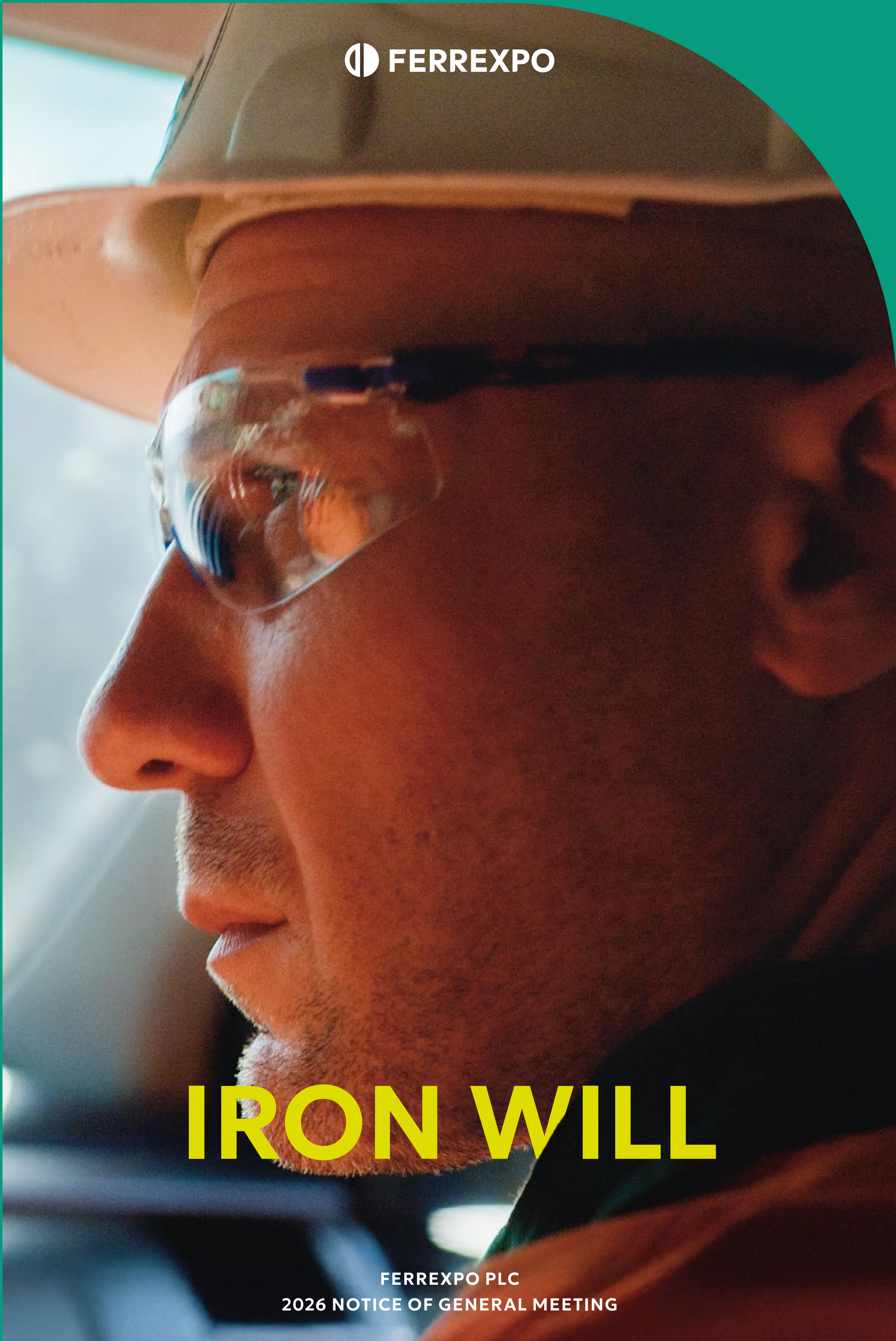
FERREXPO



IRON WILL

FERREXPO PLC

2026 NOTICE OF GENERAL MEETING

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to the action you should take, you are recommended to seek advice from your stockbroker, bank manager, solicitor, accountant, fund manager or other professional adviser authorised under the Financial Services and Markets Act 2000 if you are in the United Kingdom, or from another appropriately authorised independent financial adviser if you are in a territory outside the United Kingdom.

If you have sold or transferred all of your shares in Ferrexpo plc, please send this document and accompanying Form of Proxy at once either to the purchaser or transferee, or to the person who arranged the sale or transfer, so that they can pass these documents to the person who now holds the shares.

FERREXPO PLC
Registered in England and Wales
Company number: 5432915

REGISTERED OFFICE:
55 St James's Street
London SW1A 1LA

10 September 2026

TO THE HOLDERS OF FERREXPO PLC ORDINARY SHARES

Dear Shareholder,

Following the publication of the Group's 2025 Annual Report and Accounts on 3 September 2026, on behalf of the Board of Directors (the "Board") of Ferrexpo plc (the "Company") I am delighted to issue the notice of General Meeting of the Company (the "GM"). The GM will be held at 11.00am on Friday, 9 October 2026 at the offices of Herbert Smith Freehills Kramer LLP, Exchange House, Primrose Street, London, EC2A 2EG.

This GM is being held to consider certain standard resolutions that would ordinarily have been put to shareholders at the Company's Annual General Meeting ("AGM") which was held on 29 June 2026. However, as shareholders will be aware, additional time has been required to finalise the Group's financial results for the year ended 31 December 2025 pending the execution of an appropriate funding solution in order for the financial results to be prepared on a going concern basis. On 3 September 2026 the Company announced a proposed equity fundraise to raise US$100 million and the results of this fundraise (in which US$100 million was successfully raised) were announced by the Company on 4 September 2026. The completion of the fundraise is expected to take place on 22 September 2026, subject to approval of shareholders being obtained at a separate general meeting of the Company being held on 21 September 2026.

The matters set out in this document are separate to those which will be considered at the general meeting of the Company to be held on 21 September 2026 relating to the fundraise. Shareholders are referred to the separate Circular and Notice of General Meeting published on 4 September 2026 for further details relating to the equity capital raise, and the voting arrangements relating to such meeting.

The resolutions to be considered at this GM, which are substantially in the same form as put to shareholders in previous years, are to receive the Group's Annual Report and Accounts for the year ended 31 December 2025, to approve the directors' remuneration report, to approve the reappointment of the Group's auditor, MHA Audit Services LLP, and to authorise the Audit Committee of the Board to agree the auditor's remuneration.

It is important once again to acknowledge the devastating impacts which the Russian invasion of Ukraine is continuing to have on Ukraine and the people, communities and businesses within the country. Strong governance remains essential to help see the Company through this very challenging time. Protecting the Group's workforce is a key priority, as well as taking steps to protect the business and thereby the stakeholders of the business. This will remain a key priority during 2026 and the Board will continue to focus on exercising strong governance during these difficult times.

YOUR PARTICIPATION

The GM is an important event providing the opportunity for shareholders and the Board to engage on the resolutions set out in the Notice of General Meeting, on page 3 of this document.

SHAREHOLDER QUESTIONS

To ask a question before the meeting, shareholders are invited to submit their questions in advance by e-mail to: GM12026@ferrexpo.com marked for the attention of the Company Secretariat by 2 October 2026. I strongly encourage you to submit any questions in advance of the meeting. Shareholders and their proxies or corporate representatives attending the GM in person will have the ability to ask questions at the meeting.

VOTING

Your participation and votes matter. I encourage your participation by submitting your votes by proxy form ahead of the GM or voting online in advance of the GM. Shareholders are advised to appoint the Chair of the meeting as their proxy.

To Vote by Proxy, I would ask you to complete, sign and return the enclosed Form of Proxy to register your vote.

To Vote online before the meeting, I would ask you to submit your proxy electronically by logging on to the website www.shareview.co.uk, and logging into your Shareview Portfolio. If you have not yet registered for a Shareview Portfolio, go to www.shareview.co.uk and enter the requested information.

CREST members may also choose to use the CREST voting service in accordance with the procedures set out in the notes on pages 6 and 7.

The deadline for the receipt of proxy appointments and votes is 11.00am on Wednesday, 7 October 2026.

Voting on all resolutions set out in the Notice will be held by way of a poll and the voting results will be announced through a Regulatory Information Service and will be published on our website (www.ferrexpo.com) as soon as practicable after the GM.

RESOLUTIONS AND EXPLANATORY NOTES

The formal Notice of GM is attached to this letter. The Notice contains the resolutions to be proposed at this year's GM together with explanatory notes on the resolutions provided on pages 3 and 4 of this document.

DIRECTORS' RECOMMENDATION

The Board considers that the resolutions described in the Notice are likely to promote the success of the Company and are in the best interests of the Company and its shareholders as a whole. The Directors recommend that shareholders vote in favour of each of the resolutions, as they intend to do in respect of their own shareholdings.

On behalf of the Board, I would like to thank you for your continued support of the Group.

Yours sincerely,

Lucio Genovese
Interim Executive Chair

The General Meeting of Ferrexpo plc (the "Company") will be held at 11.00am on Friday, 9 October 2026 at the offices of Herbert Smith Freehills Kramer LLP, Exchange House, Primrose Street, London, EC2A 2EG to transact the following business:

ORDINARY BUSINESS

To consider and, if thought fit, pass Resolutions 1 to 4 as ordinary resolutions.

REPORT AND ACCOUNTS

1. To receive the audited accounts and the reports of the Directors and auditor for the year ended 31 December 2025.

DIRECTORS' REMUNERATION REPORT

2. To approve the Directors' Remuneration Report, other than the part containing the Directors' Remuneration Policy, in the form set out in the Company's Annual Report and Accounts for the year ended 31 December 2025.

AUDITORS

3. To re-appoint MHA Audit Services LLP as the Company's auditors to hold office until the conclusion of the next general meeting at which the Annual Report and Accounts are to be laid before the Company.

4. To authorise the Audit Committee of the Board to determine the auditor's remuneration.

By order of the Board

Mark Gregory
Group Company Secretary
10 September 2026

ORDINARY BUSINESS

Resolutions 1 to 4 will be proposed as ordinary resolutions and will be passed if more than 50% of shareholders' votes cast are in favour.

RESOLUTION 1: TO RECEIVE THE 2025 REPORT AND ACCOUNTS

The Directors are required to present the Annual Report and Accounts of the Company for the year ended 31 December 2025 (the "Annual Report") to shareholders. The Annual Report was published on 3 September 2026.

RESOLUTION 2: TO APPROVE THE DIRECTORS' REMUNERATION REPORT

The Directors' Remuneration Report is set out in the Annual Report on pages 163 to 180. Resolution 2 is an ordinary resolution to approve the Directors' Remuneration Report. In accordance with the Companies Act 2006, Resolution 2 is an advisory resolution and does not affect the future remuneration paid to any Director.

The Directors' Remuneration Report details the Directors' remuneration for the year ended 31 December 2025. The report also includes a statement from the Chair of the Remuneration Committee providing details of the Remuneration Committee's activities. The Company's auditor has audited those parts of the remuneration report which are required to be audited and their report is issued in the Annual Report.

RESOLUTIONS 3 AND 4: TO APPOINT AUDITORS AND AUTHORISE THE AUDIT COMMITTEE TO DETERMINE THEIR REMUNERATION

The Company is required to appoint auditors at each general meeting at which the Annual Report and Accounts are to be laid before the Company, to hold office until the conclusion of the next such meeting. The Audit Committee has reviewed the effectiveness, independence and objectivity of the external auditor, MHA Audit Services LLP, on behalf of the Board which now proposes their reappointment as auditor of the Company. Resolution 4 authorises the Audit Committee of the Board, in accordance with standard practice, to negotiate and agree the remuneration of the auditors.

PROXIES

1. A shareholder entitled to attend and vote at the General Meeting is entitled to appoint another person as their proxy to exercise all or any of their rights to attend, speak and vote at the General Meeting on their behalf. A proxy need not be a shareholder of the Company but must attend the General Meeting to represent you. Your proxy could be the Chair, another Director of the Company or another person who has agreed to represent you. Your proxy must vote as you instruct and must attend the General Meeting for your vote to be counted. If you wish to appoint a proxy you should complete the Form of Proxy enclosed with this document and return it to Equiniti in the enclosed pre-paid envelope to be received no later than 11.00am on Wednesday, 7 October 2026. Alternatively, members can appoint proxies electronically by logging on to the website www.shareview.co.uk, and logging in to your Shareview Portfolio. Once you have logged in, simply click 'View' on the 'My Investments' page and then click on the link to vote and follow the on-screen instructions. If you have not yet registered for a Shareview Portfolio, go to www.shareview.co.uk and enter the requested information. It is important that you register for a Shareview Portfolio with enough time to complete the registration and authentication processes. For an electronic proxy appointment to be valid, the appointment must be received by no later than 11.00am on Wednesday, 7 October 2026. CREST members should use the instructions for electronic proxy appointment through CREST set out below. 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 11:00 am on Wednesday, 7 October 2026 in order 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.

2. A shareholder may appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by them. If you wish to appoint more than one proxy, each proxy must be appointed on a separate Form of Proxy. Additional Forms of Proxy may be obtained from the Company's Registrar, Equiniti on +44 (0)371 384 2866. Alternatively, you may photocopy the enclosed form the required number of times before completing it. When appointing more than one proxy, you must indicate the number of shares in respect of which the proxy is appointed.

3. Appointment of a proxy does not preclude you from attending and voting in person.

4. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of shareholders (the first named being the most senior).

5. To change your proxy instructions you may simply submit a new Form of Proxy. To obtain a new Form of Proxy, please contact Equiniti (see note 2 above). The deadline for receipt of proxy appointments also applies in relation to amended instructions. Where two or more valid separate appointments of proxy are received in respect of the same shares, the one which is last validly received shall be treated as replacing and revoking the others. You must inform Equiniti in writing of any termination of the authority of a proxy.

RIGHT TO ATTEND AND VOTE AT THE GENERAL MEETING

6. Shareholders must be entered in the register of shareholders of the Company no later than 6.30pm on Wednesday, 7 October 2026 (or, if the General Meeting is adjourned, 6.30pm on the date which is two days prior to the adjourned meeting) in order to have the right to attend or vote (whether in person or by proxy) at the General Meeting. Changes to entries on the register after that time will be disregarded in determining the rights of any person to attend or vote at the General Meeting or adjourned meeting.

NOMINATED PERSONS

7. Any person to whom this notice is sent who is a person nominated under section 146 of the Companies Act 2006 to enjoy information rights (a "Nominated Person") may have a right under an agreement between them and the shareholder by whom they were nominated, to be appointed (or to have someone else appointed) as a proxy for the meeting. If a Nominated Person has no such right or does not wish to exercise it, they may have a right under such an agreement to give instructions to the shareholder as to the exercise of voting rights. The statement of the rights of shareholders set out in paragraphs 1, 2 and 13 does not apply to Nominated Persons: the rights described in those paragraphs can only be exercised by registered shareholders of the Company. Nominated Persons are reminded that they should contact the registered holder of their shares (and not the Company) on matters relating to their investments in the Company.

CORPORATE SHAREHOLDERS

8. Corporate shareholders may authorise a person or persons to act as representative(s) to attend, speak and vote on their behalf at the General Meeting by submitting a corporate representation letter. To assist with the registration process, a corporate representation letter should be presented to the Company's registrar, Equiniti, for validation not later than 11.00am on Wednesday, 7 October 2026. More than one corporate representative may be appointed by a corporate shareholder, provided that each corporate representative has been appointed under a valid letter of representation. In accordance with the provisions of the Companies Act 2006, all such corporate representatives may exercise (on behalf of the corporate shareholder) the same powers as the corporation could exercise if it were an individual member of the Company, provided that they do not do so in relation to the same shares as another representative of the same corporation.

QUESTIONS AT THE GENERAL MEETING

9. Any member 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.

VOTING AT THE GENERAL MEETING

10. Voting on Resolutions 1 to 4 will be conducted by way of a poll rather than a show of hands. This is a more transparent method of voting, as member votes are to be counted according to the number of shares held. Members, proxies and corporate representatives 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. As soon as practicable following the meeting, the results of the voting at the meeting and the numbers of votes cast for and against and the number of votes actively withheld in respect of each of the resolutions will be announced via a Regulatory Information Service and also placed on the Company's website: www.ferrexpo.com.

WEBSITE PUBLICATION OF REQUEST MADE BY MEMBERS IN RESPECT OF AUDIT OR AUDITORS

11. Shareholders satisfying the thresholds in section 527 of the Companies Act 2006 can require the Company to publish a statement on its website setting out any matter relating to (a) the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the meeting; or (b) any circumstances connected with the auditor of the Company ceasing to hold office since the last General Meeting at which the accounts were laid before the Company that the members propose to raise at the meeting. The Company may not require the members requesting the publication to pay its expenses. Any such statement placed on the website must also be sent to the Company's auditors no later than the time at which it is placed on the website. The business to be dealt with at the General Meeting will include any such statement that the Company has been required to publish on its website.

TOTAL NUMBER OF SHARES AND VOTING RIGHTS

12. As at 9 September 2026 (being the latest practicable date prior to the publication of this notice), the Company's issued share capital consists of 613,967,956 ordinary shares, carrying one vote each. The Company holds 15,830,814 ordinary shares in treasury and is not permitted to exercise voting rights in respect of those shares. Therefore the total voting rights in the Company are 598,137,142.

INSTRUCTIONS FOR ELECTRONIC PROXY APPOINTMENT THROUGH CREST

13. If you are a CREST member and want to appoint a proxy using the CREST electronic appointment service, you can do so using the procedures described in the CREST Manual on the Euroclear website (www.euroclear.com/CREST) subject to the Company's Articles of Association. If you are a CREST member, a CREST sponsored member or a CREST member that has appointed a voting service provider you should request the sponsor or voting service provider to take the appropriate action on your behalf.

14. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST proxy instruction") must be properly authenticated in accordance with Euroclear UK and International Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by Equiniti Limited (ID: RA19) no later than 48 hours before the time at which the meeting is due to begin. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Applications Host) from which our Registrars will be able to retrieve the message by enquiry to CREST in the manner prescribed in CREST.

After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

15. Euroclear UK and International Limited does not make available special procedures in CREST for any particular messages. Normal system timings and limitations therefore apply in relation to the input of CREST proxy instructions. CREST members (or appointee members) are responsible for taking (or arranging for their CREST sponsor or voting service provider to take) any necessary action to ensure that a message is transmitted by means of the CREST system by any particular time. CREST members and CREST sponsors and voting service providers are referred to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

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

17. 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 11.00am on Wednesday, 7 October 2026 in order 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.

COMMUNICATION

18. Except as provided above, shareholders who wish to communicate with the Company in relation to the General Meeting should do so using the following means: i) by e-mail to the Company Secretariat: GM12026@ferrexpo.com; ii) by writing to the Company Secretary at the registered office address; or iii) by writing to Equiniti, Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA. No other methods of communication will be accepted. In particular you may not use any electronic address provided either in this notice or in any related documents.

INFORMATION AVAILABLE ON THE COMPANY'S WEBSITE

19. A copy of this notice and other information required by section 311A of the Companies Act 2006 can be found on the Company's website www.ferrexpo.com.

DATA PROCESSING

20. The Company will process personal data that shareholders provide to the Company, including the personal data of a shareholder's proxy if a proxy is provided. Personal data includes all data provided by shareholders, or on behalf of shareholders, which relates to: (1) the shareholder, including name and contact details, the votes that the shareholder casts and any other personal data collected by the controller regarding the shareholder, e.g. the shareholder's reference/identification number; and (2) any person who is identified as a proxy by a shareholder via Form of Proxy, including their name and contact details. The Company will also process personal data of shareholders and/or their proxy to the extent that shareholders or their proxy attend meetings held by the Company and the Company documents or makes a recording of these meetings, in which case personal data processed by the data controller may include images and audio of the shareholder or their proxy which may be captured in the form of photographs and/or video and audio recordings.

    Please note that if shareholders either provide the personal data of a proxy, or send a proxy to a meeting in their place, the Company requires the shareholder to communicate this privacy information to such proxy.

    The Company and any third party to which it discloses the data (including the Company's registrar) may process such data for the purposes of maintaining the Company's records, meeting management, managing corporate actions, fulfilling the Company's obligations to shareholders, fulfilling the Company's legal obligations and communicating with shareholders.

    The Company's lawful bases for the processing described above, for the purposes described above, is that the processing is necessary in order for the Company to: (1) fulfil its legitimate interests; and (2) comply with its legal obligations.

    All of this data will be processed in accordance with the Company's privacy notice which can be accessed at www.ferrexpo.com.

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WWW.FERREXPO.COM

SHAREHOLDER INFORMATION

SHAREHOLDER ENQUIRIES
The Company's Ordinary Share register is maintained by:

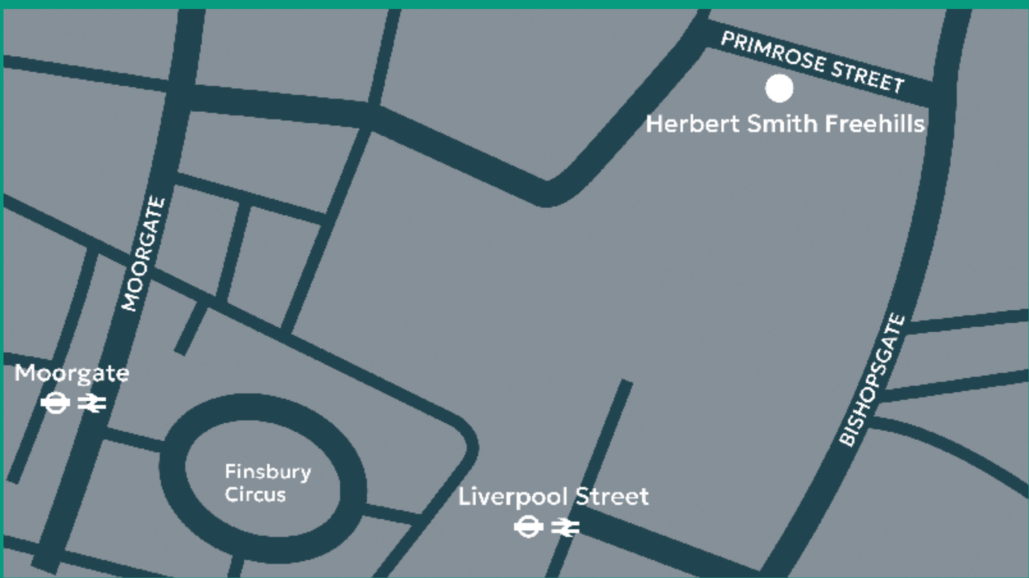
Equiniti Limited
Highdown House Yeoman Way Worthing
West Sussex BN99 6DA
Telephone: +44 (0) 371 384 2866
Lines are open 8.30am to 5.30pm, Monday to Friday (excluding public holidays in England and Wales).

Website: www.shareview.co.uk

Shareholder enquiries on matters such as change of address, change of ownership or dividend payments should be directed to Equiniti at the address and website above.

FERREXPO PLC – GENERAL MEETING

FRIDAY, 9 OCTOBER 2026 AT 11.00AM.
ADDRESS
Herbert Smith Freehills Kramer LLP,
Exchange House,
Primrose Street,
London, EC2A 2EG



FERREXPO

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