



**Cora Gold Limited
(the 'Company')
Result of 2020 Annual General Meeting**

Voting at the 2020 Annual General Meeting of the Company held at 12.00 p.m. on Tuesday 23 June 2020 was as follows:

	Votes for		Votes against		Votes withheld
	Number	%	Number	%	Number
Resolution 1	77,485,063	100%	-	-	-
Resolution 2	77,465,063	100%	-	-	20,000
Resolution 3	77,465,063	99.97%	20,000	0.03%	-
Resolution 4	77,465,063	99.97%	20,000	0.03%	-
Resolution 5	77,485,063	100%	-	-	-
Resolution 6	77,460,398	99.97%	20,000	0.03%	4,665

This included votes cast as follows in respect of shareholders who appointed the Chairman of the Meeting as their proxy:

	Votes for		Votes against		Votes withheld
	Number	%	Number	%	Number
Resolution 1	77,485,063	100%	-	-	-
Resolution 2	77,465,063	100%	-	-	20,000
Resolution 3	77,465,063	99.97%	20,000	0.03%	-
Resolution 4	77,465,063	99.97%	20,000	0.03%	-
Resolution 5	77,485,063	100%	-	-	-
Resolution 6	77,460,398	99.97%	20,000	0.03%	4,665

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Accordingly the following resolutions were passed by ordinary resolution of the shareholders:

Resolution 1

To receive the Company's annual accounts for the financial year ended 31 December 2019 together with the Directors' Report and Independent Auditor's Report on those accounts.

Resolution 2

To re-appoint PKF Littlejohn LLP as the Company's auditor to hold office from the conclusion of this meeting until conclusion of the next meeting at which annual accounts are laid before the Company and to authorise the Directors to determine the remuneration of the auditor.

Resolution 3

To re-elect Edward Bowie as a Director of the Company having been appointed since the date of the last annual general meeting.

Resolution 4

To re-elect Robert Monro as a Director of the Company having been appointed since the date of the last annual general meeting.

Resolution 5

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 47,625,000 Ordinary Shares in aggregate; provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the commencement of the Annual General Meeting of the Company to be held in 2021, 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.

Accordingly the following resolution was passed by special resolution of the shareholders:

Resolution 6

The Directors be generally empowered to allot equity securities for cash pursuant to the authority conferred by Resolution 5 or by way of sale of treasury shares, as if the right



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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 47,625,000 Ordinary Shares, representing 25 per cent. of the number of Ordinary Shares in issue on the date of this notice of Annual 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 Annual General Meeting of the Company to be held in 2021 (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.

Dated: 23 June 2020