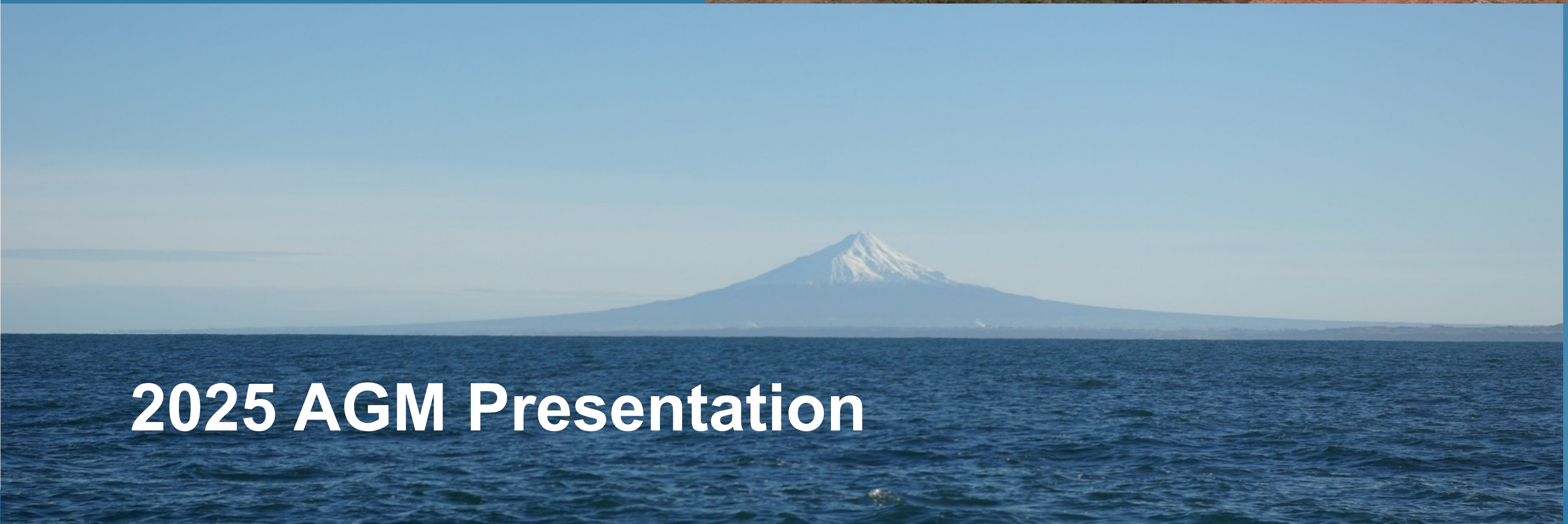
MANUKA RESOURCES

Mt Boppy & Wonawinta Projects

- Operating gold & silver producer
  Exceptional exploration potential within the Cobar Basin, NSW
- Valuable production infrastructure, strategically located

27 November 2025



2025 AGM Presentation

Taranaki VTM project

- World class tier 1 project
- Offshore vanadium titaniferous iron sands
- West Coast, North Island
  New Zealand

Summary of Proxy Voting (Cont'd)

Resolution	For		Against		Discretionary		Unusable For		Totals		Exclusions		Abstain	
	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders
1 ADOPTION OF REMUNERATION REPORT	204,635,044	56	8,608,205	10	3,793,849	10	0	0	217,037,098	73	123,188,332	9	1,866,823	4
	94.29%	76.71%	3.97%	13.70%	1.75%	13.70%	0.00%	0.00%						
2 RE-ELECTION OF MR ALAN J EGGERS AS A DIRECTOR	334,998,542	67	2,797,766	9	3,842,737	11	0	0	341,639,045	84	0	0	453,208	3
	98.06%	79.76%	0.82%	10.71%	1.12%	13.10%	0.00%	0.00%						
3 RATIFICATION OF PRIOR ISSUE OF SHARES – SECURITY SHARES	335,785,979	68	2,369,526	7	3,842,737	11	0	0	341,998,242	83	0	0	94,011	3
	98.18%	81.93%	0.69%	8.43%	1.12%	13.25%	0.00%	0.00%						
4 RATIFICATION OF PRIOR ISSUE OF A CONVERTIBLE NOTE	333,447,487	66	2,777,994	8	3,842,737	11	0	0	340,068,218	82	0	0	2,024,035	4
	98.05%	80.49%	0.82%	9.76%	1.13%	13.41%	0.00%	0.00%						
5 RATIFICATION OF PRIOR ISSUE OF SHARES – EXTENSION COLLATERAL SHARES	333,807,739	66	2,417,665	8	3,842,737	11	0	0	340,068,141	82	0	0	2,024,112	4
	98.16%	80.49%	0.71%	9.76%	1.13%	13.41%	0.00%	0.00%						
6 RATIFICATION OF PRIOR ISSUE OF UNLISTED OPTIONS TO CLAYMORE CAPITAL PTY LTD	333,421,416	65	2,797,365	10	3,842,737	11	0	0	340,061,518	83	0	0	2,030,735	3
	98.05%	78.31%	0.82%	12.05%	1.13%	13.25%	0.00%	0.00%						
7 RATIFICATION OF PRIOR ISSUE OF UNLISTED OPTIONS TO MR ANTANAS GUOGA - SUB-UNDERWRITER	333,821,814	65	2,410,440	10	3,842,737	11	0	0	340,074,991	83	0	0	2,017,262	3
	98.16%	78.31%	0.71%	12.05%	1.13%	13.25%	0.00%	0.00%						
8 RATIFICATION OF PRIOR ISSUE OF UNLISTED OPTIONS TO CLIENT OF CLAYMORE CAPITAL PTY LTD - SUB-UNDERWRITER	333,778,128	65	2,455,158	10	3,842,737	11	0	0	340,076,023	83	0	0	2,016,230	3
	98.15%	78.31%	0.72%	12.05%	1.13%	13.25%	0.00%	0.00%						

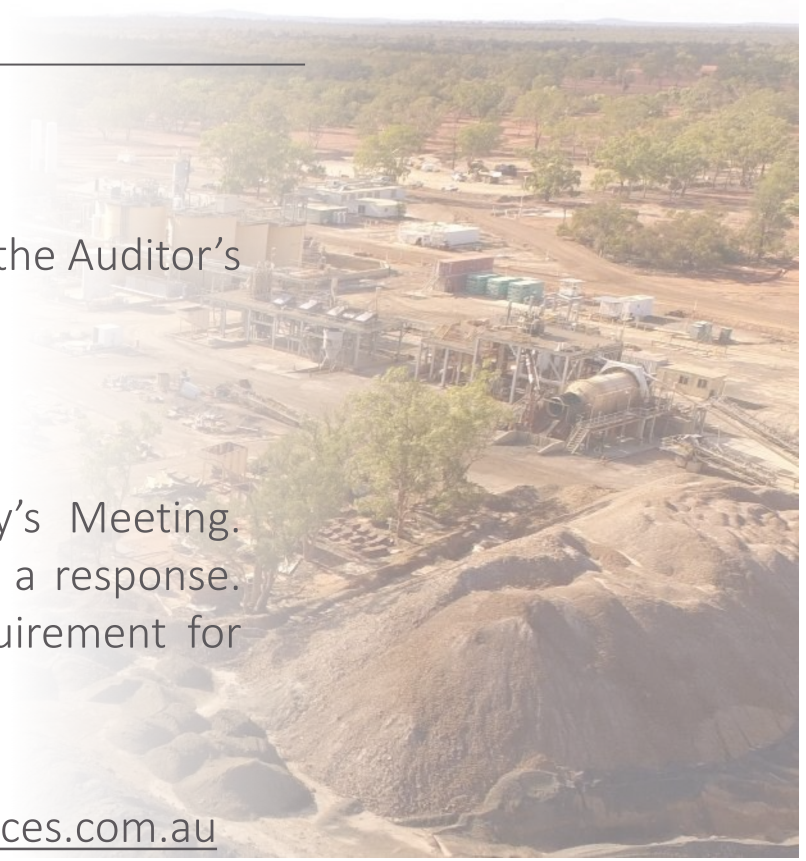
Summary of Proxy Voting (Cont'd)

Resolution	For		Against		Discretionary		Unusable For		Totals		Exclusions		Abstain	
	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders
9 RATIFICATION OF PRIOR ISSUE OF SHARES TO CLAYMORE CAPITAL PTY LTD IN LIEU OF LEAD MANAGER UNDERWRITING FEES	333,823,039	66	2,387,601	8	3,842,737	11	0	0	340,053,377	82	0	0	2,038,876	4
	98.17%	80.49%	0.70%	9.76%	1.13%	13.41%	0.00%	0.00%						
10 RATIFICATION OF PRIOR ISSUE OF SHARES TO MR ANTANAS GUOGA IN LIEU OF SUB-UNDERWRITING FEES	333,754,508	64	2,421,113	9	3,842,737	11	0	0	340,018,358	81	0	0	2,073,895	5
	98.16%	79.01%	0.71%	11.11%	1.13%	13.58%	0.00%	0.00%						
11 RATIFICATION OF PRIOR ISSUE OF SHARES TO CLAYMORE CAPITAL PTY LTD TO SATISFY LEAD MANAGER UNDERWRITER COMMITMENTS	333,791,466	65	2,384,156	8	3,890,752	12	0	0	340,066,374	82	0	0	2,025,879	4
	98.15%	79.27%	0.70%	9.76%	1.14%	14.63%	0.00%	0.00%						
12 RATIFICATION OF PRIOR ISSUE OF SHARES TO MR ANATAS GUOGA TO SATISFY SUB-UNDERWRITER COMMITMENTS	333,785,961	66	2,388,907	7	3,890,752	12	0	0	340,065,620	82	0	0	2,026,633	4
	98.15%	80.49%	0.70%	8.54%	1.14%	14.63%	0.00%	0.00%						
13 RATIFICATION OF PRIOR ISSUE OF SHARES TO CREDITOR MCPAUL FAMILY PTY LTD	333,790,210	65	2,422,885	9	3,842,737	11	0	0	340,055,832	82	0	0	2,036,421	4
	98.16%	79.27%	0.71%	10.98%	1.13%	13.41%	0.00%	0.00%						
14 RATIFICATION OF PRIOR ISSUE OF SHARES TO CREDITOR CONAN MINERALS GROUP PTY LIMITED	333,723,330	65	2,455,122	8	3,842,737	11	0	0	340,021,189	81	0	0	2,071,064	5
	98.15%	80.25%	0.72%	9.88%	1.13%	13.58%	0.00%	0.00%						
15 RATIFICATION OF PRIOR ISSUE OF SHARES TO CREDITOR CLAYMORE CAPITAL PTY LTD	333,735,601	65	2,441,002	8	3,890,752	12	0	0	340,067,355	82	0	0	2,024,898	4
	98.14%	79.27%	0.72%	9.76%	1.14%	14.63%	0.00%	0.00%						
16 APPROVAL OF PROPOSED ISSUE OF SHARES AND OPTIONS ON CONVERSION OF CONVERTIBLE NOTES	333,528,992	63	2,694,028	11	3,842,737	11	0	0	340,065,757	82	0	0	2,026,496	4
	98.08%	76.83%	0.79%	13.41%	1.13%	13.41%	0.00%	0.00%						
17 RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 PLACEMENT SHARES – LISTING RULE 7.1	335,586,029	67	2,423,848	8	3,842,737	11	0	0	341,852,614	83	0	0	239,639	3
	98.17%	80.72%	0.71%	9.64%	1.12%	13.25%	0.00%	0.00%						
18 APPROVAL OF PROPOSED ISSUE OF TRANCHE 2 PLACEMENT SHARES	335,394,041	66	2,615,335	9	3,842,737	11	0	0	341,852,113	83	0	0	240,140	3
	98.11%	79.52%	0.76%	10.84%	1.12%	13.25%	0.00%	0.00%						
19a APPROVAL OF PROPOSED ISSUE OF INCENTIVE OPTIONS TO DIRECTORS - MR DENNIS KARP	205,783,873	48	9,055,037	15	3,842,737	11	0	0	218,681,647	71	123,188,332	9	222,274	6
	94.10%	67.61%	4.14%	21.13%	1.76%	15.49%	0.00%	0.00%						

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
19b APPROVAL OF PROPOSED ISSUE OF INCENTIVE OPTIONS TO DIRECTORS - MR ALAN EGGERS	211,382,432	50	3,456,419	13	3,842,737	11	0	0	218,681,588	71	61,812,445	6	61,598,220	9
	96.66%	70.42%	1.58%	18.31%	1.76%	15.49%	0.00%	0.00%						
19c APPROVAL OF PROPOSED ISSUE OF INCENTIVE OPTIONS TO DIRECTORS - MR JOHN SETON	205,424,996	48	9,053,914	15	3,842,737	11	0	0	218,321,647	71	121,588,675	8	2,181,931	8
	94.09%	67.61%	4.15%	21.13%	1.76%	15.49%	0.00%	0.00%						
20 APPROVAL OF 10% PLACEMENT FACILITY	335,426,259	67	2,584,803	8	3,842,737	11	0	0	341,853,799	83	0	0	238,454	3
	98.12%	80.72%	0.76%	9.64%	1.12%	13.25%	0.00%	0.00%						
21 APPROVAL OF PROPOSED ISSUED OF SHARES	326,115,774	48	3,032,275	9	3,666,487	8	0	0	332,814,536	62	0	0	93,394	1
	97.99%	77.42%	0.91%	14.52%	1.10%	12.90%	0.00%	0.00%						
22 APPROVAL OF PROPOSED ISSUED OF WARRANTS	325,704,833	46	3,438,178	10	3,666,487	8	0	0	332,809,498	61	0	0	98,432	2
	97.87%	75.41%	1.03%	16.39%	1.10%	13.11%	0.00%	0.00%						

2025 Accounts and Reports



Receipt and Consideration of Account and Reports

To receive and consider the Financial Report, together with the Directors' Report and the Auditor's Report for the financial year ended 30 June 2025.

Further information

RSM Australia, the Company's external auditor, are not in attendance at today's Meeting. Questions for the Auditors can still be raised, which will be forwarded to them for a response. Following receipt of the response, we will make these available. There is no requirement for Shareholders to Approve the Financial Report.

The 2025 Annual Report is available on the Company's website at www.manukaresources.com.au

Resolution 1

Adoption of Remuneration Report

To consider, and if thought fit, to pass, with or without amendment the following **non-binding resolution**:

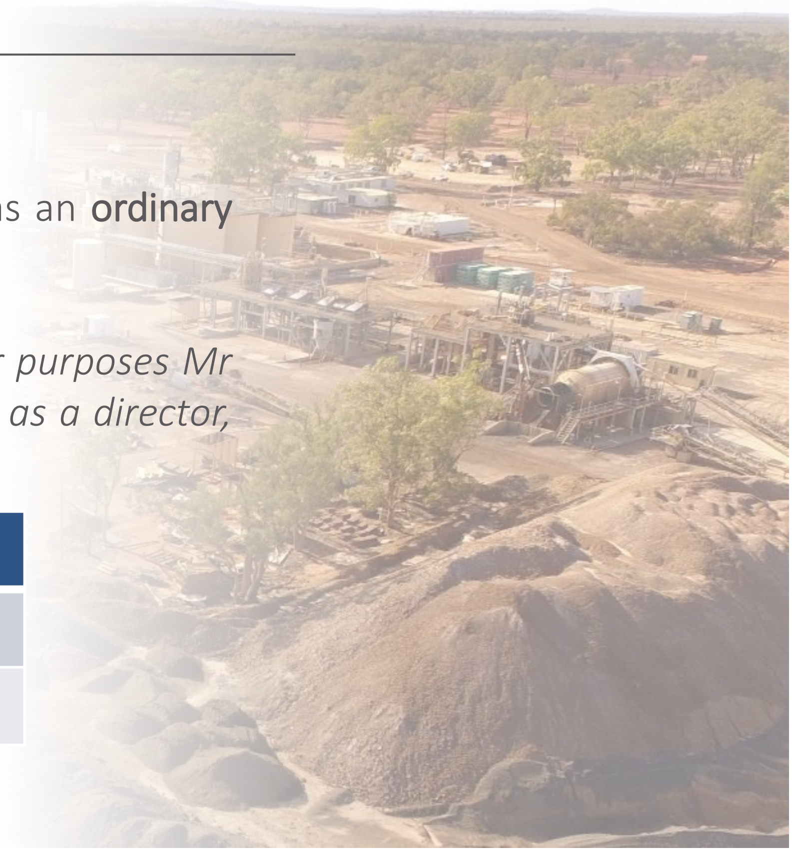
"That, for the purpose of section 250R(2) of the Corporations Act, and for all other purposes, the Remuneration Report, forming part of the Company's 2025 Annual Report, be adopted."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
204,635,044	8,608,205	3,793,849	125,055,155
94.29%	3.97%	1.75%	

Further information

- The Directors recommend that Shareholders vote in favour of adopting the Remuneration Report.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.
- The 2025 Remuneration Report can be found on pages 27 to 34 of the 2025 Annual Report.

Resolution 2



Re-election of Director – Mr Alan J Eggers

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

"That, for the purposes of Clause 13.3 of the Constitution, ASX Listing Rule 14.4 and for all other purposes Mr Alan J Eggers retiring by rotation, being eligible and offering himself for re-election, is re-elected as a director, effective from the conclusion of this Meeting."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
334,998,542	2,797,766	3,842,737	453,208
98.06%	0.82%	1.12%	

Further information

- The Directors recommend (with Mr Alan J Eggers) that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Details of Mr Eggers's experience and qualifications can be found on page 14 of the Explanatory Memorandum to the Notice of Meeting.

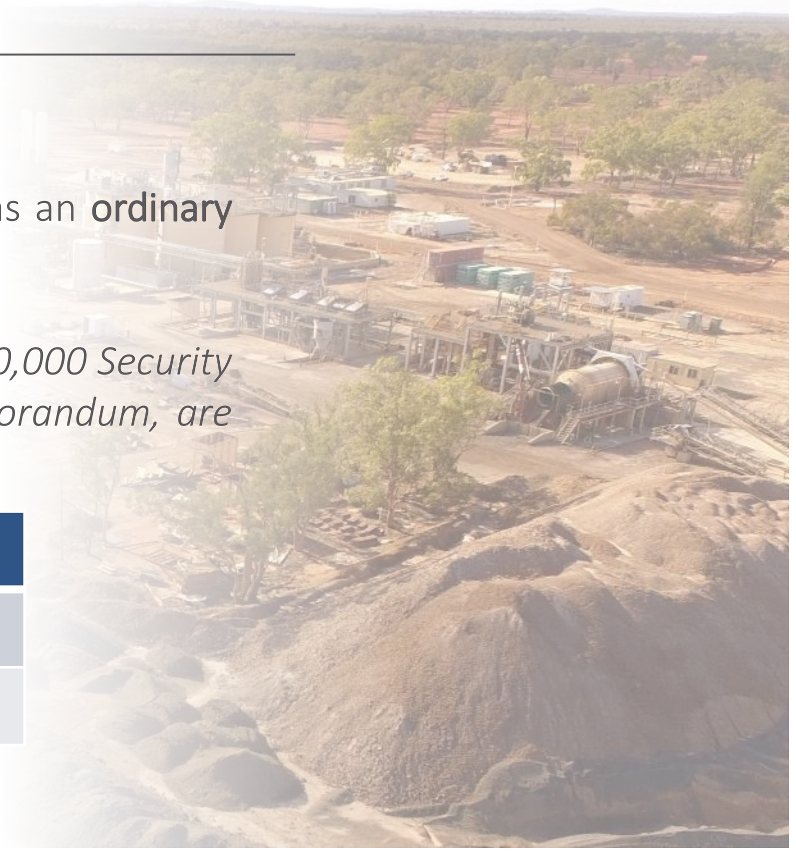
Resolution 3

RATIFICATION OF PRIOR ISSUE OF SHARES – SECURITY 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, the prior issue of 10,000,000 Security Shares on 06 June 2025 to Breakout Star Holdings Pty Ltd, as set out in the Explanatory Memorandum, are approved and ratified."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
335,785,979	2,369,526	3,842,737	94,011
98.18%	0.69%	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.

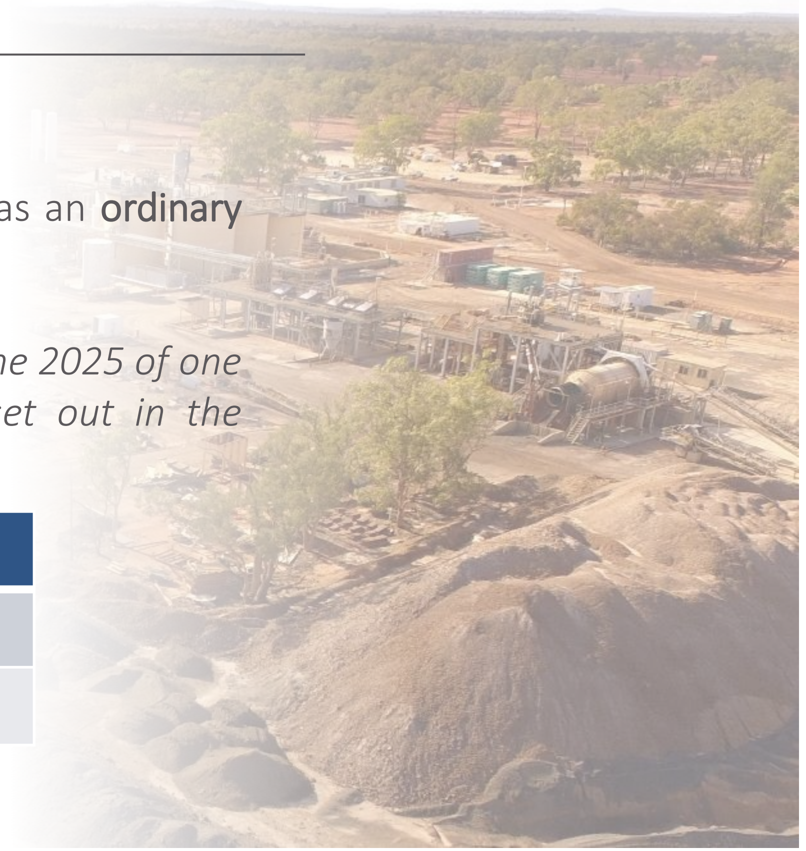
Resolution 4

RATIFICATION OF PRIOR ISSUE OF A CONVERTIBLE NOTE

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, the prior issue on 06 June 2025 of one (1) $250,000 Convertible Note to Breakout Star Holdings Pty Ltd (or their nominee/s) as set out in the Explanatory Memorandum, are approved and ratified."

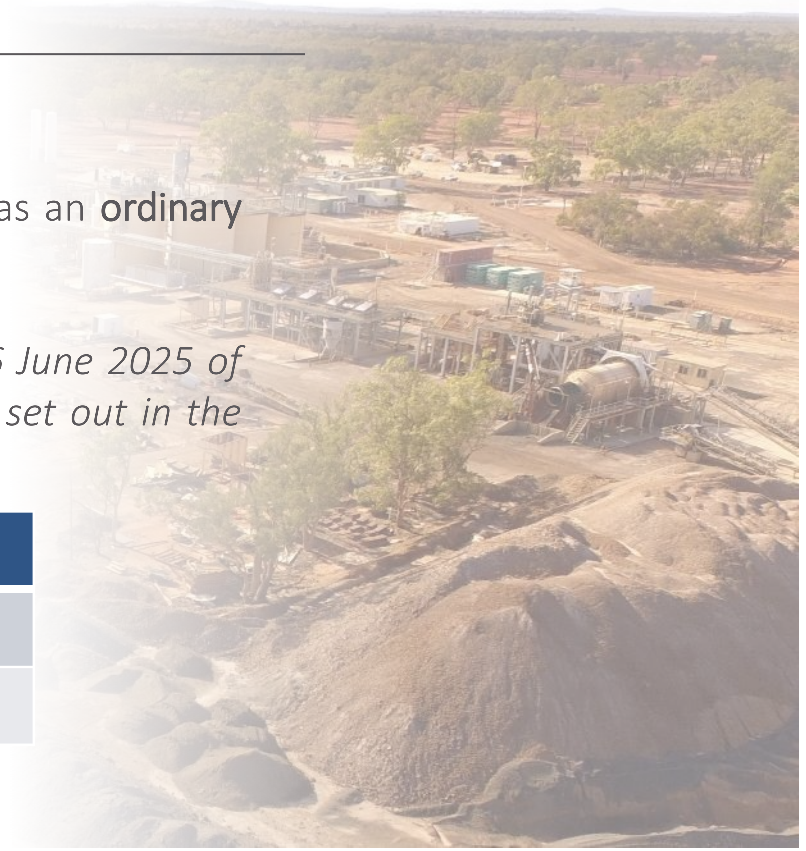
In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,447,487	2,777,994	3,842,737	2,024,035
98.05%	0.82%	1.13%	



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



RATIFICATION OF PRIOR ISSUE OF SHARES – EXTENSION COLLATERAL 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, the prior issue on 06 June 2025 of 12,800,000 Extension Collateral Shares to Admin Reg Holdings Pty Ltd (or their nominee/s), as set out in the Explanatory Memorandum, are approved and ratified."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,807,739	2,417,665	3,842,737	2,024,112
98.16%	0.71%	1.13%	

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.

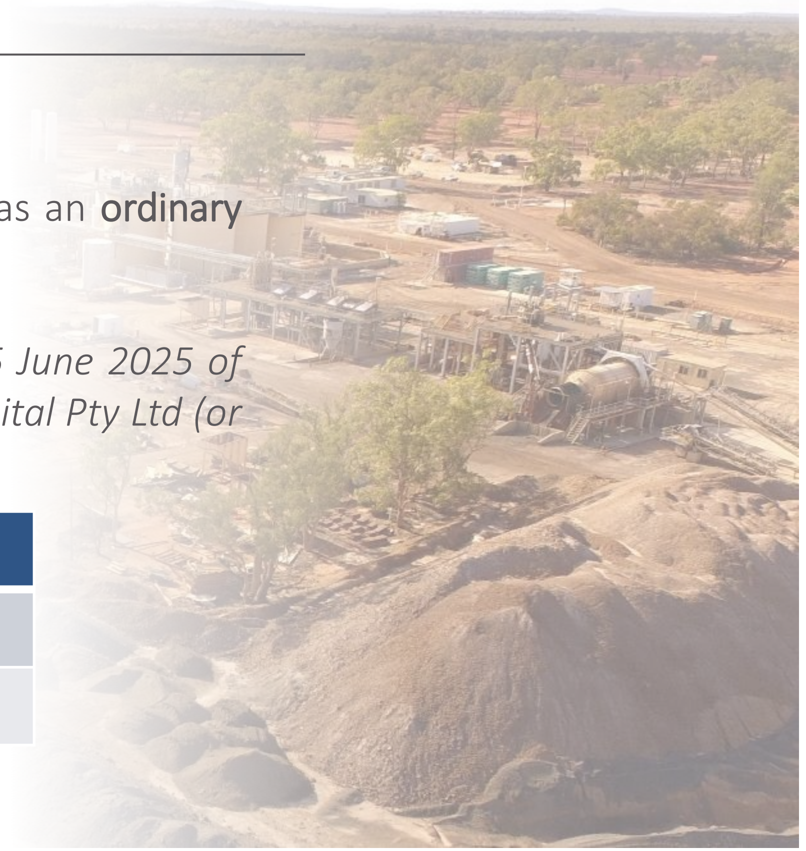
Resolution 6

RATIFICATION OF PRIOR ISSUE OF UNLISTED OPTIONS TO CLAYMORE CAPITAL PTY LTD

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, the prior issue on 25 June 2025 of 1,000,000 unlisted Options exercisable at $0.06 each on or before 29 May 2026 to Claymore Capital Pty Ltd (or their nominee/s), as set out in the Explanatory Memorandum, are approved and ratified.”

In Favour	Against	Proxy’s Discretion	Abstain / Exclude
333,421,416	2,797,365	3,842,737	2,030,735
98.05%	0.82%	1.13%	



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.

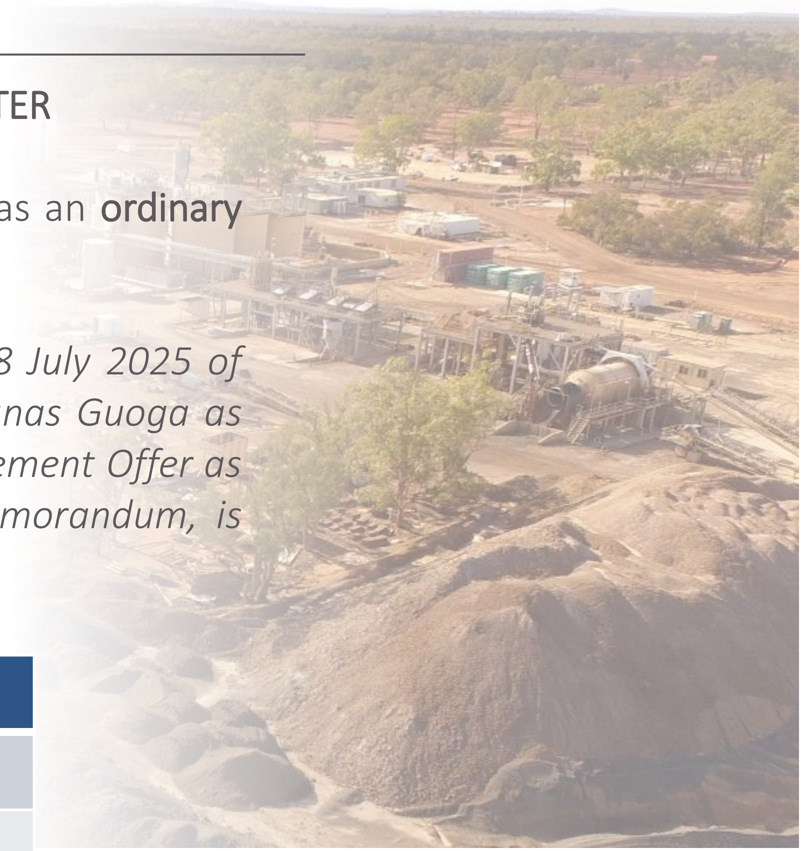
Resolution 7

RATIFICATION OF PRIOR ISSUE OF UNLISTED OPTIONS TO MR ANTANAS GUOGA – SUB-UNDERWRITER

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, the prior issue on 8 July 2025 of 20,000,000 unlisted Options exercisable at $0.10 each on or before 7 August 2028 to Mr Antanas Guoga as sub-underwriter (or his nominee/s) to the Company's fully underwritten non-renounceable Entitlement Offer as part of the sub-underwriting consideration and otherwise, as set out in the Explanatory Memorandum, is approved and ratified."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,821,814	2,410,440	3,842,737	2,017,262
98.16%	0.71%	1.13%	



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.

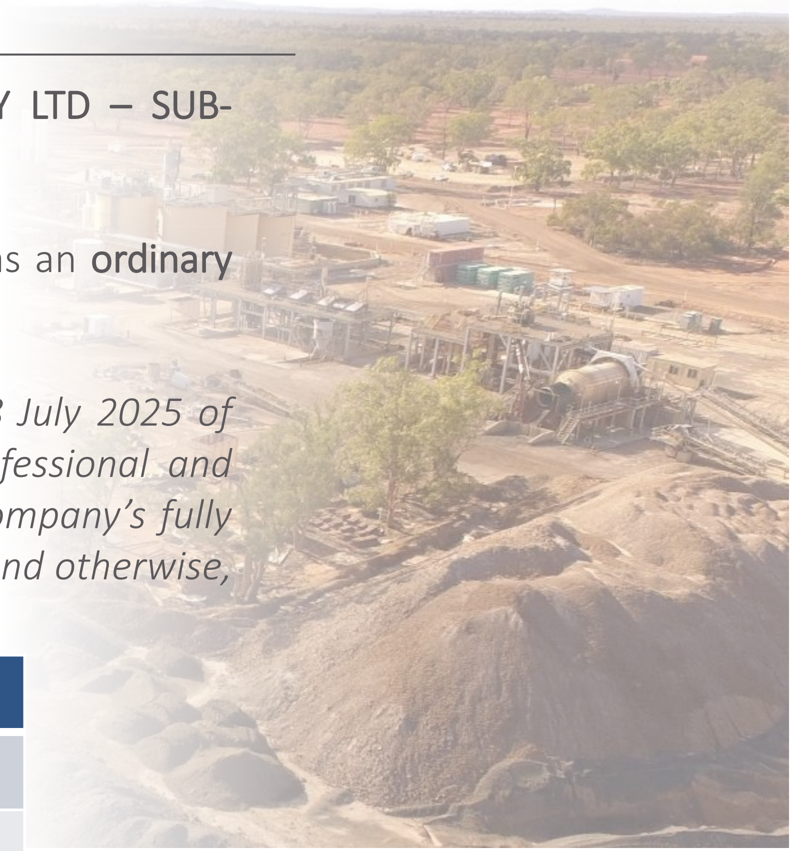
Resolution 8

RATIFICATION OF PRIOR ISSUE OF UNLISTED OPTIONS TO CLIENT OF CLAYMORE CAPITAL PTY LTD – SUB-UNDERWRITER

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, the prior issue on 8 July 2025 of 20,000,000 unlisted options exercisable at $0.10 each on or before 7 August 2028 to a professional and sophisticated client of Claymore Capital Pty Ltd as sub-underwriter (or his nominee/s) to the Company's fully underwritten non-renounceable Entitlement Offer as part of the sub-underwriting consideration and otherwise, as set out in the Explanatory Memorandum, is approved and ratified."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,778,128	2,455,158	3,842,737	2,016,230
98.15%	0.72%	1.13%	



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

RATIFICATION OF PRIOR ISSUE OF SHARES TO CLAYMORE CAPITAL PTY LTD IN LIEU OF LEAD MANAGER UNDERWRITING FEES

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, the prior issue on 8 July 2025 of 5,379,163 fully paid ordinary shares at a deemed issue price of $0.043 per Share to Claymore Capital Pty Ltd (or their nominee/s) as consideration for underwriting and sub-underwriting services to the Company's fully underwritten non-renounceable Entitlement, as set out in the Explanatory Memorandum, is approved and ratified."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,823,039	2,387,601	3,842,737	2,038,876
98.17%	0.70%	1.13%	

Further information

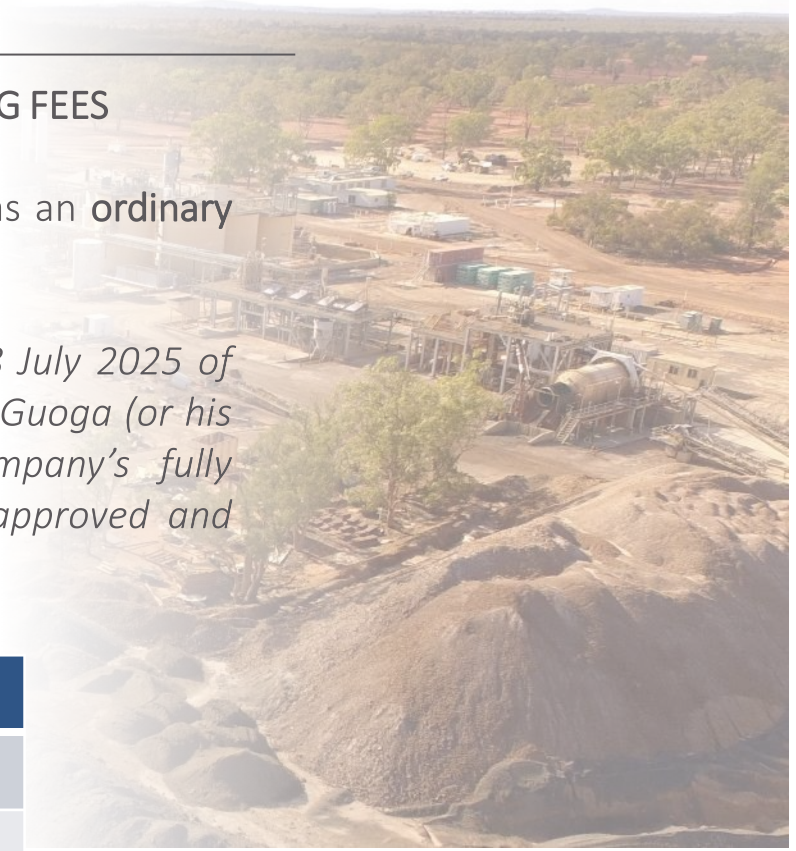
- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.

Resolution 10

RATIFICATION OF PRIOR ISSUE OF SHARES TO MR ANTANAS GUOGA IN LIEU OF SUB-UNDERWRITING FEES

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, the prior issue on 8 July 2025 of 5,581,395 fully paid ordinary shares at a deemed issue price of $0.043 per Share to Mr Antanas Guoga (or his nominee/s) as consideration for underwriting and sub-underwriting services to the Company's fully underwritten non-renounceable Entitlement, as set out in the Explanatory Memorandum, is approved and ratified."



In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,754,508	2,421,113	3,842,737	2,073,895
98.16%	0.71%	1.13%	

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

RATIFICATION OF PRIOR ISSUE OF SHARES TO CLAYMORE CAPITAL PTY LTD TO SATISFY LEAD MANAGER UNDERWRITER COMMITMENTS

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, the prior issue on 5 August 2025 of 13,303,939 fully paid ordinary shares at a deemed issue price of $0.043 per Share to Claymore Capital Pty Ltd (or their nominee/s) to the Company's fully underwritten non-renounceable Entitlement, issued to satisfy the outstanding balance of their aggregate underwriting commitments, as set out in the Explanatory Memorandum, is approved and ratified."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,791,466	2,384,156	3,890,752	2,025,879
98.15%	0.70%	1.14%	

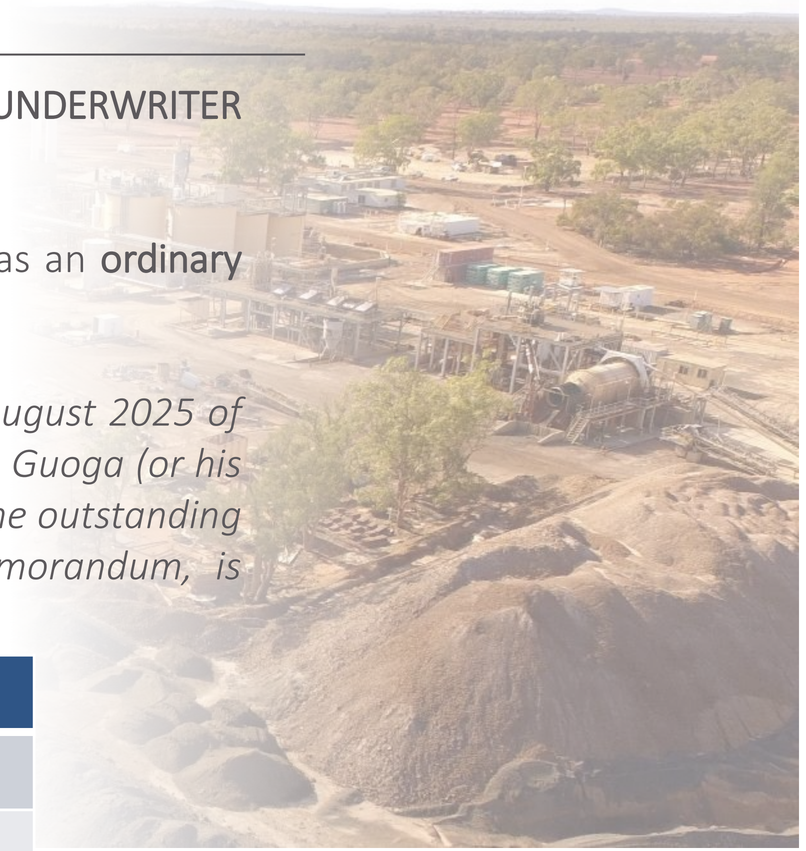
Further information
- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.

Resolution 12

RATIFICATION OF PRIOR ISSUE OF SHARES TO MR ANTANAS GUOGA TO SATISFY SUB-UNDERWRITER COMMITMENTS

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, the prior issue on 5 August 2025 of 13,227,689 fully paid ordinary shares at a deemed issue price of $0.043 per Share to Mr Antanas Guoga (or his nominee/s) to the Company's fully underwritten nonrenounceable Entitlement, issued to satisfy the outstanding balance of their aggregate underwriting commitments, as set out in the Explanatory Memorandum, is approved and ratified."



In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,785,961	2,388,907	3,890,752	2,026,633
98.15%	0.70%	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.

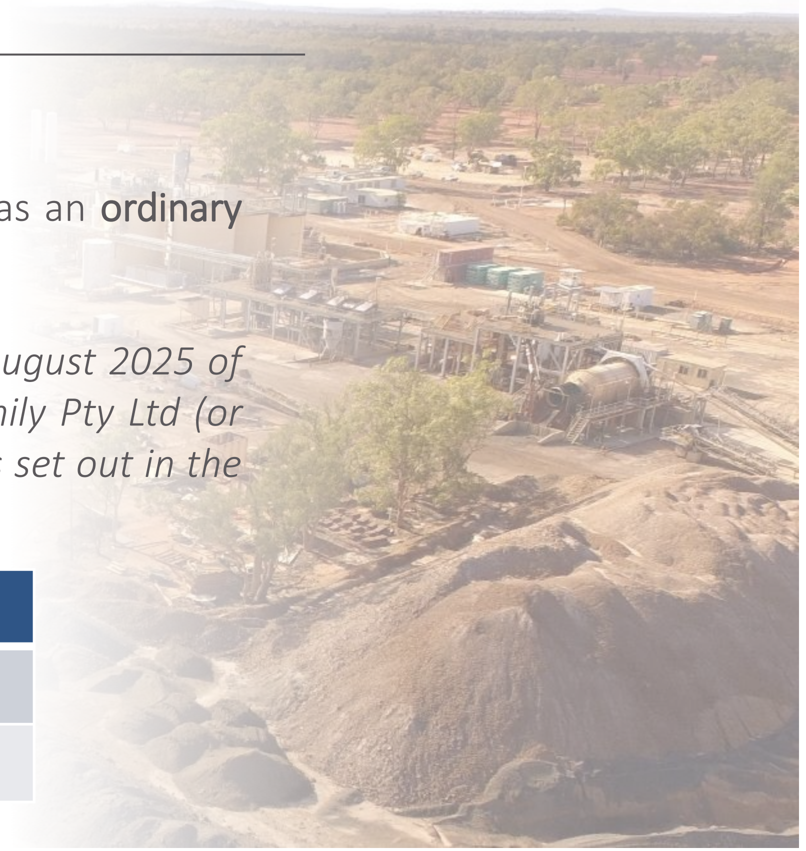
Resolution 13

RATIFICATION OF PRIOR ISSUE OF SHARES TO CREDITOR MCPAUL FAMILY PTY LTD

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, the prior issue on 5 August 2025 of 692,872 fully paid ordinary shares at a deemed issue price of $0.043 per Share to McPaul Family Pty Ltd (or their nominee/s) in satisfaction of outstanding fees and other amounts owing to that creditor, as set out in the Explanatory Memorandum, is approved and ratified."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,790,210	2,422,885	3,842,737	2,036,421
98.16%	0.71%	1.13%	



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.

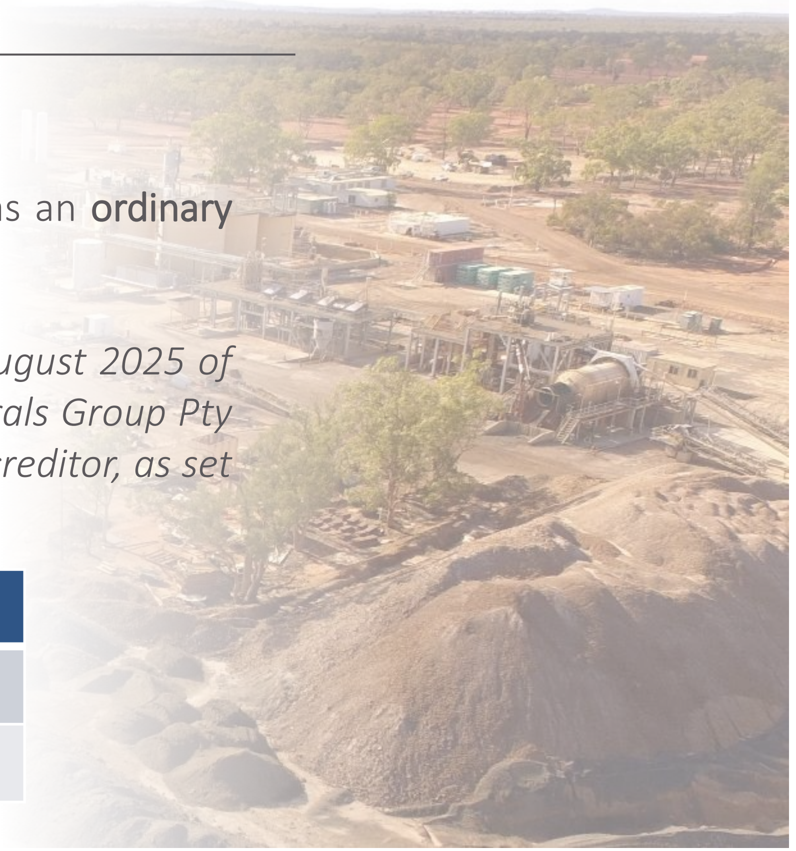
Resolution 14

RATIFICATION OF PRIOR ISSUE OF SHARES TO CREDITOR CONAN MINERALS GROUP PTY LIMITED

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, the prior issue on 5 August 2025 of 4,362,790 fully paid ordinary shares at a deemed issue price of $0.043 per Share to Conan Minerals Group Pty Limited (or their nominee/s) in satisfaction of outstanding fees and other amounts owing to that creditor, as set out in the Explanatory Memorandum, is approved and ratified."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,723,330	2,455,122	3,842,737	2,071,064
98.15%	0.72%	1.13%	



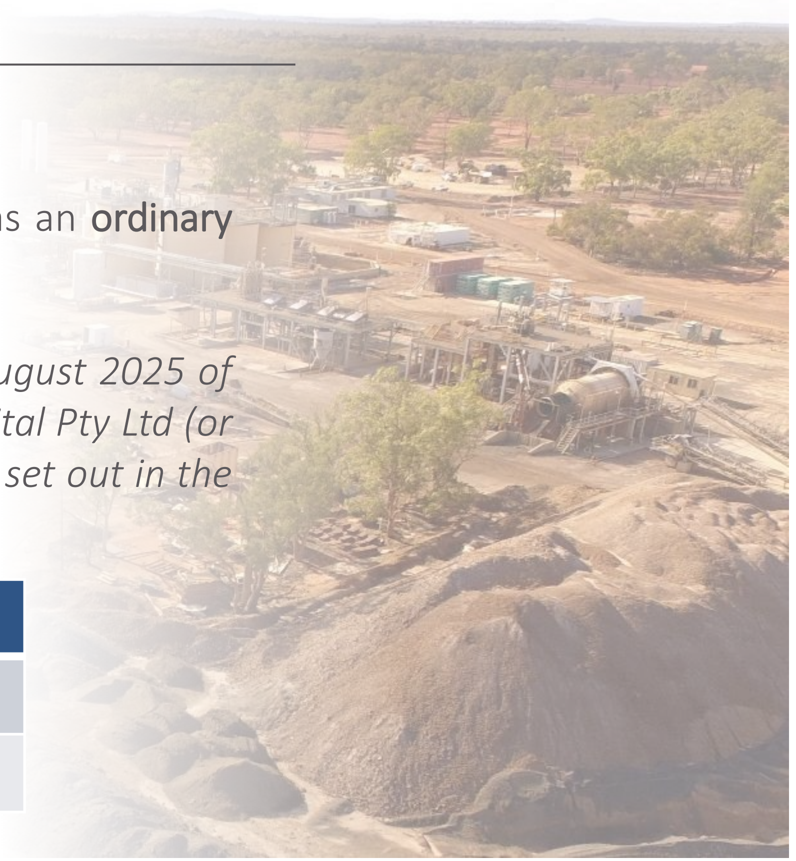
Further information
- The Directors recommend that Shareholders vote in favour of this resolution.
- The Chair intends to exercise all available proxies in favour of the resolution.
- Voting prohibitions apply as set out in the Notice of Meeting.

Resolution 15

RATIFICATION OF PRIOR ISSUE OF SHARES TO CREDITOR CLAYMORE CAPITAL PTY LTD

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, the prior issue on 5 August 2025 of 4,033,005 fully paid ordinary shares at a deemed issue price of $0.043 per Share to Clamore Capital Pty Ltd (or their nominee/s) in satisfaction of outstanding fees and other amounts owing to that creditor, as set out in the Explanatory Memorandum, is approved and ratified."



In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,735,601	2,441,002	3,890,752	2,024,898
98.14%	0.72%	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.

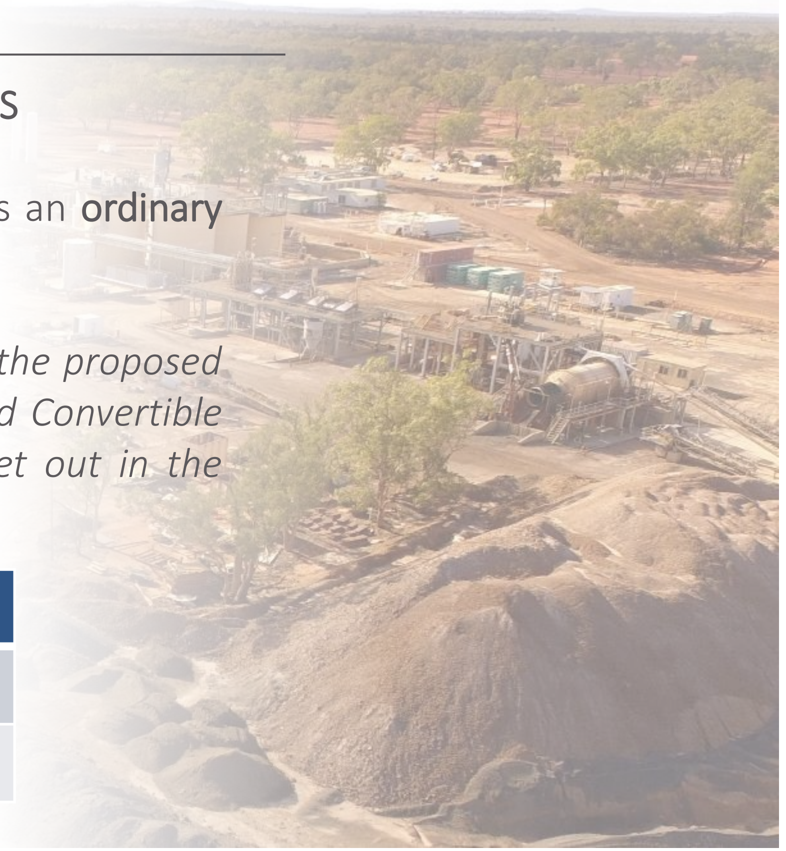
Resolution 16

APPROVAL OF PROPOSED ISSUE OF SHARES AND OPTIONS ON CONVERSION OF CONVERTIBLE NOTES

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 13,913,199 Ordinary Shares and 27,826,398 Options in the Company to Unrelated Convertible Noteholders upon the conversion of convertible notes previously issued by the Company, as set out in the Explanatory Memorandum."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
333,528,992	2,694,028	3,842,737	2,026,496
98.08%	0.79%	0.79%	



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.

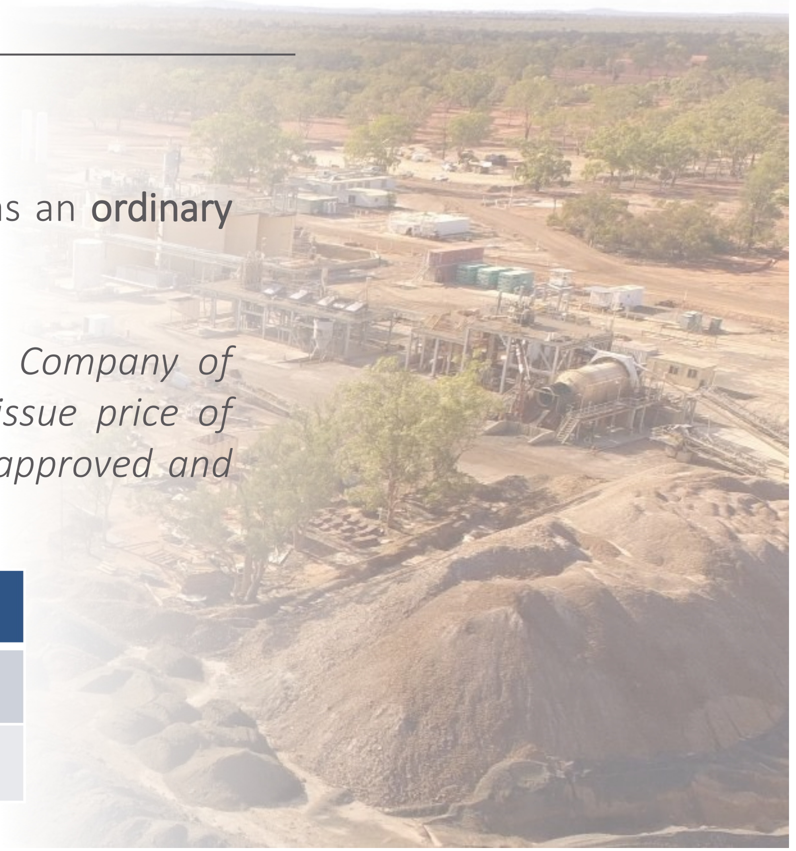
Resolution 17

RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 PLACEMENT SHARES – LISTING RULE 7.1

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, the prior by the Company of 34,441,027Placement Shares to a number of sophisticated and professional investors at an issue price of $0.075 per Share on the terms and conditions as set out in the Explanatory Memorandum, is approved and ratified."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
335,586,029	2,423,848	3,842,737	239,639
98.17%	0.71%	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 18

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 165,558,973 Placement Shares to a number of sophisticated and professional investors at an issue price of $0.075 per Share on the terms and conditions as set out in the Explanatory Memorandum."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
335,394,041	2,615,335	3,842,737	240,140
98.11%	0.77%	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.

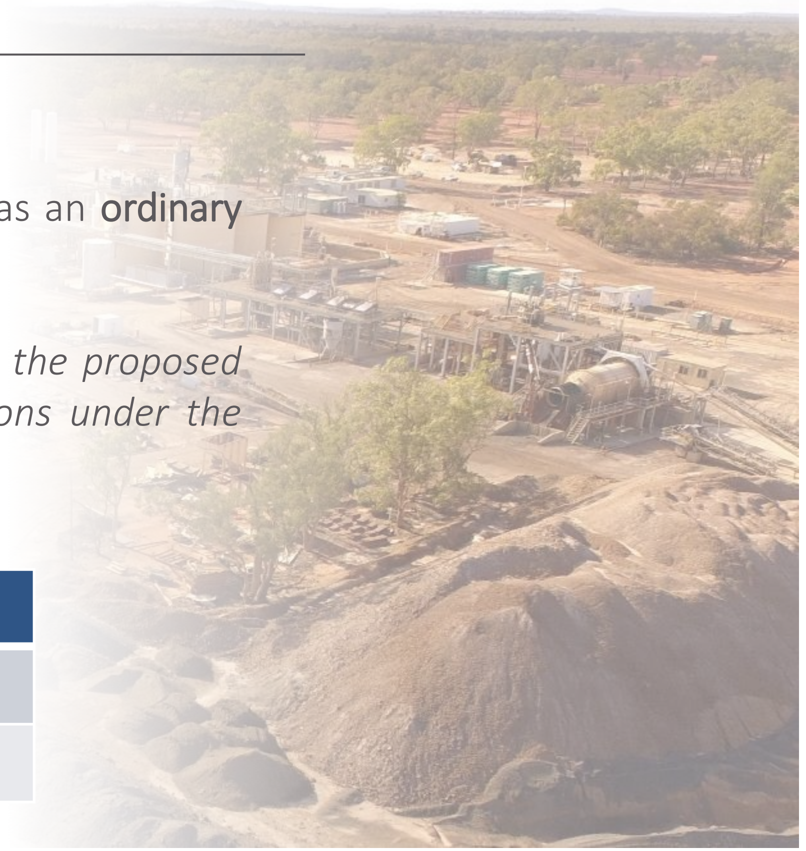
Resolution 19(a)

APPROVAL OF PROPOSED ISSUE OF INCENTIVE OPTIONS TO DIRECTORS

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

"That, for the purposes of Listing Rule 10.14 and for all other purposes, Shareholders approve the proposed issue to Mr Dennis Karp, a Director, or his nominee, of a total of 20,000,000 Incentive Options under the Incentive Plan on the terms and conditions set out in the Explanatory Memorandum."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
205,783,873	9,055,037	3,842,737	123,410,606
94.10%	4.14%	1.76%	



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.

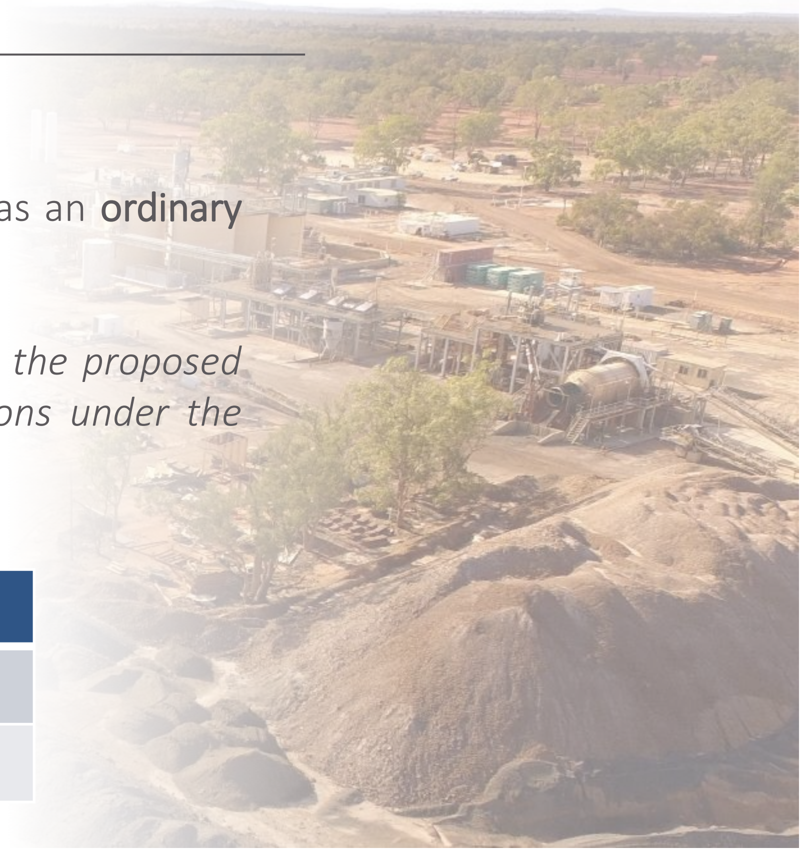
Resolution 19(b)

APPROVAL OF PROPOSED ISSUE OF INCENTIVE OPTIONS TO DIRECTORS

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

"That, for the purposes of Listing Rule 10.14 and for all other purposes, Shareholders approve the proposed issue to Mr Alan Eggers, a Director, or his nominee, of a total of 20,000,000 Incentive Options under the Incentive Plan on the terms and conditions set out in the Explanatory Memorandum."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
211,382,432	3,456,419	3,842,737	123,410,665
96.66%	1.58%	1.76%	



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.

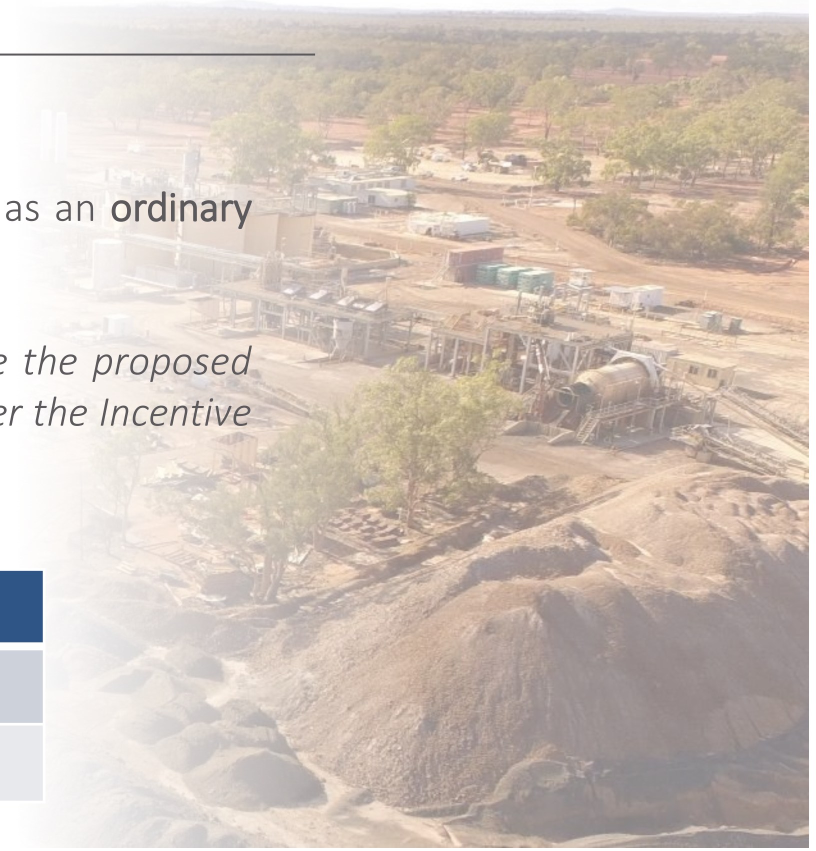
Resolution 19(c)

APPROVAL OF PROPOSED ISSUE OF INCENTIVE OPTIONS TO DIRECTORS

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

"That, for the purposes of Listing Rule 10.14 and for all other purposes, Shareholders approve the proposed issue to Mr John Seton, a Director, or his nominee, of a total of 2,500,000 Incentive Options under the Incentive Plan on the terms and conditions set out in the Explanatory Memorandum."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
205,424,996	9,053,914	3,842,737	123,770,606
94.09%	4.15%	1.76%	



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 20

APPROVAL OF 10% PLACEMENT FACILITY

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

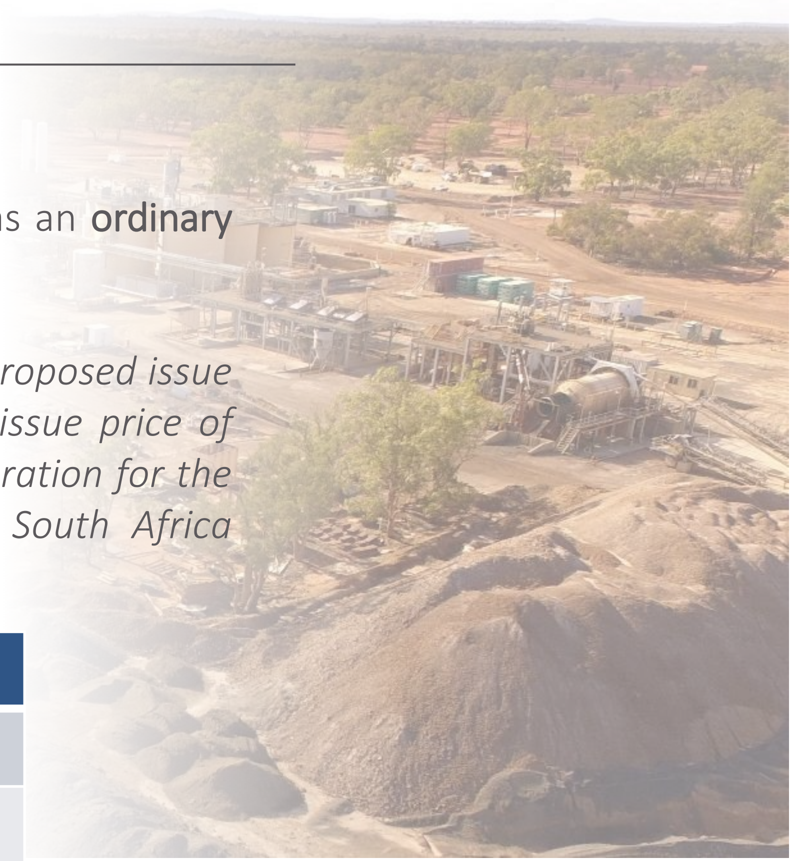
"That, pursuant to and in accordance with ASX Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities totalling up to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2, as set out in the Explanatory Memorandum."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
335,426,259	2,584,803	3,842,737	238,454
98.12%	0.76%	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 21



APPROVAL OF PROPOSED ISSUED OF 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 Listing Rule 7.1 and for all other purposes, Shareholders approve the proposed issue by the Company of 85,733,333 Shares (each of which is proposed to be issued at a deemed issue price of A$0.075 per share) to Tennant Metals South Africa Proprietary Limited or its nominee in consideration for the extinguishment of A$6,430,000 of existing debt owed by the Company to Tennant Metals South Africa Proprietary Limited on the terms set out in the Explanatory Memorandum."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
326,115,774	3,032,275	3,666,487	93,394
97.99%	0.91%	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 22

APPROVAL OF PROPOSED ISSUED OF WARRANTS

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

"That, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve the proposed issue by the Company of 22,500,000 Warrants (each of which is proposed to be issued for nil cash consideration) to Tennant Metals South Africa Proprietary Limited or its nominee in consideration for Tennant Metals South Africa Proprietary Limited's entry into the Restructuring Agreement on the terms set out in the Explanatory Memorandum."

In Favour	Against	Proxy's Discretion	Abstain / Exclude
325,704,833	3,438,178	3,666,487	98,432
97.87%	1.03%	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.

Manuka Resources Limited

Conclusion