

Manuka Resources Limited

General Meeting

26 June 2024 10:00 am (AEST)



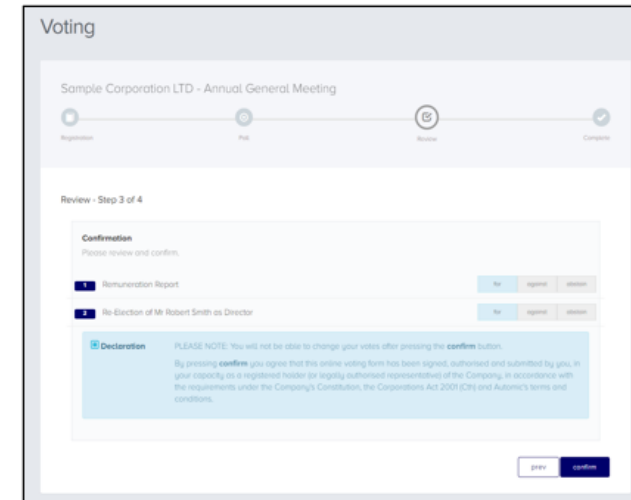
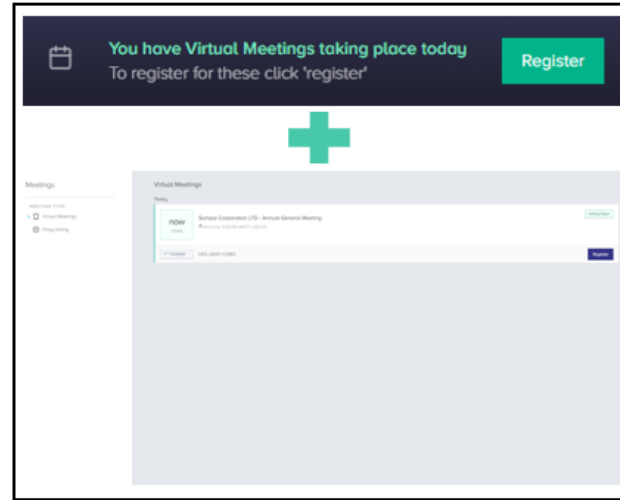
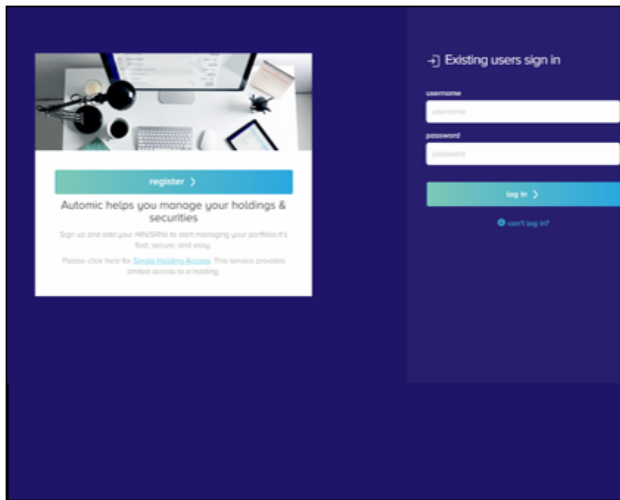
2024 June General Meeting – Registration and voting

1. Log in or register at:

<https://investor.automic.com.au/#/home>

2. Click "register" in the banner at the bottom of your screen, then select "register" for this meeting

3. Record your vote. Once you confirm it is lodged and final



To contact support:
Call 1300 816 159

Summary of Proxy Voting

Resolution	For		Against		Discretionary		Unusable For		Totals		Exclusions		Abstain	
	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders
1 RATIFICATION OF PRIOR ISSUE OF SHORT-TERM FINANCIER OPTIONS	176,569,091	39	2,286,757	7	36,319,578	11	0	0	215,175,426	57	6,684,763	2	20,000	2
	82.06%	68.42%	1.06%	12.28%	16.88%	19.30%	0.00%	0.00%						
2 RATIFICATION OF PRIOR ISSUE OF SHARES FOR DEBT CONVERSION	183,162,854	39	2,377,757	9	36,319,578	11	0	0	221,860,189	59	0	0	20,000	2
	82.56%	66.10%	1.07%	15.25%	16.37%	18.64%	0.00%	0.00%						
3 RATIFICATION OF PRIOR ISSUE OF SHARES FOR DEBT CONVERSION	144,352,713	36	2,287,757	8	11,100,761	6	25,218,817	5	182,960,048	55	38,900,141	4	20,000	2
	78.90%	65.45%	1.25%	14.55%	6.07%	10.91%	13.78%	9.09%						
4 RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 PLACEMENT SHARES	182,808,854	39	2,366,757	7	36,319,578	11	0	0	221,495,189	57	365,000	2	20,000	2
	82.53%	68.42%	1.07%	12.28%	16.40%	19.30%	0.00%	0.00%						
5 APPROVAL OF PROPOSED ISSUE OF TRANCHE 2 PLACEMENT SHARES	167,779,343	37	2,410,328	8	36,319,578	11	0	0	206,509,249	56	15,350,940	3	20,000	2
	81.25%	66.07%	1.17%	14.29%	17.59%	19.64%	0.00%	0.00%						
6 APPROVAL OF PROPOSED ISSUE OF PLACEMENT OPTIONS	135,880,802	31	2,397,257	8	36,319,578	11	0	0	174,597,637	50	47,262,552	9	20,000	2
	77.83%	62.00%	1.37%	16.00%	20.80%	22.00%	0.00%	0.00%						
7 APPROVAL OF PROPOSED ISSUE OF ADDITIONAL PLACEMENT SHARES	176,405,020	36	2,450,828	10	36,319,578	11	0	0	215,175,426	57	6,684,763	2	20,000	2
	81.98%	63.16%	1.14%	17.54%	16.88%	19.30%	0.00%	0.00%						
8 APPROVAL OF PROPOSED ISSUE OF ADDITIONAL PLACEMENT OPTIONS	126,013,714	34	2,408,257	10	36,319,578	11	0	0	164,741,549	55	57,118,640	4	20,000	2
	76.49%	61.82%	1.46%	18.18%	22.05%	20.00%	0.00%	0.00%						
9 APPROVAL OF PROPOSED ISSUE OF FINANCIER OPTIONS	183,089,783	38	2,450,828	10	36,319,578	11	0	0	221,860,189	59	0	0	20,000	2
	82.52%	64.41%	1.10%	16.95%	16.37%	18.64%	0.00%	0.00%						
10 APPROVAL OF PROPOSED ISSUE OF SHARES AND OPTIONS TO ANTHONY MCPAUL	182,063,783	35	2,476,828	12	36,319,578	11	0	0	220,860,189	58	0	0	1,020,000	3
	82.43%	60.34%	1.12%	20.69%	16.44%	18.97%	0.00%	0.00%						
11 APPROVAL OF PROPOSED ISSUE OF SHARES AND OPTIONS TO JURA TRUST	132,629,906	34	2,476,828	12	36,319,578	11	0	0	171,426,312	57	49,375,887	1	1,077,990	3
	77.37%	59.65%	1.44%	21.05%	21.19%	19.30%	0.00%	0.00%						
12 APPROVAL OF PROPOSED ISSUE OF ADVISER OPTIONS	183,064,783	37	2,475,828	11	36,319,578	11	0	0	221,860,189	59	0	0	20,000	2
	82.51%	62.71%	1.12%	18.64%	16.37%	18.64%	0.00%	0.00%						
13 APPROVAL OF PROPOSED ISSUE OF ADVISER SHARE	183,064,783	37	2,475,828	11	36,319,578	11	0	0	221,860,189	59	0	0	20,000	2
	82.51%	62.71%	1.12%	18.64%	16.37%	18.64%	0.00%	0.00%						

Resolution 1

RATIFICATION OF PRIOR ISSUE OF SHORT-TERM FINANCIER OPTIONS

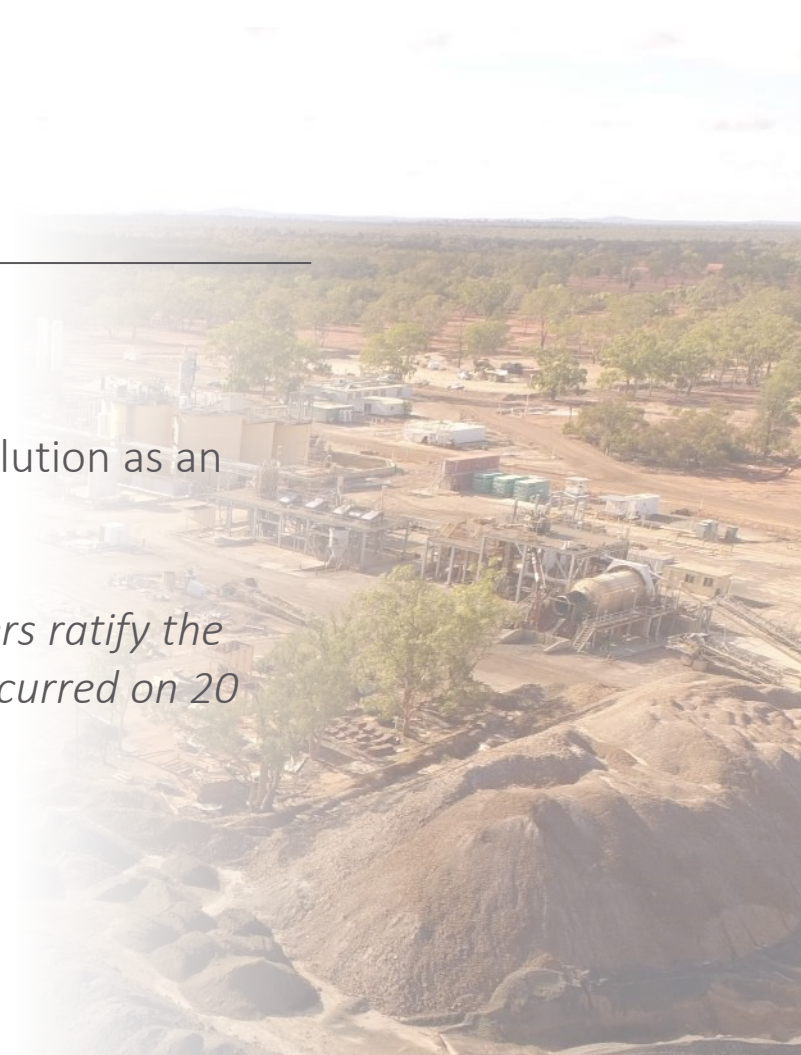
To consider, and if thought fit, to pass, with or without amendment the following resolution as an ordinary resolution:

“That, for the purposes of ASX Listing Rule 7.4 (and for all other purposes), Shareholders ratify the issue of 1,000,000 Short-Term Financier Options to Claymore Capital Pty Ltd (which occurred on 20 December 2023) on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
176,569,091	36,319,578	2,286,757	6,704,763
82.02%	16.88%	1.06%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 2

RATIFICATION OF PRIOR ISSUE OF SHARES FOR DEBT CONVERSION

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.4 (and for all other purposes), Shareholders ratify the prior issue of 6,212,908 Debt Conversion Shares to Tennant Metals South Africa Pty Ltd which were issued 13 March 2024 on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy’s Discretion	Against	Abstain / Exclude
183,162,854	36,319,578	2,377,757	20,000
82.56%	16.37%	1.07%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 3

RATIFICATION OF PRIOR ISSUE OF SHARES FOR DEBT CONVERSION

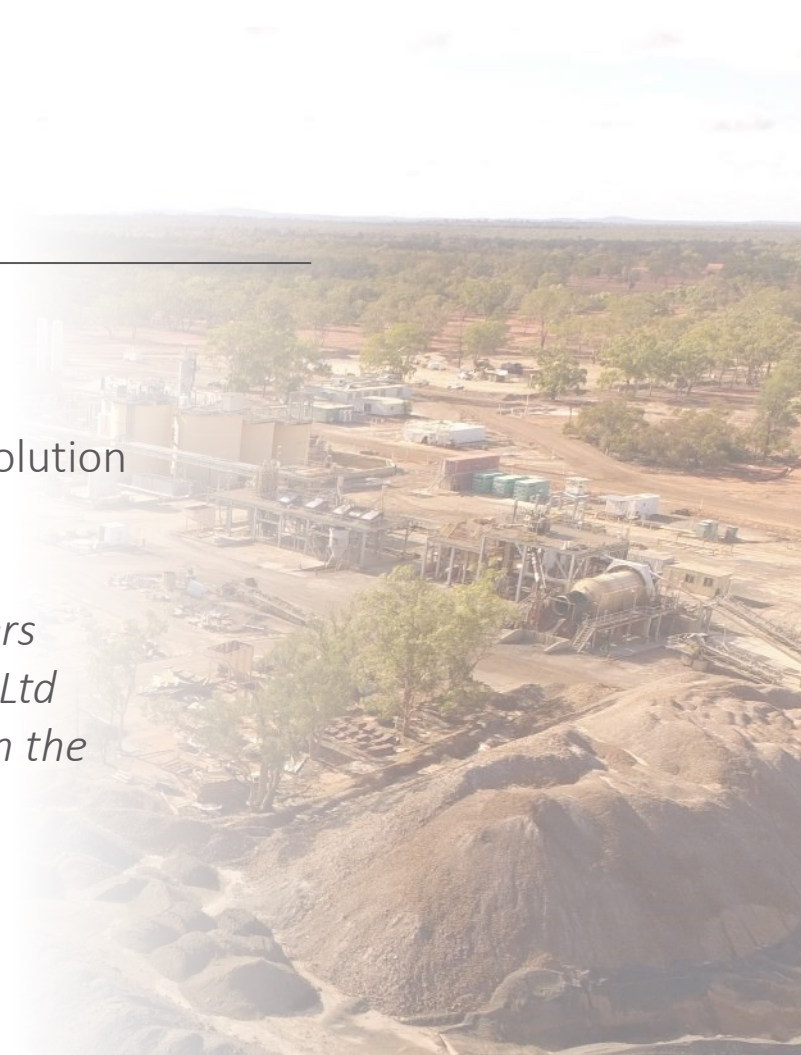
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.4 (and for all other purposes), Shareholders ratify the prior issue of 900,000 Creditor Conversion Shares to Jonesys Earthworx Pty Ltd which were issued 13 March 2024 on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
144,352,713	11,100,761	2,287,757	38,920,141
78.90%	6.07%	1.25%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 4

RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 PLACEMENT SHARES

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.4 (and for all other purposes), Shareholders ratify the prior issue of 87,789,962 Placement Shares which were issued on 15th May 2024 to sophisticated and professional investors under the Placement (as announced to the market on 9 May 2024) on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
182,808,854	36,319,578	2,366,757	385,000
82.53%	16.40%	1.07%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 5

APPROVAL OF PROPOSED ISSUE OF TRANCHE 2 PLACEMENT SHARES

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 (and for all other purposes), Shareholders approve the proposed issue of up to 45,543,371 shares to sophisticated and professional investors under the Placement (as announced to the market on 9 May 2024) on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
167,779,343	36,319,578	2,410,328	15,370,940
81.25%	17.59%	1.17%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 6

APPROVAL OF PROPOSED ISSUE OF PLACEMENT OPTIONS

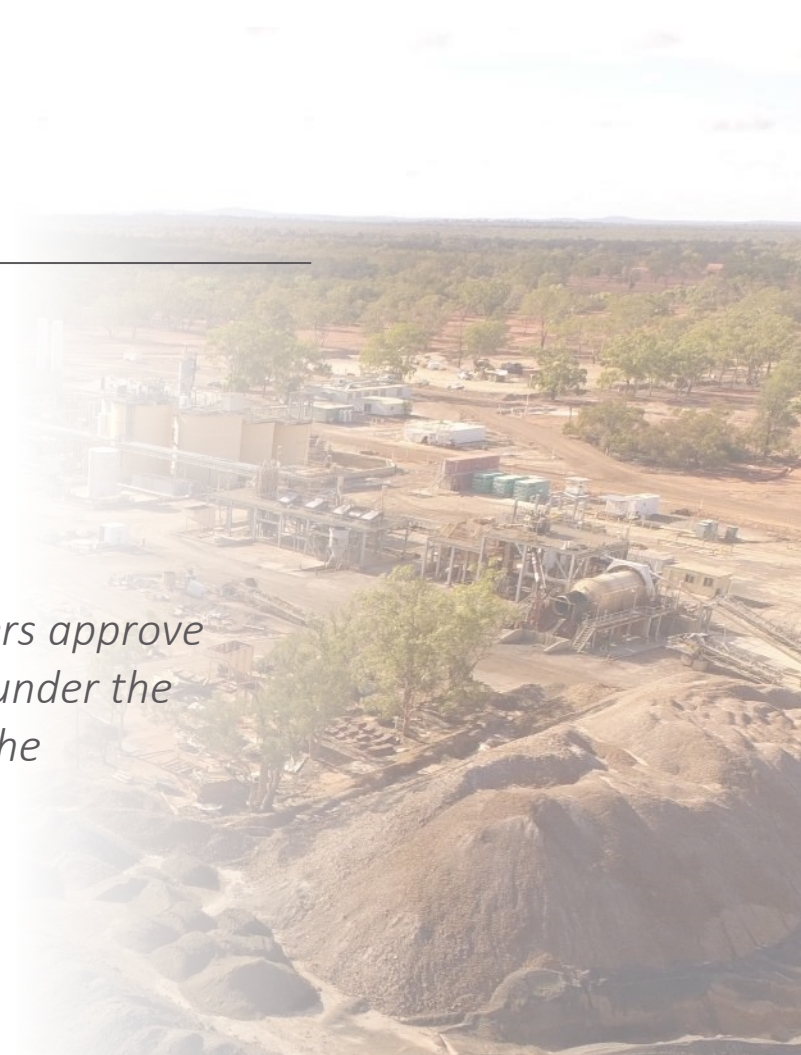
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 (and for all other purposes), Shareholders approve the proposed issue of 133,333,333 Shares to sophisticated and professional investors under the Placement (as announced to the market on 9 May 2024) on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
135,880,802	36,319,578	2,397,257	47,282,552
77.83%	20.80%	1.37%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 7

APPROVAL OF PROPOSED ISSUE OF ADDITIONAL PLACEMENT SHARES

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 (and for all other purposes), Shareholders approve the proposed issue of 41,666,667 Additional Placement Shares to Claymore Capital Pty Ltd under the Placement (as announced to the market on 9 May 2024) on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
176,405,020	36,319,578	2,450,828	6,704,763
81.98%	16.88%	1.14%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 8

APPROVAL OF PROPOSED ISSUE OF ADDITIONAL PLACEMENT OPTIONS

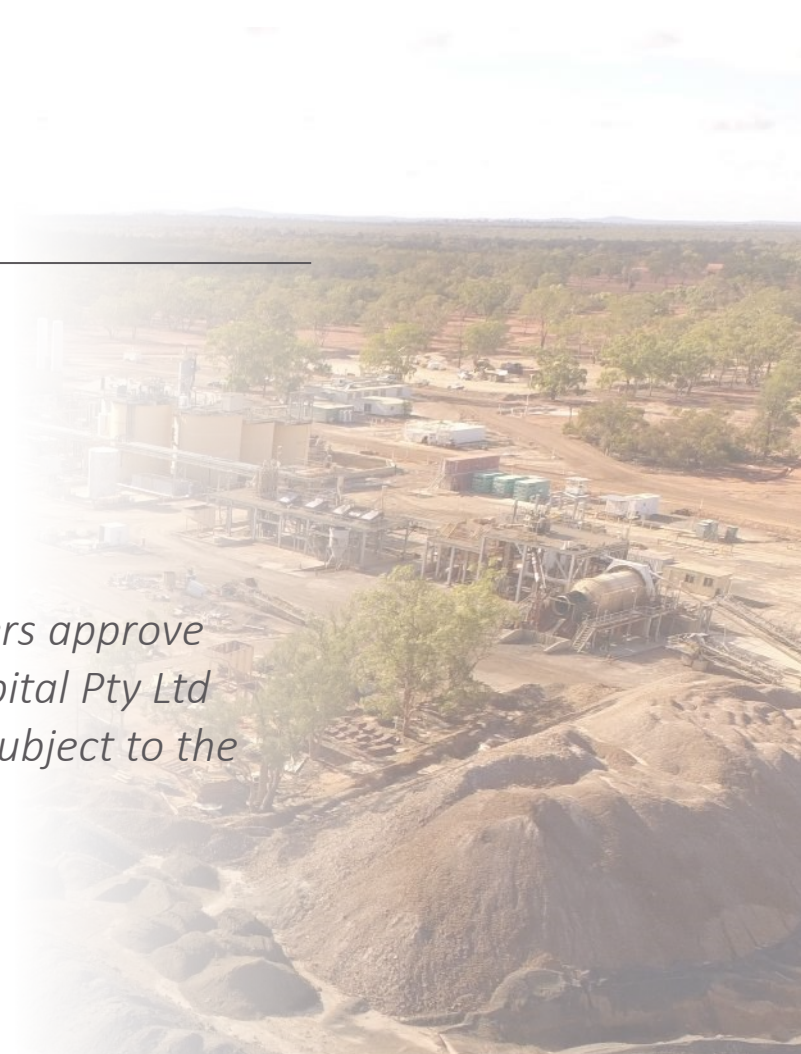
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 (and for all other purposes), Shareholders approve the proposed issue of up to 41,666,667 Additional Placement Options to Claymore Capital Pty Ltd under the Placement (as announced to the market on 9 May 2024) on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
126,013,714	36,319,578	2,408,257	57,138,640
76.49%	22.05%	1.46%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 9

APPROVAL OF PROPOSED ISSUE OF FINANCIER OPTIONS

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 (and for all other purposes), Shareholders approve the proposed issue of up to 5,000,000 Financier Options to TransAsia Private Capital Limited (or its nominee) on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
183,089,783	36,319,578	2,450,828	20,000
82.52%	16.37%	1.10%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 10

APPROVAL OF PROPOSED ISSUE OF SHARES AND OPTIONS TO ANTHONY MCPAUL

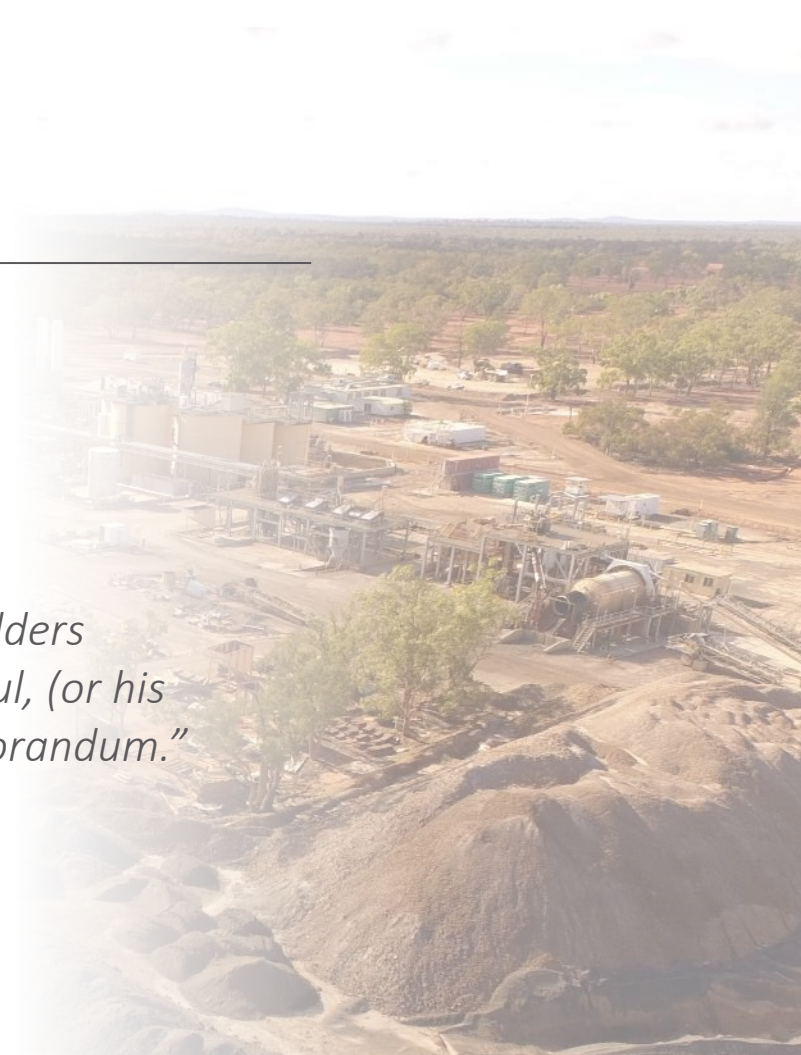
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 10.11 (and for all other purposes), Shareholders approve the proposed issue of 620,944 Shares and 620,944 Options to Anthony McPaul, (or his nominees) on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
182,063,783	36,319,578	2,476,828	1,020,000
82.43%	16.44%	1.12%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 11

APPROVAL OF PROPOSED ISSUE OF SHARES AND OPTIONS TO JURA TRUST

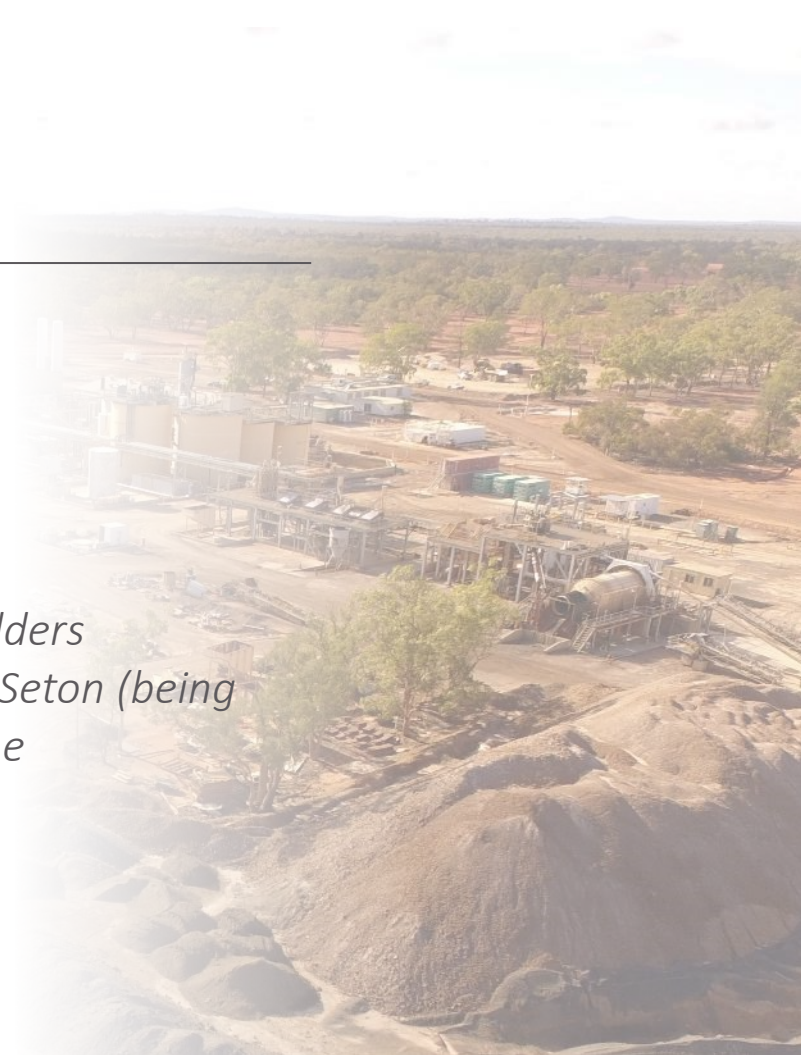
To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 10.11 (and for all other purposes), Shareholders approve the proposed issue of 541,677 Shares and 541,677 Options to Shares to John Seton (being a related entity or its nominee) on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
132,629,906	36,319,578	2,476,828	50,453,877
77.37%	21.19%	1.44%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 12

APPROVAL OF PROPOSED ISSUE OF ADVISER OPTIONS

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 (and for all other purposes), Shareholders approve the proposed issue of 5,000,000 Adviser Options to Burnvoir Corporate Finance Ltd (or its nominee) on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
183,064,783	36,319,578	2,475,828	20,000
82.51%	16.37%	1.12%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Resolution 13

APPROVAL OF PROPOSED ISSUE OF ADVISER SHARE

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 7.1 (and for all other purposes), Shareholders approve the proposed issue of 1,327,077 Adviser Shares to Burnvoir Corporate Finance Ltd (or its nominee) on the terms and subject to the conditions set out in the Explanatory Memorandum.”

In Favour	Proxy's Discretion	Against	Abstain / Exclude
183,064,783	36,319,578	2,475,828	20,000
82.51%	16.37%	1.12%	

Further information

- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.



Manuka Resources Limited

Conclusion

