

GLENCORE

Notice of the 2026 Annual General Meeting

on 28 May 2026 at 12 noon Central European Summer Time (CEST)

at Theater-Casino Zug, Artherstrasse 2-4, Zug, Switzerland

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of the proposals referred to in this document or as to the action you should take, you should immediately consult your stockbroker, bank manager, solicitor, accountant or other appropriately authorised professional adviser.

If you have sold or otherwise transferred all of your shares in Glencore plc, please send this document, together with the accompanying documents, at once to the relevant purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the relevant purchaser or transferee.

A form of proxy for use at Glencore plc's 2026 Annual General Meeting is enclosed and, to be valid, should be completed and returned in accordance with the instructions printed on the form so as to be received by Glencore plc's registrars, Computershare, as soon as possible but, in any event, so as to arrive no later than 12 noon CEST on Tuesday 26 May 2026. Completion and return of a form of proxy will not prevent members from attending and voting in person should they wish to do so. Notes on completing and returning the form of proxy can be found on the form and in the notice of meeting and should be read carefully before the form is completed.

PLEASE NOTE THE IMPORTANT INFORMATION REGARDING THE RIGHT TO ATTEND THE MEETING SET OUT FROM PAGE 5 ONWARDS. THE COMPANY INTENDS TO REFUSE ENTRY TO ANY PERSON WHO IS NOT ENTITLED, OR HAS NOT BEEN GRANTED THE RIGHT, TO ATTEND THE MEETING.

LETTER FROM THE CHAIRMAN

29 April 2026

Dear Shareholder,

I am pleased to be writing to you with details of Glencore plc's (the **Company**) Annual General Meeting for this year (the **AGM**). The AGM will be held at Theater-Casino Zug, Artherstrasse 2-4, Zug on 28 May at 12.00 noon CEST. The formal notice of AGM is set out on pages 3 and 4 of this document.

The notice describes the business that will be proposed and sets out the procedures for your participation and voting. The AGM provides shareholders with an opportunity to communicate with the Company's directors and we welcome and encourage your participation.

Please note that only those shareholders on the shareholder register at 7 p.m. CEST on 26 May 2026 (or in the event that the AGM is adjourned, 7 p.m. CEST on the day two days prior to the adjourned meeting) will be entitled to attend and/or vote at the AGM. If you would like to vote on the resolutions but cannot come to the AGM, please complete the proxy form sent to you with this Notice and return it in accordance with the instructions printed on it as soon as possible. It must be received by 12 noon CEST on 26 May 2026. Notes on completing and returning the form of proxy can be found on the form and in the notice of meeting and should be read carefully before the form is completed.

The notice of the meeting sets out the same or similar usual business as for previous AGMs of the Company except for the following two additional items of business. We explained in my letters to you accompanying the notices of last year's AGM and further General Meeting (held on 5 August 2025, the **GM**) (see [AGM+NOM+2025](#) and [GM+NOM+2025](#)) that when we buy back our shares, we wish to do so without utilising our remaining capital contribution reserves, preserving them for the purpose of paying shareholder distributions. We use the terminology of purchasing the Company's own shares and share buybacks interchangeably in this document. At the GM, shareholders approved a resolution that allows the Company to make off-market purchases (via UBS) of its ordinary shares (the **Shares**) for cancellation, implemented through a buyback contract between the Company and UBS AG (**UBS**) (a "virtual second trading line"). At this meeting we are putting a similar resolution to shareholders to approve a renewed buyback contract dated on or about 28 April 2026 (the **Contract**), between the Company and UBS, such that we can continue to purchase the Company's own shares in this way, if deemed appropriate. The key terms of the Contract are summarised in Appendix 2 to this Notice. A copy of the Contract will be produced for identification at the AGM and will also be available to shareholders for inspection at the offices of Linklaters LLP at 20 Ropemaker Street, London, EC2Y 9AR during normal business hours from today until the date of the AGM.

With effect as of 2 March 2026, under new rules approved by the Swiss Financial Market Supervisory Authority (FINMA), the SIX Swiss Exchange (**SIX**) introduced a separate trading line mechanism (a so-called "second trading line"), which enables Swiss-domiciled companies listed on a stock exchange recognised by SIX (such as the London Stock Exchange (**LSE**)) to buy back their own shares on SIX, even where those companies do not hold a listing on SIX themselves. A second trading line on SIX is used to facilitate Swiss Withholding Tax (**SWT**) deduction for selling shareholders who are able to reclaim this SWT deduction. Prior to this new rule being introduced, this was only available to SIX-listed companies and no comparable procedure existed for non-SIX-listed companies, which is why the Company established a virtual second trading line with UBS, which shareholders approved at the GM, and through which share buybacks were made from 11 August 2025 until 8 January 2026. To provide additional flexibility going forward, the Company also proposes to put to shareholders a resolution to authorise the Company to effect share buybacks under a SIX second trading line. Due to the delay in reclaiming the SWT deduction following the sale of shares to the Company on SIX through the second trading line, we expect the Company to pay a modest premium above the Company's prevailing share price on the LSE to effect repurchases made through the second trading line, as is the case with the Contract above. The Directors consider that payment of such premium represents an attractive mechanism for the Company to return capital to shareholders, while preserving its valuable capital contribution reserves for future shareholder distributions.

For the operation of each of the virtual second trading line and the second trading line, the Company has obtained, or will obtain, rulings from the Swiss Federal Tax Administration (the **SFTA**). The SFTA retains a discretion not to renew existing rulings, and it is possible for the SFTA to terminate rulings before their expiry, effective from the date of termination. The Company will only operate each trading line while the applicable ruling remains in force.

Further explanation of these matters, and of the business to be considered at the AGM more generally, is set out on pages 8 to 10 of this document.

The Directors consider that all the Resolutions to be put to the meeting are in the best interests of the Company and its shareholders as a whole. Your Board of Directors will be voting in favour of the Resolutions and unanimously recommends that you vote in favour of them.

Yours sincerely,



Kalidas Madhavpeddi Chairman

NOTICE OF ANNUAL GENERAL MEETING

Glencore plc

(incorporated and registered in Jersey under number 107710)

Notice is hereby given that the Annual General Meeting (the **AGM**) of Glencore plc (the **Company**) will be held at Theater-Casino Zug, Artherstrasse 2–4, Zug, Switzerland on Thursday 28 May 2026 at 12 noon Central European Summer Time (CEST) to consider and, if thought fit, pass the resolutions set out below.

Resolutions 2, 15, 16 and 17 shall be proposed as special resolutions and all the other resolutions shall be proposed as ordinary resolutions:

1. To receive the Company's accounts and the reports of the Directors and auditors for the year ended 31 December 2025 (the **2025 Annual Report**).
2. That pursuant to and in accordance with Part 12 of the Companies (Jersey) Law 1991 the Company's capital contribution reserves (forming part of its stated capital (including amounts previously credited to the share premium account) be reduced by US\$2 billion (the **Reduction Sum**) and be repaid to shareholders as follows: (i) the repayment of US\$0.085 per share of no par value in the capital of the Company (the **Shares**) in cash on 3 June 2026 to the shareholders of the Company registered as holders of the Shares as at the First Record Date; and (ii) the repayment of US\$0.085 per Share in cash on 18 September 2026 to the shareholders of the Company registered as holders of the Shares as at the Second Record Date on the basis that: (a) the amount (if any) by which the Reduction Sum exceeds the total of the repayments under (i) and (ii) above shall be retained by the Company in a capital reserve to be repaid to shareholders at a later date; (b) the First Record Date is, for those shareholders whose Shares are held on the Company's register in Jersey or its branch register in South Africa, at close of business in each jurisdiction on 8 May 2026; and (c) the Second Record Date is, for those shareholders whose Shares are held on the Company's register in Jersey or its branch register in South Africa, at close of business in each jurisdiction on 28 August 2026.
3. To re-elect Kalidas Madhavpeddi as a Director.
4. To re-elect Gary Nagle as a Director.
5. To re-elect Martin Gilbert as a Director.
6. To re-elect Gill Marcus as a Director.
7. To re-elect Cynthia Carroll as a Director.
8. To re-elect Liz Hewitt as a Director.
9. To re-elect John Wallington as a Director.
10. To re-elect María Margarita Zuleta as a Director.
11. To reappoint Deloitte LLP as the Company's auditors to hold office until the conclusion of the next general meeting at which accounts are laid.
12. To authorise the audit committee to fix the remuneration of the auditors.
13. To approve the Directors' Remuneration Report (excluding the Directors' Remuneration Policy) as set out in the 2025 Annual Report.
14. To renew the authority conferred on the Directors pursuant to Article 10.2 of the Company's Articles of Association (the **Articles**), to allot Shares or grant rights to subscribe for or to convert any security into Shares for an Allotment Period (as defined in the Articles) commencing on the date of the passing of this resolution and ending on the earlier of 30 June 2027 and the conclusion of the Company's Annual General Meeting in 2027, and for that purpose the Authorised Allotment Number shall be 3,911,785,100 Shares.
15. If Resolution 14 is passed, to authorise the Directors pursuant to Article 10.3 of the Articles to allot equity securities for an Allotment Period (each as interpreted and defined in the Articles) commencing on the date of the passing of this resolution and ending on the earlier of 30 June 2027 and the conclusion of the Company's Annual General Meeting in 2027, wholly for cash as if Article 11 of the Articles did not apply to such allotment and, for the purposes of Article 10.3(c) of the Articles and the authority granted pursuant to this Resolution 15, the Non-Pre-Emptive Number (as defined in the Articles) shall be 1,173,535,555 Shares.
16. To authorise the Company generally and unconditionally pursuant to Article 57 of the Companies (Jersey) Law 1991 to make market purchases of Shares on the SIX Swiss Exchange (being a stock exchange within the meaning of the Companies (Jersey) Law 1991) for cancellation provided that:
 - (a) the maximum number of Shares authorised to be purchased is 1,759,129,798;
 - (b) the minimum price, exclusive of any expenses, which may be paid for a Share is US\$0.01;
 - (c) the maximum price, exclusive of any expenses, which may be paid for a Share shall be equal to 5 per cent above the average of the middle market quotations for Shares taken from the London Stock Exchange Daily Official List for the five business days immediately preceding the day on which such Shares are contracted to be purchased; and
 - (d) the authority hereby conferred shall expire on the earlier of the conclusion of the Company's Annual General Meeting in 2027 and 30 June 2027 (except that the Company may make a contract to purchase Shares under this authority before such authority expires, which will or may be executed wholly or partly after the expiry of such authority, and may make purchases of Shares in pursuance of any such contract as if such authority had not expired).
17. That:
 - (a) pursuant to Article 57(3) of the Companies (Jersey) Law 1991 (the **CJL**), the buyback contract entered into between the Company and UBS AG provided to this AGM

(the **Contract**) be and is hereby approved, and pursuant to Article 57(2) of the CJL the Company be and is hereby authorised to undertake purchases for cancellation otherwise than on a stock exchange (within the meaning of the CJL) of Shares pursuant to the Contract, this authority to expire on the earlier of the conclusion of the Company's Annual General Meeting in 2027 and 30 June 2027, except that, during this period, the Company may agree to purchase Shares pursuant to the Contract, even if the

purchase would, or might, be completed or executed wholly or partly after the authority ends and the Company may accordingly purchase such Shares pursuant to the Contract as if the authority had not ended; and

- (b) the Board of Directors be and hereby is authorised on behalf of the Company to agree non-material amendments to the Contract, whether before or after this AGM.

BY ORDER OF THE BOARD



John Burton
Company Secretary
29 April 2026

Registered Office:

13 Castle Street
St Helier
Jersey JE1 1ES

IMPORTANT INFORMATION

Right to attend and vote

- 1 The Company, pursuant to the Companies (Uncertificated Securities) (Jersey) Order 1999, specifies that only those persons entered on the Company's principal register of shareholders in Jersey (the **Principal Register**) or the Company's branch register of shareholders in South Africa (the **SA Register**) as at 7 p.m. CEST on Tuesday 26 May 2026 shall be entitled to vote at the AGM in respect of the number of Shares registered in their name at that time. Changes to entries on the Principal Register or SA Register after 7 p.m. CEST on Tuesday 26 May 2026 shall be disregarded in determining the rights of any person to vote at the AGM. If the AGM is adjourned then, to be so entitled, shareholders must be entered on the Principal Register or SA Register at 7 p.m. CEST on the day two days prior to the adjourned meeting or, if the Company gives notice of the adjourned meeting, at the time specified in that notice. Changes to entries in the Principal Register or SA Register after 7 p.m. CEST on the relevant date shall be disregarded in determining the rights of any person to vote at the adjourned meeting.

Proxy appointment

- 2 A shareholder who is entitled to attend, speak and vote is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, speak and vote at the AGM. A proxy need not be a shareholder of the Company. A shareholder may appoint more than one proxy in relation to the AGM, provided that each proxy is appointed to exercise the rights attached to a different Share or Shares held by that shareholder. Shareholders may appoint a proxy using the enclosed form of proxy, the CREST electronic proxy appointment service or Computershare's online proxy appointment service at www.investorcentre.co.uk/eproxy (further details below).
- 3 The appointment of a proxy will not prevent a shareholder from subsequently attending and voting at the meeting in person.
- 4 Any corporation which is a shareholder of the Company may, by resolution of its Directors or other governing body, authorise such person as it thinks fit to act as its representative at the AGM. The person so authorised shall be entitled to exercise the same powers on behalf of such corporation as the corporation could exercise if it were an individual shareholder of the Company. Corporations should only appoint one corporate representative. Corporations wishing to allocate their votes to more than one person should use the proxy arrangements.

- 5 Where a person is authorised to represent a body corporate, the Directors or the Chairman may require him to produce a certified copy of the resolutions from which he derives authority.

- 6 Any person to whom this Notice of Meeting is sent who is a person nominated to enjoy information rights (a **Nominated Person**) may, under an agreement between him and the shareholder by whom he was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the meeting. Alternatively, if a Nominated Person has no such right, or does not wish to exercise it, he may, under any such agreement, have a right to give instructions to the relevant shareholder as to the exercise of voting rights.

- 7 The statement of the rights of shareholders in relation to the appointment of proxies in paragraph 2 above does not apply to Nominated Persons. The rights described in that paragraph can only be exercised by the shareholders of the Company.

- 8 To be valid, an appointment of proxy must be returned using one of the following methods:

- (i) by sending a duly authorised proxy form (together, if appropriate, with the power of attorney or other written authority under which it is signed or a certified copy of such power or authority) to the Company's registered office or the Company's registrars, Computershare at: c/o The Pavilions, Bridgwater Road, Bristol BS99 6ZY, United Kingdom or for certificated and own name dematerialised shareholders on the SA Register who have appointed Computershare Investor Services Proprietary Limited (Computershare SA) as their Central Securities Depository Participant (**CSDP**) with the instruction that their ordinary shares are to be registered in the electronic sub-register of members in their own name, to Computershare SA, Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196, South Africa, or by fax to Computershare SA on +27 11 688 5238 or by emailing a scanned copy to Computershare SA at proxy@computershare.co.za; or

- (ii) beneficial owners on the SA Register which are dematerialised through Strate should forward the completed form of proxy or otherwise provide their voting instructions to their CSDP or broker through whom their dematerialised ordinary shares are held. The name and address of your CSDP or broker is shown on the share statement sent to you confirming your shareholding. Any proxy voting instruction is to be provided to the CSDP or broker (as applicable) in sufficient time to permit the CSDP or

broker to advise the registrar no later than 12 noon CEST on Tuesday 26 May 2026; or

- (iii) in the case of CREST members, by utilising the CREST electronic proxy appointment service; or
- (iv) for shareholders on the Principal Register or certificated and own name dematerialised shareholders on the SA Register who have appointed Computershare SA as their CSDP with the instruction that their ordinary shares are to be registered in the electronic sub-register of members in their own name, by utilising Computershare's online proxy appointment service at www.investorcentre.co.uk/eproxy.

In each case the appointment of proxy (together with any relevant power or authority) must be received (or, in the case of the appointment of a proxy through CREST, retrieved by enquiry to CREST in the manner prescribed by CREST) by Computershare not later than 12 noon CEST on Tuesday 26 May 2026.

- 9 If two or more valid but differing proxy appointments are received in respect of the same Share, the one which is last received (regardless of its date or the date of its execution) shall be treated as replacing and revoking the others as regards that Share and, if the Company is unable to determine which was last deposited, none of them shall be treated as valid in respect of that Share.

CREST members

- 10 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. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting 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.
- 11 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's specifications and must contain the information required for such instructions, as described in the CREST Manual (available via www.euroclear.com). The message, regardless of whether it constitutes the appointment of a proxy or to an amendment to the instruction given to a previously appointed proxy must, to be valid, be transmitted so as to be received by the Company's agent not later than 12 noon CEST on Tuesday 26 May 2026. 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 Applications 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.

- 12 CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear does not make available special procedures in CREST for any particular messages. 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 or 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.
- 13 The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Article 34 of the Companies (Uncertificated Securities) (Jersey) Order 1999.

Voting by poll

- 14 Each of the resolutions to be put to the meeting will be voted on by poll and not by show of hands. A poll reflects the number of voting rights exercisable by each shareholder. Shareholders and proxies will be asked to complete a poll card to indicate how they wish to cast their votes. These cards will be collected at the end of the meeting. The results of the poll will be announced to the relevant stock exchanges and published on the Company's website once the votes have been counted and verified.
- 15 The Company has included on the proxy form a 'Vote Withheld' option for shareholders to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of votes 'For' or 'Against' the particular resolution.

Appointing a proxy and voting online

- 16 Shareholders on the Principal Register, or certificated and own name dematerialised shareholders on the SA Register who have appointed Computershare SA as their CSDP with the instruction that their ordinary shares are to be registered in the electronic sub-register of members in their own name, may register the appointment of a proxy and/or voting instructions for this meeting online at www.investorcentre.co.uk/eproxy.

Full details of the procedures are set out on

this website. The proxy appointment and / or voting instructions must be received by Computershare by no later than 12 noon CEST on Tuesday 26 May 2026. You will need to have your form of proxy or email notification to hand when you log on as it contains information which is required during the process.

- 17 Please note that any electronic communication sent to the Company or Computershare that is found to contain a computer virus will not be accepted.

Proxymity Voting

- 18 If you are an institutional investor, you may be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to www.proxymity.io. Your proxy must be lodged by 12 noon CEST on Tuesday 26 May 2026 to be considered valid. Before you can appoint a proxy via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them and they will govern the electronic appointment of your proxy.

Shareholder Engagement

- 19 Any shareholder attending the meeting has the right to ask questions. 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: (i) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information; (ii) the answer has already been given on a website in the form of an answer to a question; or (iii) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.
- 20 In accordance with the UK Corporate Governance Code, where 20 per cent or more of votes are cast against the Directors' recommendation in respect of a resolution, the Company will explain, when announcing the results of the voting, what actions it will take to consult with shareholders in order to understand the reasons behind the result. In addition, the Company will publish an update on the views received from shareholders within six months of the vote.

Audit concerns

- 21 Pursuant to Article 148 of the Articles, if the threshold requirements set out in that Article are met, shareholders 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 AGM; 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 the Articles, the Company shall comply with all the obligations relating to the publication of such statement in accordance with and subject to Article 148 of the Articles.

Information about Shares and voting

- 22 As at 9 April 2026, which is the latest practicable date before the publication of this document, the total number of issued Shares in the Company is 13,003,464,600, carrying one vote each on a poll except for the 1,268,109,041 Shares that the Company holds in treasury which do not have voting rights. Therefore, the total number of votes exercisable at that date is 11,735,355,559.

Website information

- 23 A copy of this Notice and other information required by Article 55 of the Articles can be found at: <https://www.glencore.com/investors/shareholder-centre/agm>

Use of electronic address

- 24 Shareholders may not use any electronic address provided in either this Notice of Meeting or any related documents (including the enclosed form of proxy) to communicate with the Company for any purposes other than those expressly stated.

Information rights

- 25 A shareholder who holds Shares on behalf of another person may nominate that person to have information rights to receive all communications sent by the Company to its shareholders. Any shareholder wishing to make such nomination should apply to Computershare, at the relevant address below, giving details of the nominated person including their relationship with them.

General enquiries

- 26 Computershare maintains the Company's register of shareholders. They provide a telephone helpline service (telephone number from the UK: 0370 707 4040; from outside the UK: +44 370 707 4040). If you have any queries about the AGM or about your shareholding, please contact Computershare at the following address: 13 Castle Street, St. Helier, Jersey JE1 1ES, Channel Islands.

- 27 For shareholders on the SA Register, please contact: Computershare South Africa Investor Services (Pty) Ltd, Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196, South Africa or the South Africa general helpline +27 (0) 11 370 5000.

EXPLANATORY NOTES TO THE RESOLUTIONS

The following pages give an explanation of the proposed resolutions. The Directors believe that the Resolutions are in the best interests of the Company and its shareholders and unanimously recommend shareholders to vote in favour of the Resolutions, as the Directors intend to do in respect of their own beneficial shareholdings. Terms defined in the preceding pages of this Notice are used in this section.

General Notes

Resolutions 2, 15, 16 and 17 are proposed as special resolutions. This means that to be passed, at least three-quarters of the votes cast must be in favour of the resolution. All other resolutions are proposed as ordinary resolutions. This means that for each of those resolutions to be passed, more than half of the votes cast must be in favour of the resolution.

For each of resolutions 14, 15, 16 and 17:

- the calculations have been made on the basis of the issued share capital of the Company as at 9 April 2026, the latest practicable date prior to the publication of this document, being 13,003,464,600 Shares less the number of Shares the Company held in treasury at that date, being 1,268,109,041 (equivalent to 10.81% of the issued share capital (excluding treasury shares)), equalling 11,735,355,559 (and accordingly the share capital amounts referenced in this section reflect this methodology); and
- if the resolution is passed, the authority and /or power will expire on the earlier of the conclusion of the Company's 2027 AGM and 30 June 2027.

In these notes a reference to an Article is to an Article of the Company's Articles of Association from time to time. The Existing Articles are available for viewing on the Company's website at glencore.com/articles and at the AGM. Terms defined in the preceding parts of this document shall also be used in this section.

Resolution 1: Report and Accounts

The first item of business is the receipt by shareholders of the audited accounts for the financial year ended 31 December 2025 together with the Directors' Report and the Auditors' Report.

Resolution 2: Proposed capital reduction and distribution

This resolution seeks shareholder approval for a repayment to shareholders of US\$0.0085 per Share to be made in cash on each of the First Record Date and the Second Record Date, making US\$0.17 per Share in total. The First Record Date and Second Record Date are specified in the resolution. If passed, the resolution will reduce the Company's capital contribution reserves. The repayment to shareholders shall be paid by the Company free of

Swiss federal withholding tax.

Resolutions 3 to 10: Re-election of Directors

These resolutions seek shareholder approval for the re-election of all current Directors.

Board size, tenure, diversity of geographic location, nationality and gender, and the skills, experience and attributes required to effectively govern and manage risk are taken into account when considering Board renewal and succession planning. The Board annually reviews the performance of each Director seeking re-election, with assistance from the nomination committee. The Board notes that its small size and composition assists in its collegiality and sense of purpose. The Board comprises eight Directors, including four female Directors (one of whom is a Senior Independent Director) and one Director from a minority ethnic background. The Board therefore achieves the UK Listing Rules': (i) gender diversity targets of (a) 40% of Board members being women, exceeding it by 10%, and (b) at least one of the senior Board positions being held by a woman; and (ii) target of at least one member of the Board being from a minority ethnic background. Combined with the variety and complementarity of background, skills, and experience of the current Directors, Board diversity will remain strong, and diversity will continue to be an important factor in the choice of future Directors.

A summary of the skills and experience of each Director proposed for re-election is set out at Appendix 1 to this Notice of Meeting. The Board considers each Director to be effective in their role and that they continue to demonstrate the level of commitment required in connection with their role on the Board and the Company's long-term sustainable success.

Particular attention was given by the Board to the proposal to re-elect Martin Gilbert. Mr Gilbert was first appointed to the Board in May 2017 and had a leave of absence of 5 months during 2018. The Board considers that Mr Gilbert's contribution remains very strong both as to his particular areas of expertise in markets and as a robust independent director.

Resolution 11: Re-election of Deloitte LLP as auditors

The Board, on the recommendation of the audit committee, recommends the re-election of Deloitte LLP as auditors, to hold office until the next meeting at which accounts are laid.

Resolution 12: Remuneration of the auditors

The remuneration of the auditors may be fixed by the audit committee or the Company in a general meeting. The usual practice is for shareholders to resolve at the AGM that the audit committee should determine this remuneration.

Resolution 13: Directors' Remuneration Report

Shareholders are invited to approve the Directors' Remuneration Report (excluding the Directors' Remuneration Policy) for the prior year, which is included in the 2025 Annual Report. The vote on this resolution is advisory and no Director's

remuneration is conditional upon the passing of this resolution.

Resolution 14: Authority to allot Shares

The purpose of this resolution is to renew the Directors' authority to allot Shares. The proposed authority will allow the Directors to allot new Shares and grant rights to subscribe for, or convert other securities into, up to 3,911,785,100 Shares which is equivalent to approximately one third of the issued ordinary share capital of the Company. This is in line with UK institutional shareholder guidelines.

There are no present plans to undertake a rights issue or to allot new Shares (other than potentially in connection with employee and incentive plans).

If this resolution is passed the authority will expire on the earlier of 30 June 2027 and the end of the Annual General Meeting in 2027.

Resolution 15: Disapplication of pre-emption rights

The Board proposes to adhere to the UK Pre-Emption Group's revised Statement of Principles on Disapplying Pre-Emption Rights published in November 2022 (the **UK Pre-Emption Principles**), which permit an authority for an issue of shares for cash otherwise than in connection with a pre-emptive offer of up to 10% of a company's issued share capital for use on an unrestricted basis.

The Board considers that it is in the best interests of the Company to seek this authority to allot new Shares for cash (or to sell treasury Shares), without those Shares first being offered to the existing shareholders in proportion to their existing holdings. The Board considers this level of authority to be appropriate to allow the Company flexibility to be able to issue equity if circumstances require. Given that the Company is more likely to operate a share buyback programme, the Board has no current intention to issue shares for cash but believes that it should have a residual authority in these terms. The Board intends to keep its position on this matter under review from year to year, depending on the circumstances at the time.

Accordingly, the purpose of Resolution 15 is to authorise the Directors to allot new Shares pursuant to the authority given by Resolution 14, or sell treasury Shares, for cash: (i) in connection with a pre-emptive offer or rights issue; or (ii) otherwise up to 1,173,535,555 Shares, being 10% of the issued ordinary share capital (excluding treasury shares) of the Company, without the Shares first being offered to existing shareholders in proportion to their existing holdings.

The Board confirms that it intends to follow the shareholder protections contained in Part 2B of the UK Pre-Emption Principles.

General notes to Resolutions 16 and 17

As explained in the letter from the Chairman which accompanies this Notice, the Company is requesting two separate authorisations from shareholders regarding share buybacks. The Company will limit purchases made in aggregate across both authorisations to no

more than 1,759,129,798 Shares, being approximately 14.99 per cent of the issued ordinary share capital of the Company. This is consistent with the percentage of Shares authorised for purchases last year.

These two authorities are being requested to provide the Company with flexibility to make capital returns to shareholders whilst minimising the impact on its capital contribution reserves. Due to these considerations (including in respect of the application of SWT), if the Company launches a programme for purchases of Shares, it intends to do so utilising the powers, if granted by shareholders, under Resolution 16 and/or 17, but not both at the same time. This is subject to the receipt/ongoing application of certain tax rulings from the Swiss Federal Tax Office that are required in order for the programmes specified under Resolution 16 and 17 to be economically viable for the Company. Shares bought under resolutions 16 or 17 will be cancelled upon completion of the purchase.

The Directors will exercise the authorities pursuant to these resolutions only when to do so is deemed to be in the best interests of the Company and of its shareholders generally and would be expected to lead to an increase in the Company's earnings per Share.

Resolution 16: Market purchases of Shares on the SIX Swiss Exchange

With effect as of 2 March 2026, under new rules approved by the Swiss Financial Market Supervisory Authority (FINMA), the SIX Swiss Exchange (**SIX**) introduced a mechanism for Swiss tax resident companies listed on a stock exchange recognised by SIX, such as the LSE, to establish a separate trading line (a so-called "second trading line"). This second trading line enables such companies to buy back their own shares without being listed on SIX. A second trading line on SIX is used to facilitate SWT deduction for selling shareholders who are able to reclaim this SWT deduction. Only the issuer itself (via a mandated bank) can acquire its shares pursuant to a second trading line on SIX, such shares being purchased under a separate securities identification number (ISIN) on SIX, while trading continues in parallel on the LSE as usual.

Prior to this new rule being introduced, no comparable process existed for these companies, which is why the Company established a "virtual second trading line" with UBS. This was approved by shareholders at the General Meeting on 5 August 2025, with share buybacks made from 11 August 2025 until 8 January 2026 under that programme. Now that a second trading line on SIX is available to the Company, shareholder authority is being requested to effect share buybacks through this mechanism. Any such buybacks are subject to the successful application to SIX for the establishment of a second trading line and receipt of the requisite tax ruling from the Swiss Federal Tax Authority to make the second trading line economically viable for the Company.

The acquisition of Shares by the Company from selling shareholders pursuant to a second trading line on SIX will be subject to SWT, and the Company will therefore deduct SWT at the prevailing rate

(currently 35%) from the purchase price paid to selling shareholders, for onward payment to the Swiss Federal Tax Office. If the relevant selling shareholder is entitled to reclaim SWT (e.g. due to being a Swiss tax resident), the Company expects the relevant shareholder to then apply to reclaim the SWT from the Swiss Federal Tax Office. Given the delay in recovery of SWT by the relevant selling shareholder when selling shares to the Company pursuant to a second trading line on SIX, the Company expects the purchase price of the Shares to be at a modest premium above the Company's prevailing share price on the LSE (subject to the pricing limits prescribed by the shareholder authority and applicable regulations). The Directors consider that payment of such premium represents an attractive mechanism for the Company to return capital to shareholders, while preserving its valuable capital contribution reserves for future shareholder distributions.

If approved, this authority will enable the Company to make market purchases of Shares up to 1,759,129,798 Shares, being approximately 14.99 per cent of the issued ordinary share capital of the Company, on SIX through a second trading line. As previously noted, the Company will limit repurchases to a maximum of 1,759,129,798 Shares in aggregate in respect of any authorities granted under Resolutions 16 and 17. This is consistent with the percentage of Shares authorised for market purchases last year.

Resolution 17: Off-Market purchases via a contract between the Company and UBS

The authority being sought by the resolution will allow the Company to make off-market purchases of its Shares, implemented through the Contract between the Company and UBS to be entered into on or about 28 April 2026 (a "virtual second trading line"), the key terms of which are summarised in Appendix 2 to this Notice, and a copy of which will be produced for identification at the AGM and which is also available to shareholders for inspection at the offices of Linklaters LLP at 20 Ropemaker Street, London, EC2Y 9AR during normal business hours from today until the date of the AGM.

This Contract replaces the equivalent contract entered into on 17 July 2025 and approved by shareholders at the General Meeting on 5 August 2025. The Contract has been concluded with UBS for the purpose of providing an alternative mechanism to effect share buybacks, without needing to utilise capital contribution reserves. Under the Contract, the maximum number of Shares the Company can purchase (inclusive of any purchases made pursuant to any authority granted under Resolution 16), is 1,759,129,798 Shares, being approximately 14.99 per cent of the issued ordinary share capital of the Company. The Contract allows UBS to buy Shares in the Company over a given period in the market as an on-risk principal. Pursuant to the Contract, the Company would then purchase those Shares from UBS at the end of the given period. The acquisition of Shares by the Company from UBS will be subject to SWT, and the Company will therefore deduct SWT at the prevailing rate (currently 35%) from the purchase price paid to UBS, for onward

payment to the Swiss Federal Tax Office. As UBS will be the Company's named counterparty, UBS will then apply to reclaim the SWT from the Swiss Federal Tax Office and, given the risks to, and funding costs inherent in delayed recovery of SWT by UBS in effecting the purchases and sales under the Contract, the Company has agreed that the purchase price of the Shares will be at a modest variable premium to VWAP (the Volume Weighted Average Price of the Shares purchased from time to time, as defined in the Contract). Given the prevailing low-interest rate environment in Switzerland, this premium is currently expected to be no more than 1% of the VWAP. The Directors consider that payment of such premium represents an attractive mechanism for the Company to return capital to shareholders, while preserving its valuable capital contribution reserves for future shareholder distributions.

Article 57 of the Companies (Jersey) Law 1991 provides that any off-market buyback contract must be approved by shareholders. Accordingly, the resolution seeks shareholders' approval of the Contract pursuant to which the Company would be empowered to purchase Shares for cancellation.

Appendix 1 - Directors' biographies

Kalidas Madhavpeddi, age 70 (Chairman)

Appointed in February 2020.

Experience

Kalidas Madhavpeddi has over 40 years of experience in the international mining industry, including being CEO of CMOC International, the operating subsidiary of China Molybdenum Co Ltd (China Moly), from 2008 to 2018. His career started at Phelps Dodge, where he worked from 1980 to 2006, ultimately becoming senior VP responsible for the company's global business development, acquisitions and divestments, as well as its global exploration programmes and president of its international operations.

Mr Madhavpeddi is currently a director of Novagold Resources (TSX:NG) and Dundee Precious Metals Inc (TSX:DPM).

He was formerly director and chair of the governance committee of Capstone Mining (TSX:CS).

He has degrees from the Indian Institute of Technology, Madras, India and the University of Iowa and has completed the Advanced Management Program at Harvard Business School.

Gary Nagle, age 51 (Chief Executive Officer)

Joined Glencore in 2000; Chief Executive Officer since July 2021.

Experience

Gary Nagle joined Glencore in 2000 in Switzerland as part of the Coal business development team. He was heavily involved in seeding a portfolio of assets to Xstrata in 2002, in conjunction with its initial listing on the London Stock Exchange.

Mr Nagle worked for five years (2008-2013) in Colombia as CEO of Prodeco. He then moved to South Africa to be Head of Glencore's Ferroalloys assets (2013-2018). Following that he was the Head of Glencore's coal assets based in Australia. He was a non-executive director of Lonmin plc from 2013 – 2015 and has represented Glencore on the Minerals Councils of Australia and Colombia.

Mr Nagle has commerce and accounting degrees from the University of the Witwatersrand and qualified as a Chartered Accountant in South Africa in 1999.

Gill Marcus, age 76 (Senior Independent Director)

Senior Independent Director since December 2022; appointed in January 2018.

Gill Marcus worked in exile for the African National Congress from 1970 before returning to South Africa in 1990. In 1994 she was elected to

the South African Parliament. In 1996 she was appointed as the Deputy Minister of Finance and from 1999 to 2004 was Deputy Governor of the Reserve Bank. Gill Marcus was Governor of the South African Reserve Bank from 2009 to 2014.

Ms Marcus was the non-executive chair of the Absa Group from 2007 to 2009 and has been a non-executive director of Gold Fields Ltd and Bidvest. She has acted as chair of a number of South African regulatory bodies. From 2018 to 2019, she was appointed to the Judicial Commission of Inquiry into allegations of impropriety at the Public Investment Corporation.

Ms Marcus is a graduate of the University of South Africa.

Martin Gilbert, age 70 (Independent Non-Executive Director)

Appointed in May 2017. Senior Independent Director from May 2018 to December 2022.

Experience

Martin Gilbert co-founded Aberdeen Asset Management in 1983, leading the company for 34 years and overseeing its 2017 merger with Standard Life, when he was made co-CEO.

Mr Gilbert is currently chairman of Rover Global plc (LON:RVRG), Revolut Limited and Toscafund. He was formerly deputy chair of the board of Sky PLC until 2018.

Mr Gilbert is a member of the International Advisory Board of British American Business.

Mr Gilbert was educated in Aberdeen. He has an LLB, an MA in Accountancy and is a Chartered Accountant.

**Cynthia Carroll, age 69
(Independent Non-Executive Director)**

Appointed in February 2021.

Experience

Cynthia Carroll has over 30 years' experience in the resources sector. She began her career as an exploration geologist at Amoco before joining Alcan. She held various executive roles there culminating in being CEO of the Primary Metal Group, Alcan's core business. From 2007 to 2013 she served as CEO of Anglo American plc.

Ms Carroll is currently a non-executive director of Baker Hughes Company (NYSE:BKR) and Pembina Pipeline Corporation (TSE:PPL) and has previously served on the boards of Hitachi Ltd, BP and Sara Lee.

Ms Carroll holds a Bachelor's degree in Geology from Skidmore College (NY), a Master's degree in Geology from the University of Kansas and an MBA from Harvard University. She is a fellow of the Royal Academy of Engineers and a Fellow of the Institute of Materials, Minerals and Mining.

**Liz Hewitt, age 69
(Independent Non-Executive Director)**

Appointed in July 2022.

Experience

Liz Hewitt has over 30 years' business experience in executive and non-executive positions. She began her career as a qualified chartered accountant with Arthur Andersen & Co. She held various executive positions in private equity companies including 3i Group plc, Gartmore Investment Management Limited and Citicorp Venture Capital Ltd. At 3i Group plc, she was a private equity investor and then director of corporate affairs. She also worked for Smith & Nephew plc as group director of corporate affairs.

Liz Hewitt is currently a non-executive director of Kerry Group plc (LON: KYGA). She was previously non-executive director of National Grid plc (2020 – 2024), Melrose Industries plc (2013-2022), Novo Nordisk (2012-2021), Savills plc (2014-2019) and Synergy Health plc (2011-2014).

Ms Hewitt holds a bachelor's degree in economics from University College London.

**John Wallington, age 68
(Independent Non-Executive Director)**

Appointed in June 2024.

Experience

John Wallington has over 40 years' experience in the mining industry, overseeing operations in South Africa, Australia, Colombia and Canada.

Mr Wallington enjoyed a career at Anglo American plc covering 27 years, culminating as Global CEO Anglo Coal. Prior to this he was appointed as CEO Anglo Coal South Africa (2001-2004).

After leaving Anglo American, he held positions as CEO Coal of Africa, (2010-2013), Head of Energy Sibanye (2016-2018) and CEO Riversdale Resources based in Canada (2020-2022). He also held positions as a non-executive director with Keaton Energy (2009), Buffalo Coal (2015) and Kwatani (2018-2020).

Mr Wallington holds a BSc in Mining Engineering from the University of the Witwatersrand in Johannesburg, South Africa. Further qualifications include executive programmes with both the London and Harvard Business Schools. He is certified with the Institute of Corporate Directors through the ICD-Rotman Board Dynamics Program (University of Toronto).

**María Margarita Zuleta, age 60
(Independent Non-Executive Director)**

Appointed in February 2025.

Experience

María Margarita Zuleta has over 30 years' experience as a legal professional with a broad range of experience including in a law firm, business, government and academia. Ms Zuleta began her career as a Colombian lawyer in private practice, becoming a partner of Brigard & Urrutia in Bogotá.

In 2002 she was appointed as Deputy Minister of Justice in Colombia and in 2004 Director of the Presidential Program against Corruption. Between 2005-2012 she was General Counsel of Prodeco during its ownership by Glencore and Xstrata. In 2012, Ms Zuleta was appointed as the Director General of the National Public Procurement Agency of Colombia. She was the Dean of the School of Government at the Universidad de los Andes from April 2019 until November 2025 and is now a professor there.

Ms Zuleta has served on the boards of several Colombian companies since 2005 and currently serves on the boards of Corficolombiana (listed on the Colombian Stock Exchange), Proindesa, and Aval Valor Compartido AVC.

Ms Zuleta holds a law degree from La Universidad de los Andes in Colombia.

Appendix 2 – Summary of Off-Market Buyback Contract

Term	Summary
Parties	<p>Issuer: Glencore plc</p> <p>Bank: UBS AG</p>
Purchase of Shares	<p>The Issuer appoints the Bank to purchase ordinary shares of no par value in the capital of the Issuer ("Shares") for the Bank's own account, acting as principal and not as agent, and to sell Shares so purchased to the Issuer on the terms of the contract.</p> <p>The contract is conditional on its approval by the Issuer's shareholders at the Annual General Meeting.</p> <p>Subject to certain conditions, the Issuer may commence buyback programmes under the contract and, in respect of such programmes, provide weekly instructions to the Bank to purchase Shares.</p> <p>Once the contract comes into effect and the Issuer gives the Bank instructions, subject to certain conditions, the Bank will make purchases in respect of the relevant programme pursuant to the most recently issued weekly instructions until the sooner of the End Date and the Issuer purchasing from the Bank the maximum notional amount set for that programme (as notified by the Issuer to the Bank), unless the Issuer terminates purchases for the prevailing trading week.</p>
Weekly Number of Shares Purchased	<p>The Issuer will, in the weekly instructions, set a target weekly number of Shares in a range to be purchased. Each trading week, the Bank shall ensure that the number of Shares it purchases (and that the Issuer then purchases from it) shall not be greater or less than an agreed excess of the upper and lower ends of the range.</p>
Repurchase of Shares	<p>Following each trading week, the Issuer will purchase from the Bank the Shares the Bank acquired in that trading week in accordance with the contract.</p> <p>The consideration payable by the Issuer for the Shares shall be an amount in CHF (converted by the Bank) equal to the product of the Purchase Price and the number of Shares so purchased (less any withholding tax that the Issuer is required to deduct or withhold by the Swiss Federal Tax Administration), where the Purchase Price is the product of:</p> <p style="margin-left: 40px;">(i) the average of each daily volume weighted average price of the Shares traded on the London Stock Exchange (subject to certain exclusions in respect of trades that occur during opening, midday and closing auctions or above a price set by the Issuer)</p>

	<p>during each scheduled trading day during that period (that is not an excluded day); and</p> <p>(ii) 1 plus the Premium.</p> <p>The Premium shall be the figure (in basis points) that applies to the calendar quarter in which the settlement date of each trading week occurs, as determined by the Bank in its discretion (subject to certain limits that may only be exceeded in limited circumstances) and notified to the Issuer, and as may be adjusted for certain disruption events.</p>
Maximum Total Number of Shares	The Issuer shall not be required to purchase from the Bank any Shares in excess of 1,759,129,798 Shares minus the total number of shares purchased by the Issuer under Resolution 16 set out in this Notice.
Restrictions on Purchases	<p>Certain customary restrictions shall apply to the Bank's purchase of Shares in accordance with the contract, including:</p> <ul style="list-style-type: none"> (i) not purchasing Shares on a trading venue in excess of 25% of the average daily trading volume of Shares on such trading venue for the 20 consecutive days on which the London Stock Exchange has been open for business that preceded that day; (ii) only purchasing Shares on an agreed list of trading venues in compliance with, and within the scope and limits of, all applicable regulations (including the safe harbour under the UK Market Abuse Regulation); (iii) not purchasing any Shares at a price per Share that is higher than the higher of: (a) the price of the last independent trade; and (b) the highest current independent bid on the relevant exchange at the time the purchase is carried out; (iv) not purchasing any Shares in any opening, intra-day or closing auctions; and (v) not purchasing any other physically settled financial instruments linked to the Shares.
End Date	The end date (following which no Shares shall be purchased by the Bank pursuant to the contract) is (unless otherwise agreed) the earliest of: (i) the date the contract is terminated; (ii) the date on which the total Shares purchased by the Issuer pursuant to the contract equals the Maximum Total Number of Shares; (iii) the earlier of the conclusion of the Company's AGM in 2027 and 30 June 2027.

Issuer Termination	The Issuer may terminate purchases for any prevailing trading week or the programme (without terminating the contract) at any time prior to the expiry of the relevant trade period or programme (respectively) or terminate the contract (other than customary surviving provisions) at any time.
Bank Termination	The Bank may terminate the contract (other than customary surviving provisions) at any time.
Tax Rulings	Each of the Issuer and the Bank undertakes to the other to comply with the current (and any future) rulings of the Swiss Federal Tax Administration obtained by them in relation to this contract.
Indemnity	The Issuer will indemnify the Bank (and its affiliates, the respective directors, officers, agents and employees) against any liability, claim, damages, cost, loss or expense suffered or incurred in connection with its appointment or the exercise of its function under the contract (with customary carve outs).
Governing Law	The contract is governed by English law.