

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 your own financial advice from your stockbroker, bank manager, solicitor, accountant or other independent adviser authorised under the Financial Services and Markets Act 2000 if you are resident in the UK or, if you reside elsewhere, another appropriately authorised financial adviser.

If you have recently sold or transferred all of your shares in Great Southern Copper Plc, please send this notice and the accompanying documents as soon as possible to the purchaser or transferee or to the person who arranged the sale or transfer, so they can pass these documents to the person who now holds the shares.

GREAT SOUTHERN COPPER PLC

Incorporated in England and Wales under the Companies Act 2006 with registered number 12497319

Notice of Annual General Meeting

Notice of the 2023 Annual General Meeting of Great Southern Copper Plc (**Company**) to be held at Gowling WLG LLP, 4 More London, Riverside, London, SE1 2AU on Tuesday 19 September 2023 at 11:30 a.m. is set out on pages 3 to 4 of this document.

The action to be taken by shareholders in respect of the Annual General Meeting is set out on pages 5 to 7 of this document.

A form of proxy for use at the 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 the Company's Registrar, Share Registrars Limited at 3 Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX by no later than 11:30 a.m. on Friday 15 September 2023.

CHAIRMAN'S LETTER



22 August 2023

Dear shareholder,

Annual General Meeting

I am pleased to be writing to you with details of our Annual General Meeting which we are holding at Gowling WLG LLP, 4 More London, Riverside, London, SE1 2AU on Tuesday 19 September 2023 at 11.30 a.m. The formal notice of Annual General Meeting (Notice) is set out on pages 3 and 4 of this document.

Shareholders not intending to attend the Annual General Meeting in person may submit a Form of Proxy, either by completing and returning the hard copy Form of Proxy or, alternatively, by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions, in each case in advance of the Annual General Meeting. In order to ensure that each shareholder's vote counts, the Board recommends that shareholders appoint the Chairman of the Annual General Meeting as their proxy to vote on their behalf. If you hold your shares in the Company in uncertificated form (that is, in CREST) you may vote using the CREST Proxy Voting service in accordance with the CREST Manual (please also refer to the accompanying notes to the Notice of the Annual General Meeting set out on pages 5 to 7 of this document).

An explanation of the business to be considered at this year's Annual General Meeting appears on pages 8 and 9 of this document.

Recommendation

The directors of the Company consider that all the proposals to be considered at the Annual General Meeting are in the best interests of the Company and its shareholders as a whole and are most likely to promote the success of the Company. The directors unanimously recommend that you vote in favour of all the proposed resolutions as they intend to do in respect of their own beneficial holdings currently amounting to 3.85% per cent of the issued share capital of the Company.

The results of the voting on all resolutions will be announced via the Regulatory News Service and published on our website as soon as practicable following the conclusion of the AGM.

Yours sincerely

Charles Bond

Chairman

GREAT SOUTHERN COPPER PLC

Registered office: Salisbury House, London Wall, London EC2M 5PS
Registered number: 12497319

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Great Southern Copper plc (the "Company") will be held at Gowling WLG LLP, 4 More London, Riverside, London, SE1 2AU on 19 September 2023 at 11.30 a.m. for the purpose of considering and, if thought fit, passing the following resolutions which will be proposed as ordinary resolutions in the cases of resolutions 1 - 7 and as special resolutions in the case of resolutions 8 and 9.

The notes and proxy form accompanying this Notice of Annual General Meeting are incorporated in, and comprise part of, this Notice and should be read in conjunction with it.

ORDINARY RESOLUTIONS

- 1 To receive the audited financial statements of the Company for the year ended 31 March 2023 and the reports of the Directors' and Auditors' thereon.
- 2 To re-elect Martin Page as a Director of the Company, who retires pursuant to Article 131 the Articles of Association of the Company and, being eligible, offers himself for re-election.
- 3 To re-appoint Charles Bond as a Director of the Company, who retires pursuant to the Articles of Association of the Company and, being eligible, offers himself for re-appointment.
- 4 To re-appoint PKF Littlejohn LLP as auditors of the Company to act until the conclusion of the next Annual General Meeting and to authorise the Directors to determine the remuneration of the auditors.
- 5 To approve the Directors' Remuneration Report (other than the part containing the Directors' Remuneration Policy) as set out in the Company's annual report and accounts for the year ended 31 March 2023.
- 6 That pursuant to Section 551 of the Companies Act 2006, as amended (the "Act"), the directors of the Company (the "Directors") be and are generally and unconditionally authorised to exercise all the powers of the Company to allot or grant relevant securities (within the meaning of Section 560 of the Act) in the Company up to an aggregate nominal amount of £4,387,486 being approximately one hundred and seventy-two percent (172%) of the current issued share capital of the Company. This authority is in substitution for all other existing authorities and shall expire (unless previously renewed, varied or revoked by the Company in general meeting) at the conclusion of the next Annual General Meeting of the Company or 15 months after the passing of this resolution (if earlier) except that the Directors may before the expiry of such period make an offer or agreement which would or might require relevant securities to be allotted or granted after the expiry of such period and the Directors may allot grant relevant securities in pursuance of that offer or agreement as if this authority had not expired.
- 7 That the rules of the Great Southern Copper PLC Unapproved Share Option Plan 2023 (the 2023 USOP), the principal features of which are summarised in the Appendix to this Notice, be approved and that the directors of the Company be hereby authorised to take such actions as may be necessary to facilitate the implementation of the 2023 USOP and to be counted in the quorum and to vote as directors on any matter relating to the 2023 USOP, notwithstanding that they may be interested in the same.

SPECIAL RESOLUTIONS

- 8 That, subject to the passing of resolution 6 above, the directors of the Company (the "Directors") be empowered pursuant to section 570 of the Companies Act 2006, as amended (the "Act") to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority conferred by resolution 6 above as if section 561 of the Act did not apply to such allotment, provided that this power shall be limited to the allotment of equity securities as follows:
- (a) the allotment of equity securities in connection with any offer by way of rights or an open offer of relevant equity securities in connection with any offer by way of rights or an open offer of relevant equity securities where the equity securities respectively attributed to the interests of all holders of relevant equity securities are proportionate (as nearly as may be) to the respective numbers of relevant equity securities held by them but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with equity securities which represent fractional entitlements or on account of either legal or practical problems arising in connection with the laws or requirements of any regulatory or other authority in any jurisdiction; and
 - (b) otherwise than pursuant to paragraph (a) above, up to an aggregate nominal amount of £4,387,486 being approximately one hundred and seventy-two percent (172%) of the current issued share capital of the Company.

This authority is in substitution for all other existing authorities and the powers conferred by this resolution shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on a date which is either 15 months from the date of the passing of this resolution and the conclusion of the next Annual General Meeting of the Company but so that the company may at any time prior to such expiry make an offer or agreement which would or might require equity securities to be allotted pursuant to these authorities after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the authorities hereby conferred had not expired.

- 9 That a general meeting of the Company, other than an annual general meeting, may be called on not less than 14 clear days' notice.

If you are a registered holder of Ordinary Shares in the Company, whether or not you are able to attend the meeting, you may use the enclosed form of proxy to appoint a proxy to attend and vote on a poll on your behalf. A form of proxy is provided. The proxy form may be sent by mail to:

The Company Secretary
Great Southern Copper plc
c/o Share Registrars Limited
3 The Millennium Centre
Crosby Way
Farnham, Surrey GU9 7XX

You can also register your vote(s) for the meeting by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions. In either case, the valid proxy must be received no later than 48 hours (excluding non-business days) before the time of the meeting, or any adjournment thereof.

Registered Office: c/o Druces LLP Salisbury House, London Wall London EC2M 5PS	By order of the Board MSP Corporate Services Limited Company Secretary
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22 August 2023

Notes to the Notice of General Meeting

Entitlement to attend and vote

1. Pursuant to Regulation 41 of The Uncertificated Securities Regulations 2001 and paragraph 18(c) of The Companies Act 2006 (Consequential Amendments) (Uncertificated Securities) Order 2009, the Company specifies that only those members registered on the Company's register of members 48 hours before the time of the Meeting shall be entitled to attend and vote at the Meeting. In calculating the period of 48 hours mentioned above no account shall be taken of any part of a day that is not a working day.

Appointment of proxies

2. If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.

3. Details of how to appoint the Chairman of the Meeting as your proxy using the proxy form are set out in the notes to the proxy form.

4. You may not appoint more than one proxy to exercise rights attached to any one share.

5. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

Appointment of proxy

6. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote.

To appoint a proxy using the proxy form, the form must be completed and signed sent or delivered to Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX and received by Share Registrars Limited no later than 48 hours (excluding non-business days) prior to the Meeting.

In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

You can also register your vote(s) for the Meeting by visiting www.shareregistrars.uk.com, clicking on the "Proxy Vote" button and then following the on-screen instructions.

CREST members can utilise the CREST electronic proxy appointment service in accordance with the procedures set out in note 12 below.

In order for a proxy appointment to be valid the proxy must be received by Share Registrars Limited by no later than 48 hours (excluding non-business days) before the time of the meeting, or any adjournment thereof.

Appointment of proxy by joint members

7. 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 members in respect of the joint holding (the first-named being the most senior).

Changing proxy instructions

8. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact Share Registrars Limited on 01252 821 390.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointments

9. In order to revoke a proxy instruction you will need to inform the Company using one of the following methods:

By sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Share Registrars Limited at 3 The Millennium Centre, Crosby Way, Farnham, Surrey GU9 7XX. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

In either case, the revocation notice must be received by Share Registrars Limited no later than 48 hours (excluding non-business days) prior to the Meeting.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to this paragraph, your proxy appointment will remain valid. Appointment of a proxy does not preclude you from attending the Meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Issued shares and total voting rights

10. As at 22 August 2023, the Company's issued share capital comprised 255,086,409 ordinary shares of £0.01 each. Each ordinary share carries the right to one vote at a general meeting of the Company and, therefore, the total number of voting rights in the Company as at 22 August 2023 is 255,086,409.

Communications with the Company

11. Except as provided above, members who have general queries about the Meeting should telephone Stephen Ronaldson on 020 7216 5585 or 07836233753 (no other methods of communication will be accepted). You may not use any electronic address provided either in this notice of general meeting; or any related documents (including the proxy form), to communicate with the Company for any purposes other than those expressly stated.

CREST

12. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the General Meeting and any adjournment(s) thereof 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.

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 & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual (available via euroclear.com/CREST).

The message, regardless of whether it relates to the appointment of a proxy or to 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 the issuer's agent (ID: 7RA36) by the latest time(s) for receipt of proxy appointments specified above. 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 issuer'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.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear UK & Ireland Limited 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 CREST 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.

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.

Explanation of resolutions

An explanation of each of the resolutions is set out below. Resolutions 1 to 7 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. Resolutions 8 and 9 are proposed as Special Resolutions. This means that for each of those Resolutions to be passed, not less than 75% of the votes cast must be in favour of the Resolution.

Resolution 1: Annual Report and Accounts

The Directors are required to present to shareholders at the Annual General Meeting the Company's audited accounts and the Directors' and Auditor's reports for the year ended 31 March 2023. The accounts, the Directors' report and the Auditor's report on the accounts and on those parts of the Directors' remuneration report that are capable of being audited are contained within the Annual Report and Accounts for the year ended 31 March 2023.

Resolutions 2 - 3: Reappointment of Directors

The reappointment of directors, if approved, will take effect at the conclusion of the meeting. Separate Resolutions are proposed for each of these reappointments. Biographical details as at the date of this document of all the directors standing for reappointments by shareholders are set out below.

Martin Page – Chief Financial Officer

Martin is an experienced CFO, predominantly in the natural resources sector, with exposure to all elements of the value cycle including exploration and operating assets. He has extensive experience of capital and debt markets, statutory and management reporting requirements and detailed tax and treasury planning. Martin was previously CFO at Trident Royalties plc, an AIM quoted junior mining royalty company, where he presided over an increase in the company's market cap from c.\$40 million to c.\$200m. In this role, He was responsible for oversight and management of the Group's finances, negotiation of debt financing and the deployment of over US\$100m in capital across several large deals. Prior to that he held the position of CFO at Toro Gold, a group that owned and operated the Mako Gold mine in Senegal, which was sold to Resolute Mining for in excess of US\$300m in 2019. Martin is a qualified Chartered Accountant with over 20 years experience.

Charles Richard William Bond - Chairman

Charles is a corporate finance lawyer with over 25 years of experience and has worked with mining companies for the last 15 years. He is a partner in the London office of international law firm Gowling WLG (UK) LLP where he leads the UK firm's Natural Resources group and Equity Capital Markets team. He practises in equity capital markets and public and private M&A for mining clients in developed and emerging markets, helping to develop their business using his wide international network of contacts in the sector. He spent ten years as a corporate lawyer with Freshfields Bruckhaus Deringer, before heading the equity capital markets and natural resources teams at Cobbetts LLP and the UK branch of Canadian law firm Gowlings, for eight years and four years respectively, before Gowlings' merger with UK firm Wragge Lawrence Graham to become Gowling WLG. He has acted as lead counsel for numerous mining companies and financial advisers, advising on flotations on the London and Toronto stock exchanges, on secondary fundraises, public and private M&A, corporate governance, joint ventures and earn-ins. He is named as one of the four leading mining lawyers in England in the most recent International Who's Who of Mining Lawyers

Resolution 4: Appointment of Auditor and Auditor's remuneration

The Company is obliged by law to appoint the Auditor at each general meeting at which accounts are laid. Resolution 4 proposes that PKF Littlejohn LLP be appointed as the Company's Auditor and asks the shareholders to authorise the Directors to determine the remuneration of the Auditor.

Resolution 5: Approval of report on Directors' remuneration

The 2006 Act requires quoted companies, at each general meeting at which statutory accounts are to be laid, to propose an ordinary resolution approving the Directors' remuneration report for the year (the 'Remuneration Report'). Under Resolution 5 shareholders are asked to approve the content of the Remuneration Report, a copy of which is included in the Report and Accounts. This vote is advisory in nature and does not affect the actual remuneration paid to any individual Director or require any such amounts to be repaid, reduced or withheld.

Resolution 6 – Authority of the Directors to issue and allot new shares

The purpose of Resolution 6 is to renew the Directors' authority to allot shares. If Resolution 6 is passed, the Directors will have authority to allot shares in the capital of the Company (and other relevant securities) up to an aggregate nominal amount of £4,387,486 being approximately one hundred and seventy-two percent (172%) of the Company's issued ordinary share capital as at the date of this document.

The Directors will exercise the authority in Resolution 6 only if they consider it to be in the best interests of shareholders generally, and intend to use some of the authority for the allotment of new ordinary shares (i) on the conversion of the convertible loan facility provided to the Company by Foreign Dimensions Pty Ltd as announced in the RNS dated 15 May 2023 (the "CLN"), (ii) to the Directors in lieu of salary, and (iii) on the exercise of warrants issued in connection with the CLN and the Company's placing and subscription as announced on 15 May 2023.

This authority will, if granted, expire at the conclusion of the annual general meeting of the Company to be held in 2024 or, if earlier, at the close of business on 15 months from the date of this annual general meeting, unless such authority is renewed prior to this time. The Company held no shares in treasury as at the date of this document.

Resolution 7 – Unapproved Share Option Plan

Resolution 7 seeks approval for the 2023 USOP. The proposed 2023 USOP is a discretionary plan, under which Directors and employees may be granted share awards subject to employment conditions. The main features of the plans proposed under this resolution is set out in the Appendix to this Notice.

Resolution 8 – Disapplication of statutory pre-emption rights

Resolution 8 will be proposed to renew the Directors' authority to issue shares for cash other than strictly pro-rata to existing shareholdings. The proposed authority is limited to the allotment of shares in specific circumstances relating to rights issues or any other issues up to an aggregate nominal amount of £4,387,486 being approximately one hundred and seventy-two percent (172%) of the Company's issued share capital.

The Directors will exercise the authority in Resolution 8 only if they consider it to be in the best interests of shareholders generally, and intend to use some of the authority for the allotment of new ordinary shares (i) on the conversion of the convertible loan facility provided to the Company by Foreign Dimensions Pty Ltd as announced in the RNS dated 15 May 2023 (the "CLN"), (ii) to the Directors in lieu of salary, (iii) on the exercise of warrants issued in connection with the CLN and the placing and subscription as announced on 15 May 2023. This authority will expire on the earlier of the conclusion of the next Annual General Meeting of the Company or 15 months from the date of passing of these resolutions.

Resolution 9 – General meetings, other than AGMs, to be held on not less than 14 clear days' notice

Section 307A of the Companies Act 2006 provides that for traded companies all general meetings must be called on a minimum of 21 days' notice but, subject to a company's articles, general meetings other than AGMs can be called on 14 days' notice, subject to certain conditions.

APPENDIX

Great Southern Copper PLC Unapproved Share Option Plan 2023 (2023 USOP)

The directors believe that it is important to properly motivate and reward key senior employees and executives and to do so in a manner that aligns their interests with that of the shareholders. The directors also recognise the importance of ensuring that all employees are well motivated and identify closely with the profitability of the company.

Accordingly the Company intends to establish the 2023 USOP under which certain key executives and employees will be invited to participate.

1. Share limits

There will be an overall limit on the number of new ordinary shares which may be subscribed under any of the schemes: in any rolling ten year period not more than 10% of the issued share capital of the Company from time to time may be issued or issuable pursuant to options granted under the 2023 USOP and any other employees' share scheme adopted by the Company.

2. Allotment and transfer of shares

Options granted under the 2023 USOP may be satisfied by a new issue of ordinary shares, the transfer of ordinary shares from treasury or by buying ordinary shares in the market. Shares allotted or transferred under the 2023 USOP will rank equally with all other ordinary shares of the Company for the time being in issue (except for rights attaching to such shares by reference to a record date prior to the date of such allotment or transfer). The Company will apply for the listing of any new shares allotted under the 2023 USOP.

3. Operation of the 2023 USOP

The remuneration committee of the board of directors of the company (the "Committee") will be responsible for the operation of the 2023 USOP.

4. Eligibility

The Committee will use its discretion in nominating participants for the 2023 USOP, who will generally be restricted to key senior employees of the company or its subsidiaries.

5. Grant of options

Options may be granted within the period of 42 days following the date of adoption of the 2023 USOP. Thereafter, options may normally only be granted in the 42 days following the announcement by the Company of its results for any period, in the 28 days immediately after the person to whom the option is granted first becomes an employee or director of any group company or where there are circumstances considered by the remuneration committee to be exceptional.

No options may be granted in close periods or more than ten years after the adoption of the 2023 USOP by the Company.

Options will not be transferable or assignable (other than to the personal representatives of the option holder on death).

No consideration will be payable for the grant of options under the 2023 USOP.

6. Exercise price

The Committee may determine the exercise price of the options subject to the exercise price not being less than the nominal value.

APPENDIX

7. Exercise of options

Options will generally vest and become exercisable over 5 years from the date of grant (or such other period as the Committee may specify).

Exercise of options granted under the 2023 USOP may where considered appropriate be subject to the achievement of performance conditions and will, as described below, generally be subject to remaining in employment within the group.

Options shall not in any event be exercisable after, and shall lapse on, the tenth anniversary of the date of grant.

Leaving employment

If an option holder ceases employment, the option holder's options will generally lapse unless they are considered good leavers as defined by the rules, but may at the discretion of the Committee (determined on an individual, case by case basis) be retained or become exercisable (in whole or in part).

8. Change of control

In the event of a takeover, reconstruction or winding up of the Company the options will, at the discretion of the Committee, vest and be exercisable.

9. Variation of capital

On a variation of the capital of the Company, or in the event of a demerger, payment of a special dividend, reorganisation, reconstruction of the Company or similar event, the Committee may make such adjustment to the options as it considers reasonable.

10. Alterations to the 2023 USOP

The Committee may, at any time, amend the 2023 USOP in any respect provided that the prior approval of the Company in general meeting is obtained for amendments to the provisions of the 2023 USOP relating to the overall limits on the issue of new shares and eligibility. Shareholder approval is not, however, required for minor amendments to benefit the administration of the 2023 USOP, to take account of changes in legislation or to obtain or maintain favourable taxation or regulatory treatment for option holders or any group companies