

# CORA GOLD LIMITED

Incorporated and registered in the British Virgin Islands with registered number 1701265 with registered office at Rodus Building, Road Reef Marina, P.O. Box 3093, Road Town, Tortola VG1110, British Virgin Islands (the "Company")

## FORM OF INSTRUCTION

for use by registered holder(s) (each, a "Holder") of dematerialised depositary interests (each, a "Depositary Interest") representing ordinary shares of no par value in the capital of the Company (each, a "Share") in connection with the General Meeting of the Company to be held at 12.00 p.m. on 27 September 2019 at the offices of Turner Pope Investments (TPI) Limited, 8 Frederick's Place, London, EC2R 8AB, United Kingdom (and any adjournment thereof) (the "GM")

I/we (see Note 1), \_\_\_\_\_

of (see Note 2) \_\_\_\_\_

being the Holder of (see Note 3) \_\_\_\_\_ Depositary Interest(s) of the Company, HEREBY DIRECT Computershare Company Nominees Limited, as the legal holder of the Shares represented by such Depositary Interest(s), to act as my/our representative at the GM and to vote on my/our behalf in respect of the resolutions to be considered and, if thought fit, passed at the said GM as directed below.

Please indicate, by placing "X" in the appropriate space above, how you wish your votes to be cast in respect of each of the resolutions (see Note 4).

RESOLUTIONS	FOR	AGAINST	VOTE WITHHELD
<b>ORDINARY RESOLUTION</b>			
1. The Directors be generally and unconditionally authorised to exercise all powers of the Company to allot shares in the Company, and to grant rights to subscribe for or convert any security into shares of the Company (such shares, and rights to subscribe for or to convert any security into shares of the Company being "relevant shares") (i) in respect of any exercise of options granted pursuant to the Company's share option scheme, and (ii) in addition to (i), up to a maximum of 70,000,000 Ordinary Shares in aggregate; provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the commencement of the next Annual General Meeting of the Company, save that the Company may, before such expiry, make offer(s) or enter into agreement(s) which would or might require relevant shares to be allotted or granted after such expiry and the Directors may allot relevant shares in pursuance of such offer(s) or agreement(s) notwithstanding that the authority conferred by this resolution has expired; and all unexercised authorities previously granted to the Directors to allot relevant shares be and are hereby revoked.			
<b>SPECIAL RESOLUTION</b>			
2. The Directors be generally empowered to allot equity securities for cash pursuant to the authority conferred by Resolution 1 or by way of sale of treasury shares, as if the right of pre-emption did not apply to any such allotment; provided that this authority shall be limited to:  (a) the allotment of any number of Ordinary Shares following exercise of rights under the Company's share option scheme;  (b) the allotment of up to an additional 70,000,000 Ordinary Shares, representing 69.23 per cent. of the number of Ordinary Shares in issue on the date of issue of this notice of general meeting to enable the Directors of the Company to expeditiously, and without incurring undue costs, undertake a limited equity fundraise or acquisition should the opportunity present itself;  and provided that this power shall expire on the commencement of the next Annual General Meeting of the Company (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before the date of such expiry, make offer(s) or agreement(s) which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer(s) or agreement(s) notwithstanding that the power conferred by this resolution has expired.			

\*\*\*SIGN HERE\*\*\*

Signed \_\_\_\_\_ Date \_\_\_\_\_

## NOTES

1. Full name(s) of the Holder must be inserted in **CAPITAL LETTERS**.
2. Full address(es) of the Holder must be inserted in **CAPITAL LETTERS**.
3. Please insert the number of Depositary Interest(s) registered in the name of the Holder to which this Form of Instruction relates. If no number is inserted, then this Form of Instruction will be deemed to relate to all the Depositary Interest(s) registered in the name of such Holder.
4. Please indicate, by placing "**X**" in the appropriate space above, how the Holder wishes his/her/its votes to be cast in respect of each of the resolutions. If this Form of Instruction is duly signed and returned, but without specific direction as to how the votes should be cast it will be rejected. The "**Vote Withheld**" option above is provided to enable a Holder to withhold a vote on any particular resolution. However, it should be noted that "**Vote Withheld**" is not a vote in law and will not be counted in the calculation of the proportion of the votes "**For**" or "**Against**" a resolution.
5. In the case of joint Holders, any one Holder may sign this Form of Instruction. In the case of a corporation, this Form of Instruction should be signed by a duly authorised official whose capacity should be stated, or by an attorney.
6. Any alterations to this form should be initialed.
7. Should the Holder, or a representative of that Holder wish to attend the GM and/or vote at the GM, they must notify the Depositary in writing or email [UKALLDITeam2@computershare.co.uk](mailto:UKALLDITeam2@computershare.co.uk)
8. **To be valid, this Form of Instruction must be lodged at the office of the Depositary at: The Depositary, c/o Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol, BS99 6ZZ, United Kingdom as soon as possible and in any event so as to arrive no later than 12.00 p.m. on 24 September 2019. Alternatively, a Holder may vote using the CREST system as explained in Explanatory Note 11 of the Notice of GM.**