



20th January 2023

Results of Annual General Meeting

In accordance with Listing Rule 3.13.2 and section 251AA(2) of the Corporations Act 2001 (Cth), Taiton Resources Limited (ASX: T88, Taiton or “the Company”) is pleased to provide the results of the 2022 Annual General Meeting (“AGM”) held earlier today, which are set out below. The details of the proxy votes and votes cast in respect of each resolution are also set out in the attached schedule. All resolutions put to the AGM were decided by a poll.

Resolution	Result
1. Election of Director – Florence Drummond	Passed as an ordinary resolution.
2. Election of Director – Mark Strizek	Passed as an ordinary resolution.
3. Re-election of Director – Chee Cheong (David) Low	Passed as an ordinary resolution.
4. Appointment of William Buck Audit (VIC) Pty Ltd as Auditor	Passed as an ordinary resolution.

Notice of 2022 Annual General Meeting

The Notice of Annual General Meeting dated 13 December 2022 was available to shareholders prior to the Company’s listing on ASX.

A copy of the Notice of Annual General Meeting is attached for ease of reference.

REGISTERED OFFICE :



About Taiton Resources Limited

Taiton Resources Limited (ASX: T88) is an early-stage mineral exploration and development company that has a Shallow Mineral System within the Olympic Dam Mineralising Event.

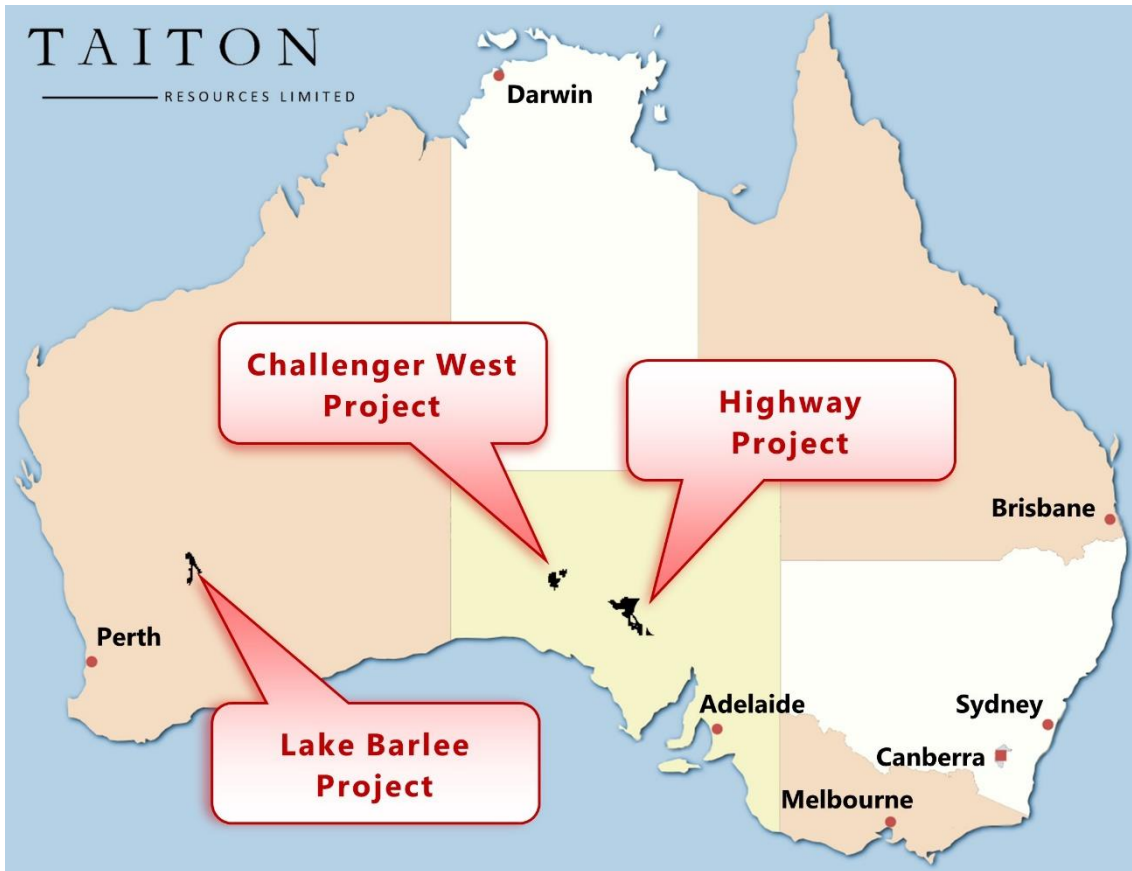
Our dominant land holding at the Highway Project will allow us to potentially uncover the Next Elephant Deposit in Australia.

The Company has assembled a portfolio of projects across both South Australia and Western Australia comprising the following:

- (a) Highway Project – total land holding of 2,980 sq km, located in South Australia,
- (b) Lake Barlee Project – total land holding of 668.7 sq km, located in Western Australia; and
- (c) Challenger West Project – total land holding of 997 sq km, located in South Australia.

The projects have a range of exploration activities planned. The Company will be undertaking a series of grassroots exploration and also several walk-up drilling targets.

REGISTERED OFFICE :



Project location of Taiton Resources Limited.

Authorisation

This announcement has been authorised by the Board of Directors.

FOR FURTHER INFORMATION, please contact:

Noel Ong

Managing Director

noel.ong@taiton.com.au

+61 3 8648 6431

David Low

Executive Director

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REGISTERED OFFICE :

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ACN 062 284 084

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Results of meeting

Name of entity

Taiton Resources Limited

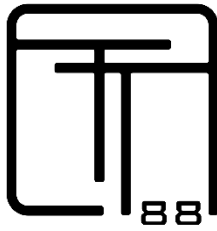
ABN/ACN/ARSN/ARBN

062 284 084

Date of meeting

20 January 2023

Resolutions voted on at the meeting					If decided by poll					Proxies received			
Resolution		Result	Voting method	If s250U applies	Voted for		Voted against		Abstained	For	Against	Abstain	Discretion
No	Short description				Number	%	Number	%	Number	Number	Number	Number	Number
1	Election of Director – Florence Drummond	Passed	Poll	N/A	51,795,344	100	44	0	0	47,635,144	44	0	200
2	Election of Director – Mark Strizek	Passed	Poll	N/A	51,795,344	100	44	0	0	47,635,144	44	0	200
3	Re-election of Director – Chee Cheong (David) Low	Passed	Poll	N/A	49,707,344	100	44	0	2,088,000	45,547,144	44	2,088,000	200
4	Appointment of William Buck Audit (VIC) Pty Ltd as Auditor	Passed	Poll	N/A	51,795,344	100	44	0	0	47,635,144	44	0	200



TAITON RESOURCES LIMITED

ACN 062 284 084

NOTICE OF ANNUAL GENERAL MEETING and EXPLANATORY MEMORANDUM

Notice is given that an annual general meeting of the Company will be held
by way of a hybrid meeting as follows:

TIME: 10.00 am WST

DATE: Friday, 20 January 2023

PLACE: HWL Ebsworth Lawyers' Meeting Rooms, Level 20, 240 St Georges Terrace, Perth, WA 6000 (In person)

<https://investor.automic.com.au/> (Virtual)

The business of the Meeting affects your shareholding and your vote is important.

The Notice of Annual General Meeting should be read in its entirety. If Shareholders are in doubt as to how to vote, they should seek advice from a suitably qualified professional advisor prior to voting.

The Directors have determined pursuant to Regulation 7.11.37 of the *Corporations Regulations 2001* (Cth) that the persons eligible to vote at the Meeting are those who are registered Shareholders at 4.00 pm WST on 18 January 2023

Should you wish to discuss any matter, please do not hesitate to contact the Company Secretary by telephone on (03) 8648 6431.

BUSINESS OF THE MEETING

AGENDA

Financial Statements and Reports

To consider the Annual Report of the Company and its controlled entities for the financial year ended 30 June 2022, which includes the Financial Report, the Directors' Report and the Auditor's Report.

Note: there is no requirement for Shareholders to approve the Annual Report.

1. RESOLUTION 1 – ELECTION OF DIRECTOR – FLORENCE DRUMMOND

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That, for the purpose of clause 14.4 of the Constitution and for all other purposes, Florence Drummond, a Director who was appointed casually on 23 September 2022, retires, and being eligible, is elected as a Director.”

2. RESOLUTION 2 – ELECTION OF DIRECTOR – MARK STRIZEK

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That, for the purpose of clause 14.4 of the Constitution and for all other purposes, Mark Strizek, a Director who was appointed casually on 23 September 2022, retires, and being eligible, is elected as a Director.”

3. RESOLUTION 3 – RE-ELECTION OF DIRECTOR – CHEE CHEONG (DAVID) LOW

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That, for the purpose of clause 14.2 of the Constitution and for all other purposes, Chee Cheong (David) Low, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

4. RESOLUTION 4 – APPOINTMENT OF WILLIAM BUCK AUDIT (VIC) PTY LTD AS AUDITOR

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

“That, for the purposes of section 327B of the Corporations Act and for all other purposes, William Buck Audit (Vic) Pty Ltd, having been nominated by a Shareholder and having consented in writing to act in the capacity of auditor of the Company, be appointed as auditor to the Company, with effect from the close of the Meeting, on the terms and conditions in the Explanatory Memorandum.”

Dated: 13 December 2022

By order of the Board



Ian Gregory
Company Secretary

Voting

To vote in person, attend the Meeting on the date and at the place set out above. If you wish to attend the Meeting, please arrive 15 minutes prior to the start of the Meeting to facilitate the registration process.

All Resolutions will be decided by poll (rather than of hands). The poll will be conducted based on votes submitted by proxy and at the Meeting by shareholders who attend physically and virtually in accordance with instructions below.

Should you wish to discuss the matters in this Notice of Meeting please do not hesitate to contact the Company Secretary on (03) 8648 6431.

Venue and voting information

The Meeting to which this Notice relates will be held at 10.00 am (WST) on Friday 20 January 2023 as a hybrid meeting.

Shareholders not attending the Meeting in person may attend and participate in the virtual meeting through an online meeting platform powered by Automic.

Shareholders that have an existing account with Automic will be able to watch, listen, and vote online.

Shareholders who do not have an account with Automic are strongly encouraged to register for an account **as soon as possible and well in advance of the Meeting** to avoid any delays on the day of the Meeting. An account can be created via the following link investor.automic.com.au and then clicking on “register” and following the prompts. Shareholders will require their holder number (Securityholder Reference Number (SRN) to create an account with Automic.

To access the virtual meeting on the day:

1. Open your internet browser and go to <https://investor.automic.com.au/>.
2. Login with your username and password or click “**register**” if you haven’t already created an account. **Shareholders are encouraged to create an account prior to the start of the Meeting to ensure there is no delay in attending the virtual meeting.**
3. After logging in, a banner will display at the bottom of your screen to indicate that the Meeting is open for registration, click on “**Register**” when this appears. Alternatively, click on “**Meetings**” on the left-hand menu bar to access registration.
4. Click on “**Register**” and follow the steps.
5. Click on the URL to join the webcast where you can view and listen to the virtual meeting. Note that the webcast will open in a separate window.

Shareholders will be able to vote live on a poll and ask questions at the virtual meeting. For further information on the live voting process please see the **Registration and Voting Guide** at <https://www.automicgroup.com.au/virtual-agms/>.

Shareholders are also encouraged to submit questions in advance of the Meeting to the Company.

If you wish to ask the Chair a question with regards to the business of the Meeting, please submit your question in writing to the Company at info@taiton.com.au at least 48 hours before the commencement of the Meeting. Shareholders will also have the right to speak (including a right to ask questions) at the Meeting. Virtual attendees at the meeting will be advised by the Chair that if they wish to ask a question orally they can request to do so by typing it into the Zoom Q&A. The registry person managing the meeting will then unmute that attendee at the appropriate time.

Attending the Meeting online enables Shareholders to view the Meeting and to cast votes live on a poll on the Resolutions at the appropriate times whilst the Meeting is in progress.

Your vote is important

The business of the Meeting affects your shareholding, and your vote is important.

Voting by proxy

To vote by proxy, please use one of the following methods:

Online

Lodge the Proxy Form online at <https://investor.automic.com.au/#/loginsah> by following the instructions: Login to the Automic website using the holding details as shown on the Proxy Form. Click on 'View Meetings' – 'Vote'. To use the online lodgement facility, Shareholders will need their holder number (Securityholder Reference Number (SRN)). Since the Company is not yet listed on the Australian Securities Exchange, you will need to use the SRN shown on the front of the Proxy Form.

For further information on the online proxy lodgement process please see the Online Proxy Lodgement Guide at <https://www.automicgroup.com.au/virtual-agms/>.

By post

Automic, GPO Box 5193, Sydney NSW 2001.

By email

Completing the Proxy Form and emailing it to: meetings@automicgroup.com.au.

The Proxy Form may otherwise be lodged in a manner set out on the Proxy Form.

Your Proxy instruction must be received not later than 48 hours before the commencement of the Meeting. Proxy Forms received later than this time will be invalid.

The Directors strongly encourage all Shareholders to lodge directed proxy forms prior to the Meeting.

Chair default voting

The Chair intends to exercise all available proxies in favour of all Resolutions, unless the Shareholder has expressly indicated a different voting intention.

Power of attorney

If the proxy form is signed under a power of attorney on behalf of a Shareholder, then the attorney must make sure that either the original power of attorney or a certified copy is sent with the proxy form, unless the power of attorney has already provided it to the Share Registry.

Corporate representatives

If a representative of a corporate Shareholder or a corporate proxy will be attending the Meeting, the representative should provide the Share Registry with adequate evidence of their appointment, unless this has previously been provided to the Share Registry.

EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared to provide information which the Directors believe to be material to Shareholders in deciding whether or not to pass the Resolutions.

FINANCIAL STATEMENTS AND REPORTS

In accordance with section 317 of the Corporations Act, Shareholders will be offered the opportunity to discuss the Annual Report, including the Financial Report, the Directors' Report and the Auditor's Report for the financial year ended 30 June 2022.

There is no requirement for Shareholders to approve the Annual Report.

At the Meeting, Shareholders will be offered the opportunity to:

- (a) discuss the Annual Report which is available online at www.taiton.com.au;
- (b) ask questions about, or comment on, the management of the Company; and
- (c) ask the Auditor questions about the conduct of the audit and the preparation and content of the Auditor's Report.

In addition to taking questions at the Meeting, written questions to the Chair about the management of the Company, or to the Company's Auditor about:

- (a) the preparation and content of the Auditor's Report;
- (b) the conduct of the audit;
- (c) accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- (d) the independence of the Auditor in relation to the conduct of the audit,

may be submitted no later than five business days before the Meeting to the Company Secretary at the Company's registered office.

The Company will not provide a hard copy of the Company's Annual Report to Shareholders unless specifically requested to do so.

RESOLUTION 1 – ELECTION OF DIRECTOR – FLORENCE DRUMMOND

Clause 14.4 of the Constitution allows the Directors to appoint at any time a person to be a Director as an addition to the existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution.

Ms Drummond was appointed as an Non-Executive Director of the Company on 23 September 2022.

Accordingly, Ms Drummond retires at this Meeting, and, being eligible and offering herself for election, seeks election pursuant to this Resolution.

Ms Drummond is the Co-Founder and CEO of Indigenous Women in Mining and Resources Australia (**IWIMRA**) which works to elevate and empower Aboriginal and Torres Strait Islander women in the resources industry.

Ms Drummond serves on a number of Boards, including the K Farmer Dutjahn Foundation, and is active in building the capacity of future leaders to Directorship roles. Her work in the evolving space of ESG, Sustainable Development Goals and United Nations agendas contributes to the holistic principle of global mechanisms with local solutions.

Her continuous involvement in the minerals industry as an advisor and leading the network IWIMRA, has demonstrated her continued support for women and Indigenous people in non-traditional roles. Additional to her consultancy and network building capabilities and reputation, her operational and project experience with Rio Tinto's Northern Operations and BHP's South Flank provides greater perspective on the direction of Indigenous engagement across the scope of the minerals industry.

Ms Drummond has acknowledged to the Company that she will have sufficient time to fulfil her responsibilities as a Director.

If elected, Ms Drummond is considered to be an independent director and is free from any business or other relationship that could materially interfere with, or reasonably be perceived to interfere with, the independent exercise of her judgement.

This Resolution is an ordinary Resolution.

The Directors (excluding Ms Drummond) recommend that shareholders vote in favour of this Resolution.

The Chair intends to vote undirected proxies in favour of this Resolution.

RESOLUTION 2 – ELECTION OF DIRECTOR – MARK STRIZEK

Clause 14.4 of the Constitution allows the Directors to appoint at any time a person to be a Director as an addition to the existing Directors, but only where the total number of Directors does not at any time exceed the maximum number specified by the Constitution.

Mr Strizek was appointed as a Non-Executive Director of the Company on 23 September 2022.

Accordingly, Mr Strizek retires at this Meeting, and, being eligible and offering himself for election, seeks election pursuant to this Resolution.

Mr Strizek holds a Bachelor of Science in Geology/Earth Science from Macquarie University and a Post Graduate Certificate in Geostatistic from Edith Cowan University. He has more than 25 years' experience in the resource industry having worked as geologist in various gold, base and technology metal projects. Mr Strizek has worked as an executive with management and Board responsibilities in exploration, feasibility, finance and development ready assets across Australia, West Africa, Asia and Europe. Notable companies which Mr Strizek has worked with includes Kalgoorlie Consolidated Gold Mines, Mines Resources Australia, Hellman & Schofield and Mineralogy.

Mr Strizek was the Managing Director of Vital Metals Limited (ASX:VML) from 2011 to 2019 and he is currently the Executive Director of Tietto Minerals Ltd (ASX:TIE).

Mr Strizek has acknowledged to the Company that he will have sufficient time to fulfil his responsibilities as a Director.

If elected, Mr Strizek is considered to be an independent director and is free from any business or other relationship that could materially interfere with, or reasonably be perceived to interfere with, the independent exercise of his judgement.

This Resolution is an ordinary Resolution.

The Directors (excluding Mr Strizek) recommend that shareholders vote in favour of this Resolution.

The Chair intends to vote undirected proxies in favour of this Resolution.

RESOLUTION 3 – RE-ELECTION OF DIRECTOR – CHEE CHEONG (DAVID) LOW

In accordance with clause 14.2 of the Constitution, at the Company's annual general meeting in every year, one third of the Directors for the time being, or, if their number is not a multiple of 3, then the number nearest one-third (rounded up in cases of doubt), shall retire from office, provided always that no Director, except a managing director, shall hold office for a period in excess of 3 years, or until the third annual general meeting following his or her appointment, whichever is longer, without submitting himself for re-election.

Accordingly, Mr Chee Cheong (David) Low retires by way of rotation and, being eligible, offers himself for re-election as a Director.

Mr Low has been a Director of the Company since 2 November 2015.

Mr Low is a Certified Practising Accountant with CPA Australia and was previously an investment banker in Asia for over 10 years, advising on various mergers and acquisitions, initial public offerings, fund raisings in both debt and equity, and corporate and debt restructuring.

Mr Low is currently a corporate advisor in Melbourne focusing on cross border corporate finance activities between Asia and Australia. Mr Low formerly holds directorships with Ennox Group Ltd (ASX Code: EXO) and VIP Glove Limited (ASX: VIP) and Black Star Petroleum Ltd (ASX Code: BSP). He is not related to Mr Datuk Siak Wei Low.

Mr Low has acknowledged to the Company that he will have sufficient time to fulfil his responsibilities as a Director.

This Resolution is an ordinary resolution.

The Directors (excluding Mr Low) recommend that shareholders vote in favour of this Resolution.

The Chair of the Meeting intends to vote undirected proxies in favour of this Resolution.

RESOLUTION 4 – APPOINTMENT OF WILLIAM BUCK AUDIT (VIC) PTY LTD AS AUDITOR

Resolution 4 seeks Shareholder approval for the appointment of William Buck Audit (Vic) Pty Ltd as the Company's auditor.

Section 327A(2) of the Corporations Act provides that the initial appointment of an auditor of a public company lasts until the first annual general meeting of a company.

The Directors appointed William Buck Audit (Vic) Pty Ltd as the Company's auditor on 4 October 2021.

Section 327B(1) of the Corporations Act provides that a company must appoint an auditor at its first annual general meeting. The auditor must be re-appointed at the first annual general meeting so that they may continue to act as auditor of the company.

In accordance with section 328B(1) of the Corporations Act, the Company has sought and obtained a nomination from a Shareholder for William Buck Audit (Vic) Pty Ltd to be appointed as the Company's auditor. A copy of this nomination is attached to this Notice at Schedule 1.

William Buck Audit (Vic) Pty Ltd has given its written consent to act as the Company's auditor subject to this Resolution being passed. If this Resolution is passed, the appointment of William Buck Audit (Vic) Pty Ltd as the Company's Auditor will take effect at the close of this Meeting.

This Resolution is an ordinary resolution.

The Directors recommend that shareholders vote in favour of this Resolution.

The Chair of the Meeting intends to vote undirected proxies in favour of this Resolution.

GLOSSARY

Annual Report	means the Directors' Report, the Financial Report, and Auditor's Report, in respect to the year ended 30 June 2022.
Auditor	means William Buck Audit (Vic) Pty Ltd (ACN 116 151 136).
Auditor's Report	means the report of the Auditor contained in the Annual Report.
Board	means all or some of the Directors acting as the board of Directors of the Company.
Chair	means the person appointed to chair the Meeting of the Company convened by the Notice.
Closely Related Party	means: a) a spouse or child of the member; or b) has the meaning given in section 9 of the Corporations Act.
Company	means Taiton Resources Limited (ACN 062 284 084).
Constitution	means the constitution of the Company.
Corporations Act	means the <i>Corporations Act 2001</i> (Cth), as amended.
Director	means a director of the Company.
Directors' Report	means the annual directors' report prepared under Chapter 2M of the Corporations Act for the Company and its controlled entities.
Explanatory Memorandum	means the explanatory memorandum that accompanies and forms part of this Notice.
Financial Report	means the annual financial report in respect of the year ended 30 June 2022 prepared under Chapter 2M of the Corporations Act and contained in the Annual Report.
Key Management Personnel	has the same meaning as in the accounting standards issued by the Australian Accounting Standards Board and means those persons having authority and responsibility for planning, directing and controlling the activities of the Company, or if the Company is part of a consolidated entity, of the consolidated entity, directly or indirectly, including any Director (whether executive or otherwise) of the Company, or if the Company is part of a consolidated entity, of an entity within the consolidated group.
Meeting	means the annual general meeting convened by this Notice.
Notice or Notice of Annual General Meeting	means this notice of annual general meeting which incorporates the Explanatory Memorandum and the Proxy Form.
Proxy Form	means the proxy form that is enclosed with and forms part of this Notice.

Resolution	means a resolution set out in this Notice.
Share	means a fully paid ordinary share in the issued capital of the Company.
Share Registry	means Automic Pty Ltd.
Shareholder	means a registered holder of a Share in the Company.
WST	means Western Standard Time.

SCHEDULE 1 - NOMINATION OF AUDITOR

6 December 2022

The Board of Directors
Taiton Resources Ltd
Level 13
200 Queen Street
Melbourne VIC 3000

Dear Directors

Nomination of Auditor

In accordance with the section 328B(1) of the *Corporations Act 2001*(Cth) (**Act**), JCL Capital Pty. Ltd. ACN 155 973 792, being a shareholder of Taiton Resources Ltd, hereby nominates William Buck Audit (Vic) Pty Ltd for appointment as auditor of the Company.

Please distribute copies of this notice of this nomination as required by section 328B(3) of the Act.

Yours faithfully

A handwritten signature in black ink, appearing to be 'DL', written over a vertical line.

David Low
Director

PROXY FORM
