

**MITHRIL RESOURCES LIMITED – RESULTS OF ANNUAL GENERAL MEETING**

Mithril Resources Limited [ASX: MTH] is pleased to announce the results of the Annual General Meeting of shareholders of Mithril Resources Limited that was held via Zoom today at 12.00pm (AEST).

All resolutions considered at the Annual General Meeting were put to a vote on a Poll, called by the Chairman, and were passed.

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001 (Cth), details of the resolutions and proxies received for the meeting held today are set out in the attached proxy summary.

If you have any queries or require further information, please do not hesitate to contact John Skeet, Managing Director and Chief Executive Officer.

Released with the authority of the Board.

**Claire Newstead-Sinclair**  
Company Secretary

**DIRECTORS**

John Skeet – Managing Director & CEO  
Garry Thomas – Non-Executive Director  
Stephen Layton – Non-Executive Director  
Claire Newstead-Sinclair – Company Secretary

**MITHRIL RESOURCES LIMITED**

ACN: 099 883 922  
ASX: MTH

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**REGISTERED OFFICE**

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**MITHRIL RESOURCES LTD**  
**ANNUAL GENERAL MEETING**  
**Monday, 22 April 2024**  
**Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
1. Adoption of Remuneration Report	Ordinary	342,375,662 92.62%	14,270,008 3.86%	13,021,500 3.52%	804,034,650 -	355,397,162 96.14%	14,270,008 3.86%	804,034,650 -	Carried
2. Election of Mr Craig Sharpe as a Director of the Company	Ordinary	1,157,517,102 98.66%	2,691,742 0.23%	13,021,500 1.11%	471,476 -	1,170,538,602 99.77%	2,691,742 0.23%	471,476 -	Carried
3. Re-Election of Mr Garry Thomas as a Director of the Company	Ordinary	1,154,917,102 98.48%	2,791,742 0.24%	15,021,500 1.28%	971,476 -	1,169,938,602 99.76%	2,791,742 0.24%	971,476 -	Carried
4. Ratification of Convertible Note Issue	Ordinary	1,155,356,166 98.48%	4,752,678 0.41%	13,021,500 1.11%	571,476 -	1,168,377,666 99.59%	4,752,678 0.41%	571,476 -	Carried
5(a). Approval to issue New Convertible Notes	Ordinary	1,141,435,316 97.47%	15,548,528 1.33%	14,021,500 1.20%	2,696,476 -	1,155,456,816 98.67%	15,548,528 1.33%	2,696,476 -	Carried
5(b). Approval to issue Convertible Note Options	Ordinary	1,142,661,797 97.58%	15,322,047 1.31%	13,021,500 1.11%	2,696,476 -	1,155,683,297 98.69%	15,322,047 1.31%	2,696,476 -	Carried
6. Approval to Issue Shares and Options on Conversion of Convertible Notes	Ordinary	1,141,625,294 97.31%	16,258,550 1.39%	15,246,500 1.30%	571,476 -	1,156,871,794 98.61%	16,258,550 1.39%	571,476 -	Carried
7(a). Approval of Issue of Shares in Settlement of Convertible Note Interest	Ordinary	1,141,625,294 97.31%	16,258,550 1.39%	15,246,500 1.30%	571,476 -	1,156,871,794 98.61%	16,258,550 1.39%	571,476 -	Carried
7(b). Approval of Issue of Options in Settlement of Convertible Note Interest	Ordinary	1,145,850,666 97.67%	14,258,178 1.22%	13,021,500 1.11%	571,476 -	1,158,872,166 98.78%	14,258,178 1.22%	571,476 -	Carried
8. Approval to Issue Placement Shares and Placement Options	Ordinary	1,139,724,185 97.14%	20,484,659 1.75%	13,021,500 1.11%	471,476 -	1,152,745,685 98.25%	20,484,659 1.75%	471,476 -	Carried

9. Approval to Issue Placement Shares and Placement Options to Mr John Skeet (or his nominee)	Ordinary	913,139,374 96.26%	22,505,855 2.37%	13,021,500 1.37%	225,035,091 -	926,160,874 97.63%	22,505,855 2.37%	225,035,091 -	Carried
10. Approval to Issue Shares and Placement Options to Mr Craig Sharpe (or his nominee)	Ordinary	1,149,203,861 97.95%	11,004,983 0.94%	13,021,500 1.11%	471,476 -	1,162,225,361 99.06%	11,004,983 0.94%	471,476 -	Carried
11. Approval to Issue Placement Shares and Placement Options to Mr Stephen Layton (or his nominee)	Ordinary	948,772,730 97.54%	10,936,114 1.12%	13,021,500 1.34%	200,971,476 -	961,794,230 98.88%	10,936,114 1.12%	200,971,476 -	Carried
12. Approval to Issue Placement Shares and Placement Options to Mr Garry Thomas (or his nominee)	Ordinary	770,873,171 96.99%	10,936,114 1.38%	13,021,500 1.64%	378,871,035 -	783,894,671 98.62%	10,936,114 1.38%	378,871,035 -	Carried
13. Approval to Issue Broker Options	Ordinary	1,139,213,988 97.11%	20,881,856 1.78%	13,021,500 1.11%	584,476 -	1,152,235,488 98.22%	20,881,856 1.78%	584,476 -	Carried
14. Approval to Issue Service Shares and Service Options in settlement of fees to S3 Consortium and Arlington Group Asset Management	Ordinary	1,141,340,469 97.36%	17,963,353 1.53%	13,021,500 1.11%	1,376,498 -	1,154,361,969 98.47%	17,963,353 1.53%	1,376,498 -	Carried
15. Approval to Issue Shares and Options to Compañía Minera Copalquin SA de CV (CMC) for Purchase Option 2-year Extension	Ordinary	1,150,978,707 98.18%	8,325,115 0.71%	13,021,500 1.11%	1,376,498 -	1,164,000,207 99.29%	8,325,115 0.71%	1,376,498 -	Carried
16. Approval to issue Shares to Mr Garry Thomas in consideration for Settlement of Director Loan	Ordinary	775,315,700 97.56%	6,393,585 0.80%	13,021,500 1.64%	378,971,035 -	788,337,200 99.20%	6,393,585 0.80%	378,971,035 -	Carried
17. Approval to Issue Options to Mr John Skeet (or his nominee)	Ordinary	926,151,245 97.64%	9,393,984 0.99%	13,021,500 1.37%	225,135,091 -	939,172,745 99.01%	9,393,984 0.99%	225,135,091 -	Carried
18. Approval to Issue Options to Mr Craig Sharpe (or his nominee)	Ordinary	1,150,714,860 98.09%	9,393,984 0.80%	13,021,500 1.11%	571,476 -	1,163,736,360 99.20%	9,393,984 0.80%	571,476 -	Carried
19. Approval to Issue Options to Mr Stephen Layton (or his nominee)	Ordinary	950,283,729 97.70%	9,325,115 0.96%	13,021,500 1.34%	201,071,476 -	963,305,229 99.04%	9,325,115 0.96%	201,071,476 -	Carried

20. Approval to Issue Options to Mr Garry Thomas (or his nominee)	Ordinary	772,384,170 97.19%	9,325,115 1.17%	13,021,500 1.64%	378,971,035 -	785,405,670 98.83%	9,325,115 1.17%	378,971,035 -	Carried
21. 100:1 Consolidation of Capital of the Company	Ordinary	1,154,138,374 98.37%	6,119,970 0.52%	13,021,500 1.11%	421,976 -	1,167,159,874 99.48%	6,119,970 0.52%	421,976 -	Carried
22. Approval of 10% Placement Facility	Special	1,150,620,013 98.07%	9,588,831 0.82%	13,021,500 1.11%	471,476 -	1,163,641,513 99.18%	9,588,831 0.82%	471,476 -	Carried

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