NOMINATIONS COMMITTEE CHARTER

August 2026

1. INTRODUCTION

1.1 The Board of Zinc of Ireland Limited (**Company**) has not established a Nominations Committee at this time. Until such time as the Board determines that it is appropriate to establish a Nominations Committee, the function of the Nominations Committee as set out in this Charter will be performed by the Board.

2. SCOPE

2.1 The Nominations Committee is a committee of the Board of the Company with the specific powers delegated under this charter. The charter sets out the Nominations Committee's function, composition, mode of operation, authority and responsibilities.

3. FUNCTION AND RESPONSIBILITIES

3.1 The Nomination Committee is a committee of the Board with its principle functions being to:

(a) review the composition of the Board and ensure that the Board has an appropriate mix of skills and experience to properly fulfil its responsibilities; and

(b) ensure that the Board is comprised of directors who contribute to the successful management of the Company and discharge their duties having regard to the law and the highest standards of corporate governance.

3.2 The Committee shall periodically review and consider the structure and balance of the Board and make recommendations regarding appointments, retirements and terms of office of directors. In particular, the Committee is to:

(a) identify and recommend to the Board candidates for the Board after considering the necessary and desirable competencies of new Board members to ensure the appropriate mix of skills and experience and after assessment of how the candidates can contribute to the strategic direction of the Company;

(b) approve and review induction procedures for new appointees of the Board to ensure that they can effectively discharge their responsibilities;

(c) assess and consider the time required to be committed by a non-executive director to properly fulfil their duty to the Company and advise the Board;

(d) consider and recommend to the Board candidates for election or re-election to the Board at each annual shareholders' meeting;

(e) review directorships in other public companies held by or offered to directors and senior executives of the Company;

(f) review succession plans for the Board with a view to maintaining an appropriate balance of skills and experience on the Board;

(g) make recommendations to the Board on the appropriate size and composition of the Board; and

(h) make recommendations to the Board on the terms and conditions of appointment to, and removal and retirement from, the Board.

4. COMPOSITION

4.1 The Board shall appoint the members of the Committee and review the composition of the Committee at least annually.

4.2 The number of members of the Committee shall be a minimum of three directors, the majority of whom will be, where practicable, independent directors.

4.3 The Board will nominate the Chair of the Committee from time to time, who will be, where practicable, an independent director who is not Chair of the Board.

5. MEETINGS

5.1 The Committee shall:

(a) meet as frequently as required but at least once per year; and

(b) the minimum quorum for a committee meeting is two members.

5.2 The secretary of the Committee is the Company Secretary.

6. ACCESS

6.1 Members of the Committee have rights of access to the books and records of the Company to enable them to discharge their duties as Committee members, except where the Board determines that such access would be adverse to the Company's interests.

6.2 The Committee may consult independent experts where the Committee considers this necessary to carry out its duties and responsibilities. Any costs incurred as a result of the Committee consulting an independent expert will be borne by the Company.