



CORA GOLD LIMITED

British Virgin Islands company number 1701265
('Cora' or 'the Company')

Results of the General Meeting of the Company
held at the offices of Hannam & Partners, 3rd Floor, 7-10 Chandos Street, London, W1G 9DQ,
United Kingdom and online
on 28 February 2023 at 12.00 p.m. (United Kingdom time) (the 'Meeting')

Voting at the Meeting was as follows:

	<i>Votes for</i>		<i>Votes against</i>		<i>Votes withheld</i>
	<i>Number</i>	<i>%</i>	<i>Number</i>	<i>%</i>	<i>Number</i>
Ordinary Resolution 1 (see below)	42,189,890	99.94%	24,967	0.06%	18,529
Special Resolution 1 (see below)	42,189,890	99.94%	24,967	0.06%	18,529
Special Resolution 2 (see below)	42,189,890	99.94%	24,967	0.06%	18,529

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

	<i>Votes for</i>		<i>Votes against</i>		<i>Votes withheld</i>
	<i>Number</i>	<i>%</i>	<i>Number</i>	<i>%</i>	<i>Number</i>
Ordinary Resolution 1 (see below)	42,189,890	99.94%	24,967	0.06%	18,529
Special Resolution 1 (see below)	42,189,890	99.94%	24,967	0.06%	18,529
Special Resolution 2 (see below)	42,189,890	99.94%	24,967	0.06%	18,529

Therefore, in accordance with the Notice of the Meeting dated 06 February 2023 the following resolutions were passed by the Company's shareholders at the Meeting held on 28 February 2023:

- by ordinary resolution:

Ordinary Resolution 1 - Allot ordinary shares

THAT The board of directors of the Company (the 'Directors') be generally and unconditionally authorised to exercise all powers of the Company (i) to allot and issue up to a maximum of 40,000,000 ordinary shares of no par value in the Company (the 'Ordinary Shares') in aggregate in respect of any exercise of options granted pursuant to the Company's share option scheme (the 'ESOP Shares'), and (ii) to allot and issue up to a maximum of 282,000,000 Ordinary Shares in aggregate, to such persons and on such terms as the Directors may, by Resolution of Directors, determine to enable the Directors, to expeditiously, and without incurring undue costs, undertake a limited equity fundraise or acquisition should the opportunity present itself (the 'Additional Shares'); 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 2023, save that the Company may, before such expiry, make offer(s) or enter into agreement(s) which would or might require the ESOP Shares or the Additional Shares to be allotted or granted after such expiry, and the Directors may allot and issue such ESOP Shares and Additional Shares in pursuance of such offer(s) or agreement(s) notwithstanding that the authority conferred by this Ordinary Resolution has expired.

- by special resolution:

Special Resolution 1 - Issue ordinary shares

THAT, in connection with any conversion (whether on a voluntary or mandatory basis or otherwise) of the up to US\$25,000,000 convertible loan notes of the Company (the 'Notes') to be constituted by the convertible loan note instrument proposed to be entered into by the Company on or about the date of the passing of this Resolution and as summarised in the notice of general meeting (the 'Convertible Note Instrument'), the Directors be generally and unconditionally authorised to exercise all powers of the Company to allot and issue Ordinary Shares, and to grant rights to subscribe for or convert any Notes into Ordinary Shares pursuant to and in accordance with the terms of the Convertible Note Instrument (such Ordinary Shares, and rights to subscribe for or to convert any Notes into Ordinary Shares of the Company being 'relevant shares'), up to an unlimited number of Ordinary Shares; 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 2023, 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 (including, for the avoidance of doubt, by the entry into the Convertible Note Instrument), and the Directors may allot relevant shares in pursuance of such offer(s) or agreement(s) notwithstanding that the authority conferred by this Special Resolution 1 has expired. Such authority is without prejudice, and in addition, to any other authorities and/or powers of the Directors from time to time.

Special Resolution 2 - Issue equity securities

THAT notwithstanding any contrary provision of the memorandum and articles of association of the Company (the 'Articles'), the Directors be generally empowered to allot and issue equity securities (as defined in the Articles) pursuant to the authority conferred by the

Ordinary Resolution and Special Resolution 1 above (including therefore any number of Conversion Shares pursuant to the Convertible Note Instrument), or by way of sale of treasury shares, as if any right of pre-emption (whether arising under the Articles, or otherwise) did not apply to any such allotment and issuance. Such authority is without prejudice, and in addition, to any other authorities and/or powers of the Directors from time to time.