ASX ANNOUNCEMENT 14 FEBRUARY 2024 | ASX:MKG



RESULTS OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given, in accordance with Listing Rule 3.13.2 and Corporations Law Section 251AA(2) the results of the Extraordinary General Meeting of the Company held today are set out below. All resolutions, as noted below, put to the meeting were decided by way of a poll.

Resolutions 1 to 4 were considered and passed by Shareholders at the Meeting. The Chairman then adjourned the Meeting to 9.00am (Brisbane time) on Wednesday, 28 February 2024 for the Meeting to consider a revised Resolution 5.

Resolution 1: Ratification of the prior issue of 86,401,227 Placement Shares to the Tranche 1 Participants

"That, for the purposes of Listing Rule 7.4 and all other purposes, the Shareholders approve and ratify the issue of 86,401,227 Shares in the Company issued at an issue price of \$0.01 per Share (Tranche 1 Shares) to those unrelated professional, sophisticated or other investors that fall within one or more of the classes of exemptions specified in section 708 of the Corporations Act who participated in the Tranche 1 Placement (Tranche 1 Participants) on the terms and conditions set out in the Explanatory Memorandum."

Resolution 2: Issue of 43,200,613 Placement Options to the Tranche 1 Participants

"That for the purposes of Listing Rule 7.1 and all other purposes, approval is given for the Company to issue up to 43,200,613 Options exercisable at \$0.02 with an expiry date of 31 January 2025 (Tranche 1 Options) to the Tranche 1 Participants, with the Tranche 1 Options to be issued as free attaching options on the basis of one (1) Tranche 1 Option for every two (2) Tranche 1 Shares issued pursuant to the Placement, and otherwise on the terms and conditions set out in the Explanatory Memorandum."

Resolution 3: Issue of 16,000,000 Options to the Lead Manager

"That for the purposes of Listing Rule 7.1 and all other purposes, approval is given for the Company to issue 16,000,000 Options (Advisor Options) to Discovery Capital Partners Pty Limited (or their respective nominee) in consideration for their role as Lead Manager to the Placement, with such Advisor Options to be issued at an issue price of \$0.00001 and exercisable at \$0.015 with an expiry date of 31 December 2025 and otherwise on the terms and conditions set out in the Explanatory Memorandum."

Resolution 4: Issue of 113,598,773 Placement Shares and 56,799,387 Placement Options to the Tranche 2 Participants

"That, in accordance with Listing Rule 7.1, and for all other purposes, approval is given for the Company to issue up to 113,598,773 Shares in the Company at an issue price of \$0.01 per Share (Tranche 2 Shares) and issue up to 56,799,387 Options with an exercise price of \$0.02 and expiring on 31 January 2025 (Tranche 2 Options) to those unrelated professional, sophisticated or other investors that fall within one or more of the classes of exemptions specified in section 708 of the Corporations Act who participated in the Tranche 2 Placement (Tranche 2 Participants), with the Tranche 2 Options to be issued as a free attaching Options on the basis of one (1) Tranche 2 Option for every two (2) Tranche 2 Shares issued, and otherwise on the terms and conditions set out in the Explanatory Memorandum."

Resolution 5: Issue of up to 50,000,000 SPP Shares and up to 25,000,000 SPP Options to the SPP Participants

This Resolution has been revised and will be put to a resumption of the meeting to be held on 28 February 2024.





Poll Results

Resolution Details	Numbe	er of votes cast on	Resolution Result Carried/Not Carried	
Resolution	For	Against	Abstain *	
 Ratification of the prior issue of 86,401,227 Placement Shares to the Tranche 1 Participants 	67,125,362 97.09%	2,013,395 2.91%	0	Carried
 Issue of 43,200,613 Placement Options to the Tranche 1 Participants 	67,125,362 97.09%	2,013,395 2.91%	0	Carried
3. Issue of 16,000,000 Options to the Lead Manager	67,112,362 97.07%	2,026,395 2.93%	0	Carried
 Issue of 113,598,773 Placement Shares and 56,799,387 Placement Options to the Tranche 2 Participants 	67,125,362 97.09%	2,013,395 2.91%	0	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll

In respect of each resolution, the total number of proxy votes exercisable by all proxies validly appointed and the total number of proxy votes (as at proxy close) in respect of which the appointments specified that:

- I. The proxy was to vote for the resolution; and
- II. The proxy was to vote against the resolution; and
- III. The proxy was able to vote at the proxy's discretion; and
- IV. The proxy was to abstain on the resolution

Are set out below:

Resolution	For	Against	Discretion	Abstain
1. Ratification of the prior issue of 86,401,227 Placement Shares to the Tranche 1 Participants	66,540,431	2,013,395	584,931	0
2. Issue of 43,200,613 Placement Options to the Tranche 1 Participants	66,540,431	2,013,395	584,931	0
3. Issue of 16,000,000 Options to the Lead Manager	66,527,431	2,026,395	584,931	0
4. Issue of 113,598,773 Placement Shares and 56,799,387 Placement Options to the Tranche 2 Participants	66,440,431	2,013,395	684,931	0

This announcement has been approved by the Board

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