business as has been covered in previous AGMs.

Shareholders should check the Company’s website and announcements for the latest information on any additional procedures that will be in place at the AGM or any changes to the current arrangements.

Action to be taken

You will find enclosed separate forms of proxy for use at the AGM of the ordinary shareholders and preference shareholders (as applicable). Please complete, sign and submit each enclosed form as soon as possible in accordance with the instructions printed on them, whether or not you intend to be present at the AGM. Completion of a form of

proxy will not prevent you from attending in person and voting at the AGM should you subsequently decide to do so.

Whether you intend to attend the meeting or not, you are strongly encouraged to appoint a proxy in advance of the meeting using one of the methods detailed in this notice. If you appoint the Chairman of the meeting as your proxy, this will ensure your votes are cast in accordance with your wishes.

Forms of proxy should be deposited (or submitted electronically at www.eproxyappointment.com), with the registrars of the Company, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, as soon as possible, but in any event no later than 10:00 am on 3 May 2024. CREST members wishing to use the CREST electronic appointment service are referred to Note 7 of the notice of AGM on page 9.

Recommendation

Your Directors consider that the resolutions described in this notice are in the best interests of shareholders as a whole and unanimously recommend shareholders to vote in favour of them.

Together with the Board, I would like to thank you for your continued support and look forward to meeting many shareholders on the day.

Yours sincerely

JEAN-PAUL LUKSIC

Chairman

Notice of Annual General Meeting

Notice is hereby given that the 2024 Annual General Meeting of Antofagasta plc (the “Company”) will be held at Church House Westminster, Dean’s Yard, London SW1P 3NZ on 8 May 2024 at 10:00 am, to consider and, if thought fit, pass the following resolutions.

Resolutions 18 to 21 (inclusive) will be proposed as special resolutions. All other resolutions will be proposed as ordinary resolutions.

Ordinary resolutions

1. To receive the accounts and the reports of the Directors and of the auditors for the year ended 31 December 2023.
2. To approve the Directors’ and CEO’s Remuneration Report for the year ended 31 December 2023.
3. To declare a final dividend.
4. To re-elect Jean-Paul Luksic as a Director.
5. To re-elect Francisca Castro as a Director.
6. To re-elect Ramón Jara as a Director.
7. To re-elect Juan Claro as a Director.
8. To re-elect Andrés Luksic as a Director.
9. To re-elect Vivianne Blanlot as a Director.
10. To re-elect Michael Anglin as a Director.
11. To re-elect Tony Jensen as a Director.
12. To re-elect Eugenia Parot as a Director.
13. To re-elect Heather Lawrence as a Director.
14. To re-elect Tracey Kerr as a Director.
15. To appoint Deloitte LLP as auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next general meeting at which the accounts are laid before the Company.
16. To authorise the Audit and Risk Committee for and on behalf of the Board to determine the remuneration of the auditors.
17. **THAT**, in substitution for all existing authorities, the Directors be generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares (as defined in section 540 of the Companies Act 2006) in the Company or grant rights to subscribe for or to convert any security into shares in the Company:

- (a) up to an aggregate nominal amount of £16,430,945; and
- (b) comprising equity securities (as defined in section 560(1) of the Companies Act 2006) up to a further aggregate nominal amount of £16,430,945 in connection with an offer by way of a fully pre-emptive offer,

such authorities to apply until the earlier of the conclusion of the next annual general meeting of the Company or close of business on 7 August 2025 unless previously renewed, varied or revoked by the Company in general meeting, but, in each case, so that the Company may make offers and enter into agreements before the authority expires which would, or might, require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after the authority expires, and the Directors may allot shares or grant such rights under any such offer or agreement as if the authority had not expired. References in this Resolution 17 to the nominal amount of rights to subscribe for or to convert any security into shares (including where such rights are referred to as equity securities as defined in section 560(1) of the Companies Act 2006) are to the nominal amount of shares that may be allotted pursuant to the rights.

For the purposes of this Resolution 17, “fully pre-emptive offer” means an offer:

- i. to ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
- ii. to holders of other equity securities (as defined in section 560(1) of the Companies Act 2006) as required by the rights of those securities or, subject to such rights, as the Directors otherwise consider necessary,

to subscribe for further securities, including an offer to which the Directors may impose any limits or restrictions or make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter.

Special resolutions

18. **THAT**, in substitution for all existing authorities and subject to the passing of Resolution 17, the Directors be generally empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560(1) of the Companies Act 2006) for cash pursuant to the authority granted by Resolution 17 and/or pursuant to section 573 of the Companies Act 2006 to sell ordinary shares held by the Company as treasury shares for cash, in each case free of the restriction in section 561 of the Companies Act 2006, such authority to be limited:

- (a) to the allotment of equity securities and/or sale of treasury shares for cash in connection with an offer of, or invitation to apply for, equity securities (but in the case of an allotment pursuant to the authority granted by paragraph (b) of Resolution 17, such authority shall be limited to the allotment of equity securities in connection with an offer by way of a fully pre-emptive offer only):
 - i. to ordinary shareholders in proportion (as nearly as may be practicable) to their existing holdings; and
 - ii. to holders of other equity securities (as defined in section 560(1) of the Companies Act 2006), as required by the rights of those securities or, subject to such rights, as the Directors otherwise consider necessary,

and so that the Directors may impose any limits or restrictions or make any other arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or the requirements of any regulatory body or stock exchange or any other matter;

- (b) to the allotment of equity securities pursuant to the authority granted by paragraph (a) of Resolution 17 and/or sale of treasury shares for cash (in each case otherwise than in the circumstances set out in paragraph (a) of this Resolution 18) up to an aggregate nominal amount of £4,929,283 (calculated, in the case of equity securities which are rights to subscribe for, or to convert securities into, ordinary shares by reference to the aggregate

nominal amount of relevant shares which may be allotted pursuant to such rights); and

- (c) to the allotment of equity securities pursuant to the authority granted by paragraph (a) of Resolution 17 and/or sale of treasury shares for cash (in each case otherwise than in the circumstances set out in paragraph (a) or paragraph (b) of this Resolution 18) up to an aggregate nominal amount equal to 20% of any allotment of equity securities or sale of treasury shares from time to time under paragraph (b) of this Resolution 18, such authority to be used only for the purposes of making a follow-on offer which the Directors determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

such authority to apply until the earlier of the conclusion of the next annual general meeting of the Company or close of business on 7 August 2025 unless previously renewed, varied or revoked by the Company in general meeting but, in each case, so that the Company may make offers and enter into agreements before the authority expires which would, or might, require equity securities to be allotted (and/or treasury shares to be sold) after the authority expires and the Directors may allot equity securities (and/or sell treasury shares) under any such offer or agreement as if the authority hereby conferred had not expired.

For the purposes of this Resolution 18, "fully pre-emptive offer" has the same meaning as in Resolution 17 above.

19. **THAT**, in addition to any authority granted under Resolution 18, and subject to the passing of Resolution 17, the Directors be generally empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560(1) of the Companies Act 2006) for cash pursuant to the authority granted by paragraph (a) of Resolution 17 and/or pursuant to section 573 of the Companies Act 2006 to sell ordinary shares held by the Company as treasury shares for cash, in each case free of the restriction in section 561 of the Companies Act 2006, such authority to be limited:

- (a) to the allotment of equity securities and/or sale of treasury shares for cash up to an aggregate

nominal amount of £4,929,283 (calculated, in the case of equity securities which are rights to subscribe for, or to convert securities into, ordinary shares by reference to the aggregate nominal amount of relevant shares which may be allotted pursuant to such rights), such authority to be used only for the purposes of financing (or refinancing, if the authority is to be used within 12 months after the original transaction) a transaction which the Directors determine to be an acquisition or a specified capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice; and

- (b) to the allotment of equity securities and/or sale of treasury shares for cash (in each case otherwise than in the circumstances set out in paragraph (a) of this Resolution 19) up to an aggregate nominal amount equal to 20% of any allotment of equity securities or sale of treasury shares from time to time under paragraph (a) of this Resolution 19, such authority to be used only for the purposes of making a follow-on offer which the Directors determine to be of a kind contemplated by paragraph 3 of Section 2B of the Statement of Principles on Disapplying Pre-Emption Rights most recently published by the Pre-Emption Group prior to the date of this notice,

such authority to apply until the earlier of the conclusion of the next annual general meeting of the Company or close of business on 7 August 2025 unless previously renewed, varied or revoked by the Company in general meeting but, in each case, so that the Company may make offers and enter into agreements before the authority expires which would, or might, require equity securities to be allotted (and/or treasury shares to be sold) after the authority expires and the Directors may allot equity securities (and/or sell treasury shares) under any such offer or agreement as if the authority conferred hereby had not expired.

20. **THAT** the Company be generally and unconditionally authorised to make one or more market purchases (within the meaning of section 693(4) of the Companies Act 2006) of ordinary shares of 5p in the capital of the Company ("**Ordinary Shares**"), provided that:
- (a) the maximum aggregate number of Ordinary Shares authorised to be purchased is 98,585,669

(representing 10% of the issued ordinary share capital);

- (b) the minimum price (excluding expenses) which may be paid for an Ordinary Share is 5p;
- (c) the maximum price (excluding expenses) which may be paid for an Ordinary Share shall be the higher of: (1) an amount equal to 105% of the average of the middle market quotations for an Ordinary Share as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which that Ordinary Share is purchased; and (2) the higher of the price of the last independent trade and the highest current independent bid for an Ordinary Share on the trading venue where the purchase is carried out;
- (d) this authority shall apply until the earlier of the conclusion of the next annual general meeting of the Company or close of business on 7 August 2025; and
- (e) the Company may make a contract to purchase Ordinary Shares under this authority before the expiry of the authority which will or may be executed wholly or partly after the expiry of the authority, and may make a purchase of Ordinary Shares in pursuance of any such contract.

21. **THAT** a general meeting of the Company, other than an annual general meeting, may be called on not less than 14 clear days' notice.

By order of the Board

JULIAN ANDERSON

Company Secretary

20 March 2024

103 Mount Street
London W1K 2TJ

Registered in England and Wales
Company No. 01627889

Explanatory notes to the resolutions

The explanatory notes that follow form part of the notice of the AGM and provide important information regarding the items of business to be considered at the AGM.

Resolutions 1 to 17 (inclusive) are proposed as ordinary resolutions. This means that for each of these resolutions to be passed, more than half of the votes cast must be in favour of the resolution. Resolutions 18 to 21 (inclusive) are proposed as special resolutions. This means that for each of these resolutions to be passed, at least three-quarters of the votes cast must be in favour of the resolution.

Resolution 1

Annual Report and Financial Statements

Shareholders will be asked to receive the Annual Report and Financial Statements (the "Annual Report") of the Company for the year ended 31 December 2023, together with the reports of the Directors and auditors thereon. The financial statements contained in the Annual Report comply with International Financial Reporting Standards.

Resolution 2

Remuneration Report

Resolution 2 is to approve the Directors' and CEO's Remuneration Report, which sets out how the 2023 Directors' and CEO's Remuneration Policy was applied during the year ended 31 December 2023. The Directors' and CEO's Remuneration Report is included on pages 156 to 178 of the Annual Report and has been prepared in accordance with the requirements of section 421 of the Companies Act 2006 (and regulations made under that section) and the UK Corporate Governance Code.

The Directors' and CEO's Remuneration Policy was approved by shareholders at the annual general meeting on 10 May 2023 for a period of up to three years and is, therefore, not required to be put to shareholders for approval at this year's AGM. It will be put to shareholders for approval again no later than the annual general meeting in 2026.

The vote upon Resolution 2 is advisory. It is not specific to individual levels of remuneration and the Directors' entitlement to remuneration is not conditional on it.

The full Directors' and CEO's Remuneration Policy approved by shareholders at the 2023 Annual General Meeting can be found on the Remuneration & Talent section of the Company's website at <https://www.antofagasta.co.uk/about-us/corporate-governance/board-committees>.

Resolution 3

Declaration of final dividend

Resolution 3 is to declare a final dividend. If approved, a final dividend of 24.3 cents per ordinary share will be paid on 10 May 2024 to shareholders on the register at close of business

on 19 April 2024. An interim dividend of 11.7 cents per ordinary share was paid on 29 September 2023. This gives total dividends per ordinary share proposed in relation to 2023 of 36.0 cents per share. The total amount of dividends to ordinary shareholders proposed in relation to 2023 will be \$354.9 million.

Dividends are paid gross without deduction of United Kingdom income tax. The Company is a resident in the United Kingdom for tax purposes.

Resolutions 4 to 14

Re-election of all Directors

In accordance with provision 18 of the UK Corporate Governance Code, all the Directors are required to be subject to annual re-election by shareholders. Each of the Directors will stand for re-election at the AGM. The Chairman has confirmed that, following formal performance evaluation, all of those Directors continue to perform effectively and demonstrate commitment to their roles.

Biographical details for all the Directors at the date of this notice are set out on pages 12 and 17 to enable shareholders to take an informed decision on their re-election.

Resolutions 5, 10, 11, 12, 13 and 14 relate to the re-election of Francisca Castro, Michael Anglin, Tony Jensen, Eugenia Parot, Heather Lawrence and Tracey Kerr who are the Directors at the date of this notice who meet all of the independence criteria set out in provision 10 of the UK Corporate Governance Code and who the Board has determined are independent Directors for the purposes of the UK Corporate Governance Code (the "Independent Directors").

As the Company has a controlling shareholder, election or re-election of the Independent Directors must be approved by a majority vote of both:

1. the shareholders of the Company; and
2. the independent shareholders of the Company (that is, each shareholder of the Company entitled to vote on the election or re-election of Directors who is not a controlling shareholder of the Company).

Resolutions 5, 10, 11, 12, 13 and 14 are therefore being proposed as ordinary resolutions on which all shareholders may vote. In addition, however, the Company will separately count the number of votes cast by independent shareholders in favour of each resolution (as a proportion of the total votes of independent shareholders cast on each resolution) to determine whether the threshold referred to in 2 above has been met. The Company will announce the results of these resolutions on this basis as well as announcing the results of the ordinary resolutions of all shareholders.

For these purposes, the votes controlled by the E. Abaroa Foundation (which is a controlling shareholder of the Company as it controls more than 30% of the voting rights in the Company) and of the other shareholders with whom it is acting in concert will therefore be excluded when calculating the votes of the independent shareholders as referred to in 2 above.

Under the Listing Rules, if a resolution to elect or re-elect an Independent Director is not approved by a majority vote of both the shareholders as a whole and the independent shareholders of the Company at the AGM, a further resolution may be put forward to be approved by the shareholders as a whole at a general meeting which must be held more than 90 days after the date of the first vote but within 120 days of the first vote. Accordingly, if any of Resolutions 5, 10, 11, 12, 13 and 14 is not approved by a majority vote of the Company's independent shareholders at the AGM, the relevant Independent Director(s) will be treated as having been re-elected only for the period from the date of the AGM until the earlier of: (i) the close of any general meeting of the Company, convened for a date more than 90 days after the AGM but within 120 days of the AGM, to propose a further resolution to re-elect him or her; (ii) the date which is 120 days after the AGM; or (iii) the date of any announcement by the Board that it does not intend to hold a second vote. In the event that the Independent Director's re-election is approved by a majority vote of all shareholders at a second meeting, the Independent Director will then be re-elected until the next annual general meeting.

The Company is also required to provide details of: (i) any previous or existing relationship, transaction or arrangement between an Independent Director and the Company, its Directors, any controlling shareholder or any associate of a controlling shareholder; (ii) why the Company considers the Independent Director will be an effective director; (iii) how the Company has determined that the Director is an independent Director; and (iv) the process by which the Company has selected the Independent Director. All applicable details are provided for the Independent Directors as part of their respective biographies below.

The Company has received confirmation from each of the Independent Directors that, except as disclosed in the biographical details set out on pages 12 to 17, he or she has (or has had) no existing or previous relationship, transaction or arrangement with the Company, its Directors, any controlling shareholder or any associate of a controlling shareholder.

Resolution 15

Appointment of auditors

The Company is required at each general meeting at which financial statements are presented to appoint auditors to hold office until the end of the next such meeting. As mentioned in last year's notice of annual general meeting, following a tender of the Company's external audit during 2022, Deloitte LLP was selected as the Company's external auditor with effect from the 2024 financial year. The previous auditor, PricewaterhouseCoopers LLP, will cease to hold office as auditor at the end of this AGM. Resolution 15 then appoints Deloitte LLP as auditors to the Company from the end of this AGM until the end of the Company's next annual general meeting in 2025. The Company has received special notice of this resolution.

Resolution 16

Remuneration of the auditors

Resolution 16 is to authorise the Audit and Risk Committee (for and on behalf of the Board) to determine the remuneration of the new auditors, Deloitte LLP.

Resolution 17

Authority to allot

The Companies Act 2006 prevents the Directors from allotting unissued shares of the Company unless they are authorised to do so by the shareholders in a general meeting or by the Articles of Association.

The Investment Association's Share Capital Management Guidelines state that its members will regard as routine an authority to allot up to two-thirds of the existing issued share capital, provided that any amount in excess of one-third of existing issued shares should be applied to fully pre-emptive offers only.

In accordance with these guidelines, the Directors are seeking authority to allot shares in the capital of the Company up to a maximum nominal amount of £32,861,890 (representing 657,237,800 ordinary shares of 5p each), which represents approximately two-thirds of the Company's issued ordinary share capital as at 19 March 2024 (being the last business day prior to the date of this notice). Of this amount, £16,430,945 (representing 328,618,900 ordinary shares of 5p each), which represents approximately one-third of the Company's issued ordinary share capital as at 19 March 2024

(being the last business day prior to the date of this notice), can only be allotted pursuant to a fully pre-emptive offer.

The authority will last until the earlier of the conclusion of the next annual general meeting of the Company or close of business on 7 August 2025.

The Directors have no present intention to exercise this authority. However, the Directors consider it appropriate to maintain the flexibility that this authority provides to be able to respond to market developments and to enable allotments to take place, if appropriate, to finance business opportunities as they arise.

As at 19 March 2024 (being the last business day prior to the date of this notice), no ordinary shares were held by the Company in treasury and the issued ordinary share capital of the Company has not changed since 22 March 2023.

Resolutions 18 and 19

Power of the Company to issue shares other than pro rata to its existing shareholders

The Companies Act 2006 prevents the Directors from issuing equity securities of the Company for cash other than pro rata to ordinary shareholders unless they are empowered to do so by special resolution or by the Articles of Association. Resolutions 18 and 19, which are proposed as special resolutions, will give the Directors the authority to allot ordinary shares or other equity securities (or sell any ordinary shares which the Company elects to hold in treasury) for cash without first offering them to existing shareholders in proportion to their existing shareholdings in certain circumstances and subject to certain limits.

These disapplication authorities in Resolutions 18 and 19 are in line with institutional shareholder guidance, and in particular, with the Statement of Principles of the Pre-Emption Group, as updated in November 2022 (the “**Pre-Emption Group Principles**”). The Pre-Emption Group Principles allow the following annual disapplication of pre-emption rights:

1. 10% of issued ordinary share capital which may be issued on an unrestricted basis;
2. an additional 10% of issued ordinary share capital which may be issued for either “an acquisition or specified capital investment”; and
3. a limited follow-on offer to existing holders of securities not allocated shares under an issue made under either (1) or (2) above.

Resolution 18 will authorise the Directors to allot equity securities, pursuant to the authority given by Resolution 17, or to sell treasury shares for cash, in each case on a non-pre-emptive basis:

- (a) up to an aggregate nominal amount of £32,861,890 (representing 657,237,800 ordinary shares of 5p each), which represents approximately two-thirds of the Company’s issued ordinary share capital as at 19 March 2024 (being the last business day prior to the date of this notice), to existing ordinary shareholders in proportion to their existing holdings and to holders of other equity securities if required by the rights of those securities, in each case subject to the right of the Board to impose necessary or appropriate limitations to deal with, for example, fractional entitlements and regulatory matters. Of this amount, £16,430,945 (representing 328,618,900 ordinary shares of 5p each), which represents approximately one-third of the issued ordinary share capital of the Company as at 19 March 2024 (being the last business day prior to the date of this notice), can only be allotted pursuant to a fully pre-emptive offer;
- (b) separately, up to an aggregate nominal amount of £4,929,283 (representing 98,585,660 ordinary shares of 5p each), which represents slightly less than 10% of the issued ordinary share capital of the Company as at 19 March 2024 (being the last business day prior to the date of this notice); and
- (c) up to a further aggregate nominal amount of £985,856 (representing 19,717,120 ordinary shares of 5p each), which represents slightly less than 2% of the issued ordinary share capital of the Company as at 19 March 2024 (being the last business day prior to the date of this notice) for the purposes only of a follow-on offer as described in the Pre-Emption Group Principles.

Resolution 19 will additionally authorise the Directors to allot equity securities or sell treasury shares for cash on a non-pre-emptive basis in connection with the financing (or refinancing, if the authority is to be used within 12 months after the original transaction) of an acquisition or specified capital investment which is announced contemporaneously with the allotment or which has taken place in the preceding 12-month period and is disclosed in the announcement of the allotment. The authority under Resolution 19 is limited to:

- (a) up to an aggregate nominal amount of £4,929,283 (representing 98,585,660 ordinary shares of 5p each), which represents slightly less than 10% of the issued ordinary share capital of the Company as at 19 March 2024 (being the last business day prior to the date of this notice); and
- (b) up to a further aggregate nominal amount of £985,856 (representing 19,717,120 ordinary shares of 5p each), which represents slightly less than 2% of the issued ordinary share capital of the Company as at 19 March 2024 (being the last business day prior to the date of this notice).

this notice) for the purposes only of a follow-on offer as described in the Pre-Emption Group Principles.

Taken together, these authorities give the Directors authority to allot equity securities or to sell treasury shares for cash on a non-pre-emptive basis with an aggregate nominal value representing slightly less than 24% of the issued ordinary share capital of the Company as at 19 March 2024 (being the last business day prior to the date of this notice).

The authority in each of Resolution 18 and 19 includes the ability to issue up to 2% of the issued ordinary share capital of the Company for the purposes of a follow-on issue. The Pre-Emption Group Principles provide for follow-on offers as a possible means of enabling smaller and retail shareholders in the Company to participate in a non-pre-emptive equity issue when it may not be possible (for timing or other reasons) for them to participate in a particular placing being undertaken. The Pre-Emption Group Principles set out the expected features of any such follow-on offer, including in relation to qualifying shareholders, monetary caps on the amount qualifying shareholders can subscribe and the issue price of the shares.

The authorities in Resolutions 18 and 19 will last until the earlier of the conclusion of the next annual general meeting of the Company or close of business on 7 August 2025.

The Directors have no present intention to exercise these authorities. However, as with the authority in Resolution 17, the Directors consider it appropriate to maintain the flexibility that these authorities provide to be able to respond to market developments and to enable allotments to take place, if appropriate, to finance business opportunities as they arise, without making a pre-emptive offer to existing shareholders.

The Directors also confirm that they intend to follow the shareholder protections in Part 2B of the Pre-emption Group Principles as well as the expected features of a follow-on offer as set out in paragraph 3 of Part 2B of the Pre-emption Group Principles in relation to any follow-on offer.

Resolution 20

Power of the Company to purchase its own shares

At the 2023 annual general meeting, the Company was granted authority to purchase up to 98,585,669 of its own ordinary shares (which represented 10% of the issued ordinary share capital of the Company). The Directors now propose that this authority should be renewed.

The Directors have no present intention to exercise the authority sought by this resolution. However, the Directors believe that it is in the best interests of the shareholders that

the Company has the flexibility to make market purchases of its own ordinary shares. The Directors intend to exercise this power only when, in light of market conditions prevailing at the time, they believe that the effect of such purchases will be to increase earnings per share and is in the best interests of shareholders generally. Any ordinary shares purchased in this way will either be cancelled or held in treasury. Resolution 20, which is proposed as a special resolution, specifies not only the maximum number of ordinary shares that the Company may acquire, but also the maximum and minimum prices at which they may be bought.

This authority will last until the earlier of the conclusion of the next annual general meeting of the Company or close of business on 7 August 2025. It is the Directors' intention to renew such authority at each further annual general meeting of the Company.

As at 19 March 2024 (being the last business day prior to the date of this notice), the Company had no warrants or options to subscribe for equity shares outstanding.

Resolution 21

Notice of general meetings

The Companies Act 2006 provides that all general meetings (except annual general meetings) must be held on 21 clear days' notice unless shareholders agree on an annual basis to a shorter notice period. A resolution to allow the Company to hold general meetings (other than annual general meetings) on 14 clear days' notice has been passed at each annual general meeting since this provision came into effect. This resolution, which is proposed as a special resolution, will renew the approval of the shorter notice period.

The shorter notice period will not be used as a matter of routine for general meetings, but only where the flexibility is merited by the business of the meeting and is thought to be to the advantage of shareholders as a whole. The approval will be effective until the annual general meeting in 2025, when it is intended that a similar resolution will be proposed.

In order to be able to call a general meeting on less than 21 clear days' notice, the Company must make a means of electronic voting available to all shareholders for that meeting in accordance with the Companies Act 2006.

Important notes in relation to the AGM

The following notes explain your general rights as a shareholder and your rights to attend and vote at the AGM, or to appoint someone else to do so on your behalf.

1. To be entitled to attend and vote at the meeting (and for the purposes of determination by the Company of the votes they may cast), shareholders must be registered in the Register of Members of the Company at 6:00 pm on 3 May 2024 (or, in the event of an adjournment, on the date which is two days, excluding any part of a day that is not a working day, before the time of the adjourned meeting). Changes to the Register of Members after the relevant deadline will be disregarded in determining the rights of any person to attend or vote at the meeting.
2. A shareholder of the Company is entitled to appoint a proxy to exercise all or any of his/her rights to attend, speak and vote on his/her behalf at the meeting of the Company. A proxy need not be a shareholder of the Company. A shareholder may appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attached to different shares held by that shareholder. Shareholders are encouraged to vote on the resolutions in advance of the AGM by completing a proxy form appointing the Chairman of the meeting as their proxy, even if they intend to attend the AGM in person. This is to ensure that their vote is counted if they are unable to attend in person on the day. Appointing the Chairman of the meeting or another person of their choice as a proxy will not prevent shareholders from attending and voting in person.
3. A proxy form which may be used to appoint one or more proxies and to give them instructions accompanies this notice. If you do not have a proxy form and believe that you should have one, or if you require additional forms, please contact the registrars of the Company, Computershare Investor Services PLC on +44 (0)370 702 0159. To be valid, the purple-striped (or, for preference shareholders, blue-striped) form of proxy and the power of attorney or other authority, if any, under which it is signed or a notorially certified copy thereof, must be deposited (or submitted electronically at www.eproxyappointment.com) with the registrars of the Company, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY no later than 10:00 am on 3 May 2024. A proxy form lodged electronically will be invalid unless it is lodged at the electronic address specified in this Note 3.
4. A corporation which is a shareholder can appoint one or more corporate representatives who may exercise, on its behalf, all its powers as a shareholder provided that no more than one corporate representative exercises powers over the same shares.
5. Any person to whom this notice is sent who is a person nominated under section 146 of the Companies Act 2006 to enjoy information rights (a **"Nominated Person"**) may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights.
6. The statement of rights of shareholders in relation to the appointment of proxies in Notes 2 to 4 above does not apply to Nominated Persons. The rights described in these notes can only be exercised by a shareholder of the Company.
7. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual (available via www.euroclear.com/en.html). CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a **"CREST Proxy Instruction"**) must be properly authenticated in accordance with Euroclear UK & International Limited's specifications and must contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com/en.html). The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the Company's agent (ID 3RA50) by the latest time(s) for receipt of proxy appointments specified in the notice of meeting. For this purpose, the time of receipt will be taken to be the time (as determined

by the timestamp applied to the message by the CREST Application Host) from which the Company's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & International Limited does not make available special procedures in CREST for any particular message. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his/her CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

8. All resolutions at the AGM will be decided by a poll. On a poll, shareholders' votes are counted according to the number of shares held, ensuring an exact result.
9. Under section 527 of the Companies Act 2006, shareholders meeting the threshold requirements set out in that section have the right to require the Company to publish on a website a statement setting out any matter relating to: (i) the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the meeting; or (ii) any circumstance connected with an auditor of the Company ceasing to hold office since the previous meeting at which annual accounts and reports were laid in accordance with section 437 of the Companies Act 2006. The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with section 527 or

section 528 of the Companies Act 2006. Where the Company is required to place a statement on a website under section 527 of the Companies Act 2006, it must forward the statement to the Company's auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the meeting includes any statement that the Company has been required under section 527 of the Companies Act 2006 to publish on a website.

10. Any shareholder attending the meeting has the right to ask questions relating to the business being dealt with at the meeting. The Company must cause to be answered any such question relating to the business being dealt with at the meeting but no such answer need be given if:
 - (a) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information;
 - (b) the answer has already been given on a website in the form of an answer to a question; or
 - (c) it is undesirable in the interests of the Company or good order of the meeting that the question be answered.
11. A copy of this notice, and other information required by section 311A of the Companies Act 2006, can be found at **www.antofagasta.co.uk**.
12. Under section 338 and section 338A of the Companies Act 2006, shareholders meeting the threshold requirements in those sections have the right to require the Company: (i) to give, to shareholders of the Company entitled to receive notice of the meeting, notice of a resolution which may properly be moved and is intended to be moved at the meeting; and/or (ii) to include in the business to be dealt with at the meeting any matter (other than a proposed resolution) which may be properly included in the business. A resolution may properly be moved or a matter may properly be included in the business unless (a) (in the case of a resolution only) it would, if passed, be ineffective (whether by reason of inconsistency with any enactment or the Company's constitution or otherwise), (b) it is defamatory of any person, or (c) it is frivolous or vexatious. Such a request may be in hard copy form or in electronic form, must identify the resolution of which notice is to be given or the matter to

be included in the business, must be authorised by the person or persons making it, must be received by the Company not later than 25 March 2024, being the date six clear weeks before the meeting, and (in the case of a matter to be included in the business only) must be accompanied by a statement setting out the grounds for the request.

13. As at 19 March 2024 (being the last business day prior to the date of this notice), the issued share capital of the Company consisted of 985,856,695 ordinary shares carrying one vote each and 2,000,000 5% cumulative preference shares carrying 100 votes each on a poll. Therefore, the total voting rights in the Company as at 19 March 2024 (being the last business day prior to the date of this notice) were 1,185,856,695.
14. Copies of the letters of appointment for, and contracts of services with, Directors will be available for inspection at:
 - (a) the Company's registered office at 103 Mount Street, London W1K 2TJ from the date this circular is dispatched to shareholders until the end of the AGM; and
 - (b) Church House Westminster, Dean's Yard, London SW1P 3NZ from 15 minutes before the AGM until the end of the AGM.
15. Electronic addresses provided in this notice or any related documentation cannot be used to communicate with the Company for any purpose other than those expressly stated in this notice.
16. In the case of joint holders of a share, only the vote of the senior holder who votes (or any proxy duly appointed by him/her) will be counted by the Company. The senior holder means the joint holder that is named first in the Register of Members of the Company.

Directors' biographies



Jean-Paul Luksic

Jean-Paul Luksic is Chairman of the Company and Chair of the Nomination and Governance Committee. He was appointed a Director in 1990 and has over 30 years' experience with Antofagasta. Prior to his appointment as Executive Chairman in 2004, he was Chief Executive Officer of the mining division, in which capacity he oversaw the development of the Los Pelambres and El Tesoro (Centinela Cathodes) mines. He became Non-Executive Chairman in 2014. He is a member of the board of Consejo Minero, the industry body representing the largest mining companies operating in Chile, a non-executive director of Quiñenco S.A. and other listed companies in the Quiñenco group, including Banco de Chile and Sociedad Matriz SAAM S.A., and Member of the board of Centro de Estudios Públicos, a not-for-profit academic foundation in Chile.

Jean-Paul Luksic continues to lead the Board highly effectively, drawing on his long experience with the Group (in both executive and non-executive roles). This experience and knowledge of the business is central to setting the Company's strategic direction and ensuring its long-term sustainable success.



Francisca Castro

Francisca Castro was appointed as a Non-Executive Director in 2016. She is the Senior Independent Director, Chair of the Remuneration and Talent Management Committee and sits on the Audit and Risk and Nomination and Governance Committees. She is a commercial engineer with over 25 years' experience in several industries, including mining, energy, finance and public/private infrastructure projects in the United States and in Chile. Prior to her appointment to the Company's Board, Francisca Castro spent eight years at Codelco, most recently as Executive Vice-President of Business and Subsidiaries. Before joining Codelco she spent ten years working in various roles in the Chilean Government. Francisca Castro began her career at the World Bank where she was based in Washington DC for five years. She is currently a director of SalfaCorp SA and the Fraunhofer Chile Research Foundation and is a member of the Chilean Pension Funds Risk Classification Committee and the independent Technical Panel of Chilean Public Works Concessions. She is also an independent director of Conexión Kimal-Lo Aguirre S.A., a power transmission company in Chile.

Francisca Castro has diverse business experience across a range of industries, including mining, energy and finance. Her understanding of the interaction between the private and public sectors, together with her strategic decision-making and international experience, enable her to contribute effectively to the long-term sustainable success of the Company.

Independence

Francisca Castro's independence was determined by reference to the relevant provisions of the UK Corporate Governance Code. The Board is satisfied that Francisca Castro is independent in character and judgement and that there are no relationships or circumstances which are likely to affect, or could appear to affect, her judgement.

Selection

The process followed by the Company for Francisca Castro's selection involved the engagement of external recruitment consultants, Intertrust Head Hunting, an executive search firm based in Santiago, Chile, who conducted a thorough search and identified a number of high-quality candidates. The Nomination and Governance Committee recommended the appointment of Francisca Castro to the Board and she became a Non-Executive Director with effect from 1 November 2016.



Ramón Jara

Ramón Jara was appointed as a Non-Executive Director in 2003. He is a member of the Sustainability and Stakeholder Management and Projects Committees. He is a lawyer with considerable legal and commercial experience in Chile and is Chairman of Fundación Minera Los Pelambres and a director of the Fundación Educacional Luksic, which are charitable foundations in Chile. He is also a Member of the Advisory Council of Centro de Estudios Públicos, a not-for-profit academic foundation in Chile, a Member of the Board of the Centre of Arbitration of the Chilean Chamber of Commerce, Chairman of the Chile Australia Business Committee, and Vice Chairman of the Chile Japan Business Committee of Sociedad de Fomento Fabril (Chilean Industrial Council), and a Member of the APEC Business Advisory Council.

Ramón Jara's extensive legal and business experience, including as a long-standing Director of the Company, enables him to challenge and support the Board on its business performance and strategic decision-making. His specific expertise in legal, regulatory and public affairs matters contribute to the long-term sustainable success of the Company.



Juan Claro

Juan Claro was appointed as a Non-Executive Director in 2005. He sits on the Sustainability and Stakeholder Management Committee. He has extensive industrial experience in Chile, and has played an active role in the representation of Chilean industrial interests nationally and internationally. He is a former Chairman of the Sociedad de Fomento Fabril (Chilean Industrial Council), the Confederación de la Producción y del Comercio (Chilean Business Confederation), the Consejo Binacional de Negocios Chile-China (Council for Bilateral Business Chile-China) and Energía Coyaanco S.A. He is currently Chairman of Coca-Cola Andina S.A. and is a director of Melón SA and Agrosuper S.A. He is the country adviser in Goldman Sachs and is also a member of the governing board of Centro de Estudios Públicos, a Chilean not-for-profit academic foundation.

Juan Claro has extensive and diverse board-level experience across a range of industries. He brings to the Board strong executive leadership experience and strategic focus and an understanding of key stakeholder and investor issues, which are particularly valuable to shaping the Company's strategy and decision-making.



Andrónico Luksic

Andrónico Luksic was appointed as a Non-Executive Director in 2013. He has extensive experience across a range of business sectors throughout Chile, Latin America and Europe. Until December 2023, he was Chairman of Quiñenco S.A. and Compañía Cervecerías Unidas S.A., Vice-Chairman of Banco de Chile and Compañía Sudamericana de Vapores S.A., all of which are listed companies in the Quiñenco group. He was also a director of Nexans S.A., a company listed on NYSE Euronext Paris and part owned by Quiñenco S.A. He remains a Member of the International Business Leaders Advisory Council of the Mayor of Shanghai, the International Advisory Council of the Brookings Institution, the Global Board of Advisors at the Council of Foreign Relations, and the Chairman's International Advisory Council of the Council of the Americas.

Andrónico Luksic's extensive Chilean and international experience brings great benefits to the Board. His expertise in a number of sectors and his deep understanding of the Company's investor base, combined with his strong leadership and strategic decision-making experience, are important to the Company's long-term sustainable success.



Vivianne Blanlot

Vivianne Blanlot was appointed as a Non-Executive Director in 2014. She is Chair of the Sustainability and Stakeholder Management Committee and sits on the Projects Committee.

She is an economist with extensive experience across the energy, mining, water and environmental sectors in the public and private sectors in Chile. She served as Executive director of Comisión Nacional de Medio Ambiente (the Environmental Agency in Chile), Undersecretary of Comisión Nacional de Energía (National Energy Commission in Chile), Minister of Defence for Chile and as a member of Consejo Para La Transparencia (the Transparency Council), the Chilean body responsible for enforcing transparency in the public sector, and as director of Empresas CMPC S.A. (a listed pulp, paper and packaging company) and Scotiabank Chile, among other positions. Vivianne Blanlot is currently a non-executive director of listed energy company Colbún S.A.

Vivianne Blanlot brings to the Board expertise from the energy, mining and water sectors. Her extensive experience in the public and private sectors and her understanding of the global economy, environmental matters and key stakeholder and investor issues contribute to the Company's strategy and long-term sustainable success. Her former governmental roles and current other non-executive positions add to the Board's strategic and advisory experience.



Michael Anglin

Michael Anglin was appointed as a Non-Executive Director in 2019. He is Chair of the Projects Committee and sits on the Remuneration and Talent Management and Sustainability and Stakeholder Management Committees. He has over 30 years of experience in base metals, including the development, construction and operation of large-scale mining operations in the Americas, with a focus on South American and US operations and mine construction. He spent 22 years with BHP Billiton Limited, most recently serving as Vice President Operations and Chief Operating Officer of the Base Metals Group based in Santiago, Chile, before retiring in 2008. As part of that role, he was responsible for the majority of BHP Billiton's large-scale mines in South America and he has extensive experience in South American government and community relations. He is Lead Independent Director of SSR Mining Inc. and holds or has held roles on the Corporate Governance & Nominating Committee, the Safety and Sustainability Committee and the Compensation Committee. He was a director of EmberClear Corp. until 2014 and a director of Tulla Resources Australia until June 2023. He graduated with a Bachelor of Science (Honours) degree in Mining Engineering from the Royal School of Mines, Imperial College, London, and attained a Master of Science degree from Imperial College, London.

Michael Anglin brings to the Board an extensive knowledge of the mining industry and mining operations in Latin America, the United States and around the world. This wealth of experience, including in operations and development, and his understanding of the challenges and opportunities in the mining industry contribute to the Company's long-term sustainable success.

Independence

Michael Anglin's independence was determined by reference to the relevant provisions of the UK Corporate Governance Code. The Board is satisfied that Michael Anglin is independent in character and judgement and that there are no relationships or circumstances which are likely to affect, or could appear to affect, his judgement.

Selection

The process followed by the Company for Michael Anglin's selection involved the engagement of external recruitment consultants, Spencer Stuart, the global executive search firm, who conducted a thorough search and identified a number of high-quality candidates. The Nomination and Governance Committee recommended the appointment of Michael Anglin to the Board and he became a Non-Executive Director with effect from 1 May 2019.



Tony Jensen

Tony Jensen was appointed as a Non-Executive Director in 2020. He is the Chair of the Audit and Risk Committee and sits on the Nomination and Governance, and Projects Committees. He is a mining engineer with over 35 years of mining experience in the United States and Chile in operational, financial, business development and management roles. Most recently, he served as President and Chief Executive Officer of Royal Gold, Inc. Prior to joining Royal Gold, Inc. in 2003, he held various senior operating positions in the United States and Chile, including as Mine General Manager of the Cortez joint-venture in Nevada, and in treasury, business development and a wide range of other operating roles at Placer Dome in the United States and Chile. He is a director of Black Hills Corporation, a publicly traded regional utility company listed on the New York Stock Exchange, and also a director of the University Advisory Board for the South Dakota School of Mines and Technology. He has previously served on the boards of Royal Gold, Inc. (from 2004 to 2020) and Golden Star Resources Limited (from 2012 to 2017).

The Company benefits from Tony Jensen's extensive knowledge of the global mining industry, together with his operating experience in both Chile and the United States.

Independence

Tony Jensen's independence was determined by reference to the relevant provisions of the UK Corporate Governance Code. The Board is satisfied that Tony Jensen is independent in character and judgement and that there are no relationships or circumstances which are likely to affect, or could appear to affect, his judgement.

Selection

The process followed by the Company for Tony Jensen's selection involved the engagement of external recruitment consultants, Spencer Stuart, the global executive search firm, who conducted a thorough search and identified a number of high-quality candidates. The Nomination and Governance Committee recommended the appointment of Tony Jensen to the Board and he became a Non-Executive Director on 13 March 2020.



Eugenia Parot

Eugenia Parot was appointed as a Non-Executive Director in 2021. She sits on the Remuneration and Talent Management Committee, the Sustainability and Stakeholder Management Committee and the Projects Committee. She has over 35 years of experience working for leading engineering and consulting companies providing services to some of the largest mining projects in Latin America in the areas of environment, sustainability and mine waste management. For the last 15 years of her executive career she worked with Canada-based global firm Golder Associates ("Golder"), retiring as Vice President of Latin America in February 2020, a position she held for four years, having previously been Regional President for South America for six years and Managing Director in Chile for two years before that. During her time with Golder, she served as a Director on Golder's holding company board where she was a member of the Audit and Finance, and Investments Committees. She was also Chair of the boards of Golder Associates South America Limited and Golder companies in Chile, Peru and Argentina. She has a degree in Civil Biochemical Engineering from the Pontificia Universidad Católica de Valparaíso and accreditation as an Environmental Auditor from CDG (Carl Duisberg Gesellschaft).

Eugenia Parot brings to the Board considerable leadership and technical mining, environmental and sustainability experience. This experience, including in technical matters concerning mining projects and operations, and her understanding of the mining industry contribute to the Company's long-term sustainable success.

Independence

Eugenia Parot's independence was determined by reference to the relevant provisions of the UK Corporate Governance Code. The Board is satisfied that Eugenia Parot is independent in character and judgement and that there are no relationships or circumstances which are likely to affect, or could appear to affect, her judgement.

Selection

The process followed by the Company for Eugenia Parot's selection involved the engagement of external recruitment consultants, Spencer Stuart, the global executive search firm, who conducted a thorough search and identified a number of high-quality candidates. The Nomination and Governance Committee recommended the appointment of Eugenia Parot to the Board and she became a Non-Executive Director on 20 April 2021.



Heather Lawrence

Heather Lawrence was appointed as a Non-Executive Director in 2023. She sits on the Audit and Risk Committee and the Remuneration and Talent Management Committee. Heather Lawrence is a qualified chartered accountant and has spent well over a decade working in senior roles within corporate finance and investment banking, with particular experience across industrial and transportation businesses. She has significant non-executive directorship experience. She is currently a non-executive director and the audit committee chair of Melrose Industries plc. Previously, she has been a non-executive director of Wizz Air Holdings and a non-executive director and the audit committee chair of FlyBe Group plc.

Independence

Heather Lawrence's independence was determined by reference to the relevant provisions of the UK Corporate Governance Code. The Board is satisfied that Heather Lawrence is independent in character and judgement and that there are no relationships or circumstances which are likely to affect, or could appear to affect, her judgement.

Selection

The process followed by the Company for Heather Lawrence's selection involved the engagement of external recruitment consultants, Spencer Stuart, the global executive search firm, who conducted a thorough search and identified a number of high-quality candidates. The Nomination and Governance Committee recommended the appointment of Heather Lawrence to the Board and she became a Non-Executive Director on 18 April 2023.



Tracey Kerr

Tracey Kerr was appointed as a Non-Executive Director in January 2024. She sits on the Sustainability and Stakeholder Management Committee. She brings extensive experience in safety, sustainability, operations and exploration in global mining businesses, most recently serving as Group Head of Sustainable Development at Anglo American plc having previously held other senior executive roles at Anglo American plc, Vale S.A. and BHP Group Limited. Tracey Kerr also has strong governance experience in UK-listed companies and currently serves as a non-executive director at Hochschild Mining PLC, a precious metals mining company, Jubilee Metals Group plc, a metals processing company, and multinational engineering group Weir Group PLC. Previously Ms Kerr was a Non-Executive Director at Polymetal International Plc. Tracey Kerr has a BSc Honours Science degree majoring in geophysics from the University of Sydney, Australia, a Masters' Degree in Economic Geology from the University of Tasmania, Australia, and a Diploma in Company Direction from the Institute of Directors, United Kingdom. She is a Fellow of the Australian Institute of Mining and Metallurgy and a member of the Institute of Directors.

Independence

Tracey Kerr's independence was determined by reference to the relevant provisions of the UK Corporate Governance Code. The Board is satisfied that Tracey Kerr is independent in character and judgement and that there are no relationships or circumstances which are likely to affect, or could appear to affect, her judgement.

Selection

The process followed by the Company for Tracey Kerr's selection involved the engagement of external recruitment consultants, Spencer Stuart, the global executive search firm, who conducted a thorough search and identified a number of high-quality candidates. The Nomination and Governance Committee recommended the appointment of Tracey Kerr to the Board and she became a Non-Executive Director on 29 January 2024.

WEBSITE

Antofagasta plc's annual and half-yearly financial reports, press releases and other presentations are available on the Group's website at www.antofagasta.co.uk.

REGISTERED OFFICE

Antofagasta plc
103 Mount Street, London W1K 2TJ, United Kingdom
Tel: +44 (0) 20 7808 0988

SANTIAGO OFFICE

Antofagasta Minerals S.A.
Av. Apoquindo 4001 – Piso 18 Las Condes,
Santiago, Chile
Tel: +562 2798 7000

REGISTERED NUMBER

01627889

TIME AND LOCATION OF THE AGM

8 May 2024, 10:00 am

Church House Westminster, Dean's Yard, London SW1P 3NZ



ELECTRONIC COMMUNICATION

Shareholders may elect to receive communications from the Company electronically via email and the internet. Electronic communication provides a saving in terms of both costs and environmental resources. To register for the service, shareholders should log on to www.uk.computershare.com/Investor/#Home

QUESTIONS

Questions can be submitted in advance of the AGM by emailing cosec@antofagasta.co.uk by no later than 5:00 pm on 7 May 2024.

The Directors will seek to respond to questions submitted in advance of the deadline during the AGM and/or by publishing written responses on the Group's website. Questions sent via email will be moderated to avoid repetition and ensure the smooth running of the meeting.

ELECTRONIC PROXY VOTING

To lodge your proxy votes for the AGM via the internet, log on to www.eproxyappointment.com.

You will need the Control Number, Shareholder Reference Number (SRN) and Personal Identification Number (PIN) printed on your form of proxy.

SHAREHOLDER ENQUIRIES

Enquiries relating to shareholdings should be made to the Company's Registrars, Computershare Investor Services PLC at the address set out below.

SECURITY

We do not permit behaviour that may interfere with anyone's security or safety or the good order of the meeting. Anyone who does not comply may be removed from the meeting.

REGISTRARS

Computershare Investor Services PLC
The Pavilions, Bridgwater Road
Bristol BS13 8AE
United Kingdom
Tel: +44 (0) 370 702 0159
www.computershare.com.