

ASX ANNOUNCEMENT

31 OCTOBER 2023

Results of Annual General Meeting

In accordance with Listing Rule 3.13.2, the directors of Mont Royal Resources Limited (“Mont Royal” or the “Company”)(ASX:MRZ) advise the resolutions put to shareholders at the Annual General Meeting held earlier today were carried.

The resolutions carried were:

1. ‘That the Remuneration Report be adopted by Shareholders on the terms and conditions in the Explanatory Memorandum.’
2. ‘That, in accordance with Article 6.3(j) of the Constitution, Listing Rule 14.4 and for all other purposes, Mr Ronnie Beevor, a Director who was appointed on 25 March 2023, retires and, being eligible, is elected as a Director of the Company, on the terms and conditions in the Explanatory Memorandum.’
3. ‘That, pursuant to and in accordance with 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 Listing Rule 7.1A.2 and on the terms and conditions in the Explanatory Memorandum.’
4. ‘That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of:
 - a. 7,108,676 Placement Shares issued under Listing Rule 7.1; and
 - b. 6,703,591 Placement Shares issued under Listing Rule 7.1A,on the terms and conditions in the Explanatory Memorandum.’
5. ‘That, pursuant to and in accordance with Listing Rule 7.1, and for all other purposes, Shareholders approve the issue of 3,000,000 Lead Manager Options to the Lead Manager (or its nominees), on the terms and conditions in the Explanatory Memorandum.’
6. ‘That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 1,446,717 Consideration Shares to Focus Graphite Inc., on the terms and conditions in the Explanatory Memorandum.’

7. 'That, pursuant to and in accordance with Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 1,500,000 Incentive Options to Mr Ronnie Beevor (or his nominee), on the terms and conditions in the Explanatory Memorandum.'

8. 'That the modification of the Company's Constitution to re-insert the proportional takeover bid approval provisions contained in Schedule 4 of the Constitution for a period of three years from the date of approval of this Resolution is approved under and for the purposes of sections 648G(4) and 136(2) of the Corporations Act and for all other purposes.'

ENDS.

For and on Behalf of the Board

Shaun Menezes | Company Secretary

For Further Information:

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About Mont Royal Resources

Mont Royal Resources Limited (ASX:MRZ) is an Australian company incorporated for the purpose of pursuing various mining opportunities in the resources sector, with the aim of building shareholder value by acquiring, exploring, evaluating and exploiting mineral resource project opportunities.

Mont Royal acquired 75% of Northern Lights Minerals 536 km² tenement package located in the Upper Eastmain Greenstone belt - the projects are located in the emerging James Bay area, a tier 1 mining jurisdiction of Quebec, Canada, and are prospective for lithium, precious (Gold, Silver) and base metals mineralisation (Copper, Nickel),

The Company has a binding JV option agreement with Azimut Exploration Inc. (TSXV: AZM), to earn-in up to 70% of the Wapatik Gold-Copper Nickel Project. Furthermore, For further information regarding Mont Royal Resources Limited, please visit the ASX platform (ASX:MRZ) or the Company's website www.montroyalres.com



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Disclosure of Proxy Votes

Mont Royal Resources Limited

Annual General Meeting

Tuesday, 31 October 2023



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In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)			Results
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
1 Remuneration Report	P	30,623,059	29,788,502 97.27%	169,000 0.55%	0	665,557 2.17%	30,454,059 99.45%	169,000 0.55%	0	-
2 Election of Director – Mr Ronnie Beevor	P	39,976,899	30,940,648 77.40%	8,370,694 20.94%	9,000	665,557 1.66%	31,606,205 79.06%	8,370,694 20.94%	9,000	Passed
3 Approval of 10% Placement Facility	P	40,485,899	39,811,342 98.33%	9,000 0.02%	0	665,557 1.64%	40,476,899 99.98%	9,000 0.02%	0	Passed
4a Ratification of issue of Placement Shares under Listing Rule 7.1	P	22,482,293	21,807,736 97.00%	9,000 0.04%	0	665,557 2.96%	22,223,293 99.96%	9,000 0.04%	0	Passed
4b Ratification of issue of Placement Shares under Listing Rule 7.1A	P	22,482,293	21,807,736 97.00%	9,000 0.04%	0	665,557 2.96%	22,223,293 99.96%	9,000 0.04%	0	Passed
5 Approval of issue of Lead Manager Options	P	40,485,899	20,888,088 51.59%	18,932,254 46.76%	0	665,557 1.64%	21,553,645 53.24%	18,932,254 46.76%	0	Passed
6 Ratification of issue of Consideration Shares	P	40,485,899	39,801,342 98.31%	19,000 0.05%	0	665,557 1.64%	40,466,899 99.95%	19,000 0.05%	0	Passed
7 Ratification of issue of Incentive Options to Mr Ronnie Beevor	P	39,985,899	23,825,588 59.58%	15,494,754 38.75%	0	665,557 1.66%	24,491,145 61.25%	15,494,754 38.75%	0	Passed



			Proxy Votes				Poll Results (if applicable)			Results
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
8 Re-insertion of Proportional Takeover Bid Approval Provisions	P	40,485,899	39,801,342 98.31%	19,000 0.05%	0	665,557 1.64%	40,466,899 99.95%	19,000 0.05%	0	Passed

