

**WE ARE REQUIRED BY RULE 24.1 OF THE CITY CODE ON TAKEOVERS AND  
MERGERS (THE “CODE”) TO SEND YOU THIS NOTICE  
NO ACTION IS REQUIRED BY YOU**

11 June 2026

Dear directors and employees,

**Update regarding the recommended acquisition of Zinnwald Lithium plc (“Zinnwald”):  
Publication of the Scheme Document**

We refer to our letter to you dated 14 May 2026 that we were required to send you pursuant to our obligations under the Code in relation to the announcement by the boards of AMG Critical Materials N.V. (“AMG”) and AMG Lithium B.V. (“AMG Lithium”) and the independent directors of Zinnwald announced under Rule 2.7 of the Code (the “**Announcement**”) that they had reached agreement on the terms and conditions of a recommended acquisition by AMG Lithium of the entire issued, and to be issued, share capital of Zinnwald (the “**Acquisition**”).

As was noted in that letter, it is intended that the Acquisition will be implemented by way of a court-approved scheme of arrangement in the UK (the “**Scheme**”). Consequently, this further letter is sent to you pursuant to our obligations under the Code to confirm that a circular in relation to the Scheme was published and sent to Zinnwald Lithium shareholders (among others) on 11 June 2026, containing (amongst other things) a letter from the Chair of Zinnwald Lithium, the full terms and conditions of the Scheme, an explanatory statement pursuant to section 870 of the Companies Act 2006 and notices of the Zinnwald Lithium shareholder meetings at which eligible Zinnwald Lithium shareholders will vote on the Acquisition (the “**Scheme Document**”). Certain supporting documentation was also published and/or sent to Zinnwald Lithium shareholders with the Scheme Document.

A copy of the Scheme Document and all other information, documents and announcements relating to the Acquisition will be made available (subject to certain restrictions relating to persons resident in Restricted Jurisdictions), and will remain available during the course of the offer period, on AMG’s website <https://amg-nv.com/investors/recommended-cash-and-share-acquisition-of-zinnwald-lithium-plc-by-amg-lithium-b-v/>.

This notification is not a summary of the information in the Scheme Document and should not be regarded as a substitute for reading the Scheme Document in full. For the avoidance of doubt, the content of AMG’s website is not incorporated into, and does not form part of, this letter.

Should you wish to contact AMG Lithium regarding administrative matters in light of the Scheme Document, please contact Ludo Mees, at [lmees@amg-nv.com](mailto:lmees@amg-nv.com) or on +31 (0) 61 540 9028. Please note that, due to legal restrictions, we will not be able to provide you with any information relating to the Acquisition which is not already included in the Scheme Document (or any other documentation subsequently published in connection with the Acquisition).

Yours sincerely,

**AMG Lithium B.V.**

### **Important notices**

This notification is being given in accordance with Rule 24.1(b)(i) of the Code.

### **Directors' responsibility statement**

The directors of AMG and AMG Lithium (the "**Directors**") accept responsibility for the information contained in this document relating to AMG and/or AMG Lithium. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this letter is in accordance with the facts and does not omit anything likely to affect the import of such information.

This document and the Scheme Document are for information purposes only and do not constitute an offer to sell or an invitation to purchase any securities or the solicitation of an offer to buy any securities, pursuant to the offer or otherwise.

### **Publication on a website**

This document and the Scheme Document will be available on AMG's website at <https://amg-nv.com/investors/recommended-cash-and-share-acquisition-of-zinnwald-lithium-plc-by-amg-lithium-b-v/> by no later than 12 noon (London time) on 12 June 2026. For the avoidance of doubt, the content of AMG's website is not incorporated into, and does not form part of, this document.

### **Right to request hard copies**

A hard copy of the Announcement will not be sent to you unless you so request it.

You may request a hard copy of the Scheme Document by contacting Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey, GU9 7XX, United Kingdom, by email at [enquiries@shareregistrars.uk.com](mailto:enquiries@shareregistrars.uk.com) or by telephone on +44 1252 821390. You may also request that all future documents, announcements and information to be sent to you in relation to Acquisition should be sent to you in hard copy form.

### **Disclosure requirements of the Code**

Under Rule 8.3(a) of the Code, any person who is interested in 1% or more of any class of relevant securities of an target company or of any securities exchange bidder (being any bidder other than an bidder in respect of which it has been announced that its offer is, or is likely to be, solely in cash) must make an Opening Position Disclosure following the commencement of the offer period and, if later, following the announcement in which any securities exchange bidder is first identified. An Opening Position Disclosure must contain details of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the target company and (ii) any securities exchange bidder(s). An Opening Position Disclosure by a person to whom Rule 8.3(a) applies must be made by no later than 3.30 pm (London time) on the 10th business day following the commencement of the offer period and, if appropriate, by no later than 3.30 pm (London time) on the 10th business day following the announcement in which any securities exchange bidder is first identified. Relevant persons who deal in the relevant securities of the target company or of a securities exchange bidder prior to the deadline for making an Opening Position Disclosure must instead make a Dealing Disclosure.

Under Rule 8.3(b) of the Code, any person who is, or becomes, interested in 1% or more of any class of relevant securities of the target company or of any securities exchange bidder must make a Dealing Disclosure if the person deals in any relevant securities of the target company or of any securities exchange bidder. A Dealing Disclosure must contain details of the dealing concerned and of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the target company and (ii) any securities exchange bidder(s), save to the extent that these details have previously been disclosed under Rule 8. A Dealing Disclosure by a person to whom Rule 8.3(b) applies must be made by no later than 3.30 pm (London time) on the business day following the date of the relevant dealing.

If two or more persons act together pursuant to an agreement or understanding, whether formal or informal, to acquire or control an interest in relevant securities of an target company or a securities exchange bidder, they will be deemed to be a single person for the purpose of Rule 8.3.

Opening Position Disclosures must also be made by the target company and by any bidder and Dealing Disclosures must also be made by the target company, by any bidder and by any persons acting in concert with any of them (see Rules 8.1, 8.2 and 8.4).

Details of the target and bidder companies in respect of whose relevant securities Opening Position Disclosures and Dealing Disclosures must be made can be found in the Disclosure Table on the Takeover Panel's website at [www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk), including details of the number of relevant securities in issue, when the offer period commenced and when any bidder was first identified. You should contact the Panel's Market Surveillance Unit on +44 (0)20 7638 0129 if you are in any doubt as to whether you are required to make an Opening Position Disclosure or a Dealing Disclosure.