THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt about the action you should take, you are recommended to immediately seek your own personal financial advice from your stockbroker, bank manager, solicitor, accountant or other independent professional financial adviser who, if you are taking advice in Ireland, is authorised or exempted pursuant to the European Union (Markets in Financial Instruments) Regulation 2017 of Ireland (as amended) or the Investment Intermediaries Act, 1995 of Ireland (as amended).

If you have sold or otherwise transferred all your shares in Talisman Metals plc (the "Company"), please send this document and the accompanying Form of Proxy to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee.

TALISMAN METALS PLC

NOTICE OF 2026 ANNUAL GENERAL MEETING

This document should be read as a whole. Your attention is drawn to i) the letter from the Chair of the Company which is set out on page 1 of this document and which recommends you vote in favour of the resolutions to be proposed at the Annual General Meeting and ii) the notice convening an Annual General Meeting of the Company to be held at The Mespil Hotel, 50-60 Mespil Road, Dublin 4, D04E7N2, Ireland at 12 noon on 13 November 2026 is set out at the end of this document.

Notice of the AGM of the Company is set out on pages 5 to 9 of this document.

Shareholders are entitled to appoint a proxy in respect of the AGM. A Form of Proxy for use at the meeting has been sent to all shareholders. The form should be returned in the pre-paid envelope provided to the Company's registrars, Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82 so as to be received no later than 12.00 noon on 11 November 2026.

The process for appointing a proxy and/or voting at the AGM will depend on the manner in which you hold your ordinary shares. Further information on the procedures to be followed in order to validly appoint a proxy are set out on pages 6 to 8 of this document. In particular, persons who hold their interests in ordinary shares through the securities settlement system operated by Euroclear Bank SA/NV ("**Euroclear Bank**") (the "**EB System**") or as CREST Depository Interests ("**CDIs**") through the CREST system ("**CREST**") should consult with their stockbroker or other intermediary at the earliest opportunity for further information on the processes and timelines for submitting proxy votes for the AGM through the respective systems.

.

CONTENTS

Letter from the Chair 1
Explanatory Notes to the AGM 2
CEO Update 4
Notice of Annual General Meeting 5
Notes to Notice of Annual General Meeting **7**

TALISMAN METALS PLC

(the "Company")

(Registered in Ireland, Registered Company Number 105274)

Registered Office:

3rd Floor
76 Baggot Street Lower
Dublin 2
D02 EK81
Ireland

Jonathan Henry (Chair)
Anastasia Levashova
Timothy McCutcheon
Leah O'Donovan
Thomas Garagan
Reneta Nikolova (Company Secretary)

15 October 2026

Dear Shareholder

ANNUAL GENERAL MEETING 2026

The 2026 Annual General Meeting ("**AGM**") of the Company will be held at The Mespil Hotel, 50-60 Mespil Road, Dublin 4, D04E7N2, Ireland at 12 noon on 13 November 2026. The formal notice of the AGM is set out on pages 5 to 9 of this document and explanatory notes to the resolutions are provided on pages 2 and 3.

A brief update from the CEO of the Company is included on page 4.

Voting

Following the migration of the Company's ordinary shares from the CREST system to the system operated by Euroclear Bank SA/NV on 15 March 2021, the process for appointing a proxy and/or voting in connection with the Resolutions to be proposed at the Meeting will now depend on the manner in which you hold your ordinary shares in the Company. Further details are set out in the notes to the Notice of the Meeting on pages 5 to 9 of this document. Please read these carefully.

RECOMMENDATION

Your Board believes that the resolutions to be proposed at the AGM are in the best interests of the Company and its shareholders. Accordingly, your Directors unanimously recommend you vote in favour of the resolutions as they intend to do in respect of all the ordinary shares which can be voted by them.

Yours sincerely

_____

Jonathan Henry
Chair

Explanatory Notes to the Special Business of the AGM

Resolution No. 1 – Receipt and Consideration of the Annual Report and Financial Statements

The Companies Act 2014 requires the directors of the Company to lay before the shareholders at the Annual General Meeting the Company's statutory financial statements for the relevant financial year, together with the Directors' Report and the Independent Auditor's Report. Shareholders are being asked to receive and consider these documents. No vote is required on the contents of the financial statements themselves other than the approval of this resolution to receive and consider them.

Resolution No. 2 – Re-election of Director Retiring by Rotation

Resolution 2 is an Ordinary Resolution to re-elect Anastasia Levashova as a director of the Company. In accordance with the Articles of Association of the Company, Anastasia retires from office at the Annual General Meeting and, being eligible, offers herself for re-election.

Resolutions No. 3 to 6 – Election of Directors

Resolutions 3 to 6 are ordinary resolutions. The Board appointed Leah O'Donovan, Jonathan Henry, Thomas Garagan, and Mohammed Mouhib as directors of the Company on 27 January 2026. In accordance with the Articles of Association, each director appointed by the Board must retire at the next annual general meeting following their appointment and are eligible for election by shareholders.

Resolution No. 7 – Appointment of Auditors

Following a review process conducted by the Audit Committee and the Board, the Board recommends the appointment of S&W Partners Group Limited as statutory auditors of the Company. If passed, this resolution will appoint S&W Partners Group Limited to hold office until the conclusion of the next annual general meeting at which audited financial statements are laid before the members.

Resolution No. 8 – Authorisation of Auditors' Remuneration

Resolution 8 is an Ordinary Resolution to authorise the Directors to determine the remuneration of the auditors. Under the Companies Act 2014, shareholders may determine the auditors' remuneration or may authorise the directors to do so. Consistent with common market practice, this resolution seeks shareholder authority for the Directors to determine the auditors' remuneration in respect of the audit of the financial statements and any other permitted services provided by the auditors.

Resolution No. 9 – Authority to allot Relevant Securities

At the Annual General Meeting of the Company held in 2024, shareholders gave the Directors a general authority under Section 1021 of the Companies Act, 2014 to allot shares. That authority will expire at the conclusion of the forthcoming Annual General Meeting. Shareholders are therefore being asked to renew the Directors' authority to allot shares in the Company.

By Resolution 9, the Directors will, at the forthcoming Annual General Meeting, seek authority to issue shares up to a maximum aggregate nominal value equal to the nominal value of the authorised but unissued ordinary share capital of the Company from time to time. The authority will, if renewed, expire at the conclusion of the annual general meeting to be held in 2026. The Directors will exercise this authority only if they consider this to be in the best interests of shareholders generally at that time.

Resolution Number 10 – Authority to Dis-apply Statutory Pre-emption Rights

The power given to the Directors at the 2024 Annual General Meeting to allot shares for cash otherwise than in accordance with statutory pre-emption rights also expires at the conclusion of the forthcoming Annual General Meeting.

Shareholders are therefore also being asked to renew, until the Annual General Meeting to be held in 2026, the Directors' authority to allot shares for cash otherwise than in accordance with statutory pre- emption provisions in the event of a rights issue or in respect of any other issue of equity securities for cash up to a maximum aggregate nominal value equal to the nominal value of the authorised but unissued ordinary share capital of the Company from time to time. The Directors will exercise this authority only if they consider this to be in the best interests of shareholders generally at that time.

CEO UPDATE

In 2026 we put Talisman firmly on its feet for future growth, with new projects, additions to the senior management team, Board appointments and the creation of a premier technical staff. Our projects are progressing well and exploration results have been very encouraging. Our financial position is strong and we have the human and financial resources to advance our projects efficiently.

Our business plan for the short and medium term is to conduct exploration (drilling, trenching, geophysics and other work) on the Tirzzit and Fougnar projects so we can generate a JORC resource. For Tirzzit, we believe that the data we acquired from Aya Gold and Silver Inc., and the field work that we have done to date, show a very promising sediment-hosted copper deposit that has the “right” geology to be an exploration success.

Regarding Fougnar, the direct geology analogy to the successful Tizert copper mine, only 25 kilometres away, is a fantastic starting point for any exploration project, especially considering that on our team are people who played an important role in the past development of Tizert.

Although we have a focus on Morocco, we recognize that the mining business is global and metals deposits do not know national boundaries. We review and study acquisition opportunities on a constant basis, where we take into consideration the attractiveness of the asset, our ability to add value, and how a new asset can be a leverage point for further development.

In short, Talisman Metals is set for growth, and I look forward to delivering results to shareholders in the coming years.

Timothy McCutcheon,
CEO of Talisman Metals PLC

NOTICE OF ANNUAL GENERAL MEETING

OF

TALISMAN METALS PUBLIC LIMITED COMPANY

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of Talisman Metals plc (the "**Company**") will be held at The Mespil Hotel, 50-60 Mespil Road, Dublin 4, D04E7N2, at 12.00 noon on 13 November 2026 for the purpose of considering and, if thought fit, passing the following resolutions of which Resolutions numbered 1 to 9 inclusive will be proposed as Ordinary Resolutions and Resolution 10 will be proposed as a Special Resolution:

Ordinary Business:

1. To receive and consider the Company's Financial Statements for the year ended 31 December 2025 and the reports of the Directors and auditor thereon, and to review the Company's affairs.

2. To re-elect Anastasia Levashova as Director in accordance with Regulation 99 of the Articles of Association who, being eligible, offers Anastasia for re-election in accordance with Regulation 102 of the Articles of Association.

3. THAT Leah O'Donovan, who was appointed as a director of the Company since the last annual general meeting and who retires in accordance with the Articles of Association of the Company, be and is hereby re-elected as a director of the Company.

4. THAT Jonathan Henry, who was appointed as a director of the Company since the last annual general meeting and who retires in accordance with the Articles of Association of the Company, be and is hereby re-elected as a director of the Company.

5. THAT Thomas Garagan, who was appointed as a director of the Company since the last annual general meeting and who retires in accordance with the Articles of Association of the Company, be and is hereby re-elected as a director of the Company.

6. THAT Mohammed Mouhib, who was appointed as a director of the Company since the last annual general meeting and who retires in accordance with the Articles of Association of the Company, be and is hereby re-elected as a director of the Company.

7. THAT, with effect from the conclusion of this Annual General Meeting, S&W Partners Group Limited, being eligible for appointment and having consented to act, be and is hereby appointed as statutory auditors of the Company in place of Grant Thornton, retiring, to hold office until the conclusion of the next annual general meeting of the Company at which accounts are laid before the members.

8. To authorise the directors to fix the remuneration of the auditors for the year ending 31 December 2026.

Special Business:

Ordinary Resolution

9. The Directors be and are hereby generally and unconditionally authorised pursuant to Section 1021 of the Companies Act 2014 (the "**2014 Act**"), in substitution for all existing such authorities, to exercise all powers of the Company to allot relevant securities (within the meaning of Section 1021 of the 2014 Act) provided that such power shall be limited to the allotment of relevant securities up to a maximum aggregate nominal value equal to the nominal value of the authorised but unissued

ordinary share capital of the Company from time to time, being equal to 93,656,512 Ordinary Shares, which represents 131.2% of the current issued and outstanding Share Capital of the Company. The authority hereby conferred shall expire on the date of the next annual general meeting of the Company held after the date of passing of this resolution, unless previously revoked, renewed or varied by the Company in General Meeting, save that the Company may before such expiry date make an offer or agreement which would or might require relevant securities to be allotted after such authority has expired and the Directors may allot relevant securities in pursuance of such offer or agreement as if the authority hereby conferred had not expired.

Special Resolution

10. Subject to the passing of Resolution 9 above that the Directors be and are hereby empowered pursuant to Section 1023 of the Companies Act 2014 (the "**2014 Act**"), in substitution for all existing such authorities, to allot equity securities (within the meaning of Section 1023 of the 2014 Act) for cash pursuant to the authority conferred by resolution number 9 above as if Section 1022(1) of the 2014 Act, did not apply to any such allotment provided that this power shall be limited to the allotment of equity securities (including, without limitation, any shares purchased by the Company pursuant to the provisions of the 2014 Act and held as treasury shares) up to a maximum aggregate nominal value equal to the nominal value of the authorised but unissued ordinary share capital of the Company from time to time.

    The authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company held after the date of passing of this resolution, save that the Company may before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after such authority has expired and the Directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the power hereby conferred had not expired. The authority hereby conferred may be renewed, revoked or varied by special resolution of the Company.

By Order of the Board
Reneta Nikolova
Company Secretary
15 October 2026
r.nikolova@talismanmetalsplc.com

3rd Floor,
76 Baggot Street Lower,
Dublin 2, D02 EK81
Ireland
talismanmetalsplc.com

NOTES TO NOTICE OF ANNUAL GENERAL MEETING OF TALISMAN METALS PLC

1. PROXY VOTING

Any member entitled to attend, speak, ask questions and vote at the AGM may exercise his or her right to vote by appointing one or more proxies.

Following the migration of the Company's ordinary shares ("**Ordinary Shares**") from the CREST system ("**CREST**") to the securities settlement system operated by Euroclear Bank SA/NV ("**Euroclear Bank**") (the "**EB System**") on 15 March 2021, the process for appointing a proxy and/or voting at the meeting will depend on the manner in which you hold your Ordinary Shares and is set out in further detail below.

In the case of a corporation this instrument of proxy may be either executed under the common seal or under the hand of an officer or attorney authorised in that behalf.

In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other registered holder(s) and, for this purpose, seniority will be determined by the order in which the names stand in the register of members.

To be valid, forms of proxy duly signed together with the power of attorney or such other authority (if any) under which they are signed (or a certified copy of such power or authority) must be lodged with the Company's registrar, Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24 by not later than 12.00 noon on 11 November 2026.

Holders of Ordinary Shares in registered form

You will find a Form of Proxy accompanying this document for use in connection with the AGM. For shareholders whose name appears on the register of members of the Company the Form of Proxy (together with any power of attorney or other authority under which it is executed, or a duly certified copy thereof) should be completed and returned as soon as possible to the Company's Registrar, Computershare Investor Services (Ireland) Limited, 3100 Lake Drive, Citywest Business Campus, Dublin 24, D24 AK82, Ireland, and in any event, in order to be valid, so as to arrive not later than 12.00 noon on 11 November 2026.

The following information for holders of CDIs and for EB Participants is based on the information available to the Company at the date of this document.

Further Information for holders of CDIs ("CDI Holders")

In respect of CDI Holders, Euroclear UK & International Limited ("**EUI**"), the operator of CREST, has arranged for voting instructions relating to CDIs held in CREST to be received via a third-party service provider, Broadridge Financial Solutions Limited ("**Broadridge**"). Further details on this service are set out on the "All you need to know about SRD II in Euroclear UK & Ireland" webpage of the Euroclear Bank website (www.euroclear.com), which is accessible to CREST participants (see the section "**CREST International Service – Proxy voting**"). CREST members can complete and submit proxy appointments (including voting instructions) electronically through Broadridge.

If you are a CDI Holder you will be required to make use of the EUI proxy voting service facilitated by Broadridge Global Proxy Voting service in order to receive meeting announcements and send back voting instructions.

To facilitate client set up, if you hold CDIs and wish to participate in the proxy voting service, you will need to complete a Meetings and Voting Client Set-up Form (CRT408) a copy of which is available on the Euroclear Bank website (www.euroclear.com) which is accessible to CREST participants.

Completed application forms should be returned to EUI by an authorised signatory with another relevant authorised signatory copied in for verification purposes using the following email address: uk-membership@euroclear.com. Fully completed and returned application forms will be shared with

Broadridge by EUI. This will enable Broadridge to contact you and share further detailed information on the service offering and initiate the process for granting your access to the Broadridge platform. Once CDI Holders have access to the Broadridge platform, they can complete and submit proxy appointments (including voting instructions) electronically.

Broadridge's voting deadline will be earlier than Euroclear Bank's voting instruction deadline. Broadridge will use best endeavours to accept late votes, changes and cancellations from a CDI holder after the voting deadline but there is no guarantee that these will be processed within the requisite timeframes. There is no facility to offer a letter of representation/appoint a corporate representative other than through the submission of third-party proxy appointment instructions.

CREST members with holdings of CDIs are strongly encouraged to familiarise themselves with the new arrangements with Broadridge, including the new voting deadlines and procedures and to take, as soon as possible, any further actions required by Broadridge before they can avail of this voting service.

Further information for EB Participants

Persons who hold their interests in Ordinary Shares through a participant account in the EB System ("**EB Participants**") can submit proxy appointments (including voting instructions) electronically in the manner described in the document issued by Euroclear Bank in February 2021 and entitled "Euroclear Bank as issuer CSD for Irish corporate securities" and available on the Euroclear Bank website (www.euroclear.com). EB Participants can either send:

(a) electronic voting instructions to instruct Euroclear Nominees Limited (i.e. the nominee of Euroclear Bank) ("**Euroclear Nominees**") to either itself or by appointing the Chair of AGM as proxy:

- vote in favour of all or a specific resolution(s);
- vote against all or a specific resolution(s);
- abstain from all or a specific resolution(s); or
- give a discretionary vote to the Chair of AGM in respect of one or more of the resolutions being put to a shareholder vote; or

(b) a proxy voting instruction to appoint a third party (other than Euroclear Nominees/the Chair of AGM) to attend the AGM and vote for the number of Ordinary Shares specified in the proxy voting instruction by providing Euroclear Bank with the proxy details as requested in its notification (e.g. proxy first name, proxy last name, proxy address).

There is no facility to offer a letter of representation or to appoint a corporate representative other than through submission of third-party proxy appointment instructions.

Voting instructions cannot be changed or cancelled after Euroclear Bank's voting deadline.

EB Participants are strongly encouraged to familiarise themselves with the new arrangements with Euroclear Bank, including the new voting deadlines and procedures.

Deadlines for receipt by the company of proxy voting instructions

All proxy voting instructions whether submitted directly by way of a completed Form of Proxy or through the EB System (in the case of EB Participants) or CREST (in the case of CDI Holders), must be received by the Company's Registrar no later than 12.00 noon on 11 November 2026, (or, in the case of any adjournment, no later than 48 hours before the time fixed for holding the adjourned AGM). Persons holding interests in Ordinary Shares through the EB System or CREST (as CDI Holders) will also need to comply with any additional voting deadlines imposed by the respective service offerings. All persons affected are recommended to consult with their stockbroker or other intermediary at the earliest opportunity.

2. REGISTER OF MEMBERS

The Company, pursuant to Section 1105 of the Companies Act 2014 (as modified by section 1087G of that Act) and Regulation 14 of the Companies Act 1990 (Uncertificated Securities) Regulations 1996 specifies that only those shareholders registered in the register of members of the Company as at close of business on 9 November 2026 shall be entitled to attend and vote at the meeting in respect of the number of Ordinary Shares registered in their names at the time. Changes to entries in the register after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.

3. DOCUMENTATION

Copies of all documentation tabled before the AGM are available on the Company's website talismanmetalsplc.com. Should you not receive a Form of Proxy, or should you wish to be sent copies of these documents, you may request this by telephoning the Company's registrar or by writing to the Company Secretary at the address set out above.

Perivan.com
274648