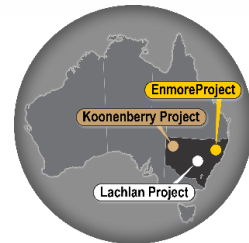


ASX ANNOUNCEMENT
28 April 2025

Shareholder request for meeting



Koonenberry Gold Limited (**KNB** or the **Company**) (ASX:KNB) advises that the Company has received correspondence from Abadi Investments Pty Ltd (ACN 153 140 197) and Datt Capital Pty Ltd (ACN 124 330 865) who hold over 5% of the votes that may be cast at a general meeting of the Company (**Requisitioning Shareholders**). The correspondence includes:

- A notice purportedly under section 249D of the *Corporations Act 2001* (Cth) (**Corporations Act**), by which the Requisitioning Shareholders have requested the Company call and arrange a general meeting of the Company for the purposes of considering the following resolutions (**Section 249D Notice**):
 1. *That, pursuant to section 203D of the Corporations Act and for all other purposes, Mr George Rogers be removed as a Director of the Company effective on and from the close of the General Meeting, provided that if for any reason the removal at that time would cause the Company to have less than the requisite number of Directors required by the Corporations Act or the Company's Constitution, the removal will take effect at the first time at which that would not be the case.*
 2. *That, pursuant to section 203D of the Corporations Act and for all other purposes, Mr Darren Glover be removed as a Director of the Company effective on and from the close of the General Meeting, provided that if for any reason the removal at that time would cause the Company to have less than the requisite number of Directors required by the Corporations Act or the Company's Constitution, the removal will take effect at the first time at which that would not be the case.*
 3. *That Mr Tim Kennedy, having consented to act as a Director of the Company, be appointed as a Director of the Company in accordance with rule 11.1(i) of the Company's Constitution, effective on and from the close of the General Meeting.*
 4. *That Mr Tony Gu, having consented to act as a Director of the Company, be appointed as a Director of the Company in accordance with rule 11.1(i) of the Company's Constitution, effective on and from the close of the General Meeting.*
 5. *That pursuant to section 254H of the Corporations Act and for all other purposes, the issued capital of the Company be consolidated on the basis that:*
 - (i) every 10 ordinary shares be consolidated into 1 ordinary share;*
 - (ii) every 10 options be consolidated into 1 option; and*
 - (iii) every 10 performance rights be consolidated into 1 performance right,**and where this consolidation results in a fraction of a share, option or performance right being held, the Company be authorised to round that fraction up to the nearest whole share, option or performance right (as the case may be).*
- Consent to act as a director of the Company signed by Tim Kennedy and Tony Gu.

- The Requisitioning Shareholders have also provided the Company with a members' statement under section 249P of the Corporations Act (**Section 249P Statement**).

The Company will consider the validity of the Section 249D Notice and the Section 249P Statement, and will comply with its obligations under the Corporations Act. The Company will keep shareholders updated in accordance with all legal requirements.

The Company also notes that receipt of the Section 249D Notice was preceded by receipt, in March this year, of a notice purportedly under section 203D of the Corporations Act, by which the Requisitioning Shareholders notified the Company of their intention to move the following resolutions in the following form at the next general meeting of the Company (**Section 203D Notice**):

1. *That, pursuant to section 203D of the Corporations Act, Mr Paul Andrew Harris be removed as a director of the Company effective on and from the close of the general meeting.*
2. *That, pursuant to section 203D of the Corporations Act, Mr George Rogers be removed as a director of the Company effective on and from the close of the general meeting.*
3. *That, pursuant to section 203D of the Corporations Act, Mr Darren Glover be removed as a director of the Company effective on and from the close of the general meeting.*

This ASX release was authorised by the Board of the Company.

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