

Annual General Meeting of Shareholders Voting Results

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolutions and the proxy poll voting results received in respect of each resolution set out in the attached voting summary.

This announcement was authorised for release by the CEO and Managing Director.

ASX Announcement

27 October 2020

Fast Facts

Shares on Issue 113M

Market Cap (@ 50 cents) \$56.5M

Cash \$8.9M¹

¹As of 30 June 2020 plus \$1.25M received first cash instalment for Tick Hill Tailings Stockpile Sale and \$1.5M cash received as a result of Tick Hill permit approval (excludes remaining ~\$3.25M cash receipts from Tailings Sale & NSR Royalty Agreement, refer ASX release 3 August 2020), Tranche 1 Placement proceeds of \$2.65M (Refer ASX release 9 September 2020) and \$2M SPP proceeds.

Board and Management

Peter Bowler, Non-Exec Chairman

Rob Watkins, Managing Director

Greg Barrett, Non-Exec Director & Company Secretary

Paul Payne, Non-Exec Director

Company Highlights

- Proven and highly credentialed management team
- Tight capital structure and strong cash position
- Commenced exploration at the Mallina Basin in the Pilbara of WA
- Projects near to De Grey's Hemi gold discovery on 394 km² of highly prospective tenure
- 100% ownership of the Tick Hill Gold Project (granted ML's) in Qld, historically one of Australia highest grade and most profitable gold mines
- Past production of 511 koz at 22 g/t gold
- Indicated and Inferred Mineral Resource of 845,000 t @ 2.47 g/t gold for 67,100 ounces²
- Proven and Probable Ore Reserves of 459,900 t @ 1.89 g/t gold for 28,000 ounces²
- 323 km² surrounding exploration package containing numerous gold and copper targets

²Refer ASX release 5 June 2020, to be adjusted following Tailings Sale & NSR Royalty Agreement, refer ASX release 3 August 2020

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CARNABY RESOURCES LIMITED
ANNUAL GENERAL MEETING
Tuesday, 27 October 2020
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	7,156,755 97.09%	156,666 2.13%	57,548 0.78%	135,654	11,053,548 98.60%	156,666 1.40%	135,654	Carried
2 Election of Director - Mr Greg Barrett	Ordinary	7,336,755 97.43%	136,666 1.81%	57,548 0.76%	50,654	19,789,052 99.31%	136,666 0.69%	50,654	Carried
3 Re-election of Director - Mr Paul Payne	Ordinary	7,261,755 97.40%	136,666 1.83%	57,548 0.77%	125,654	19,714,052 99.31%	136,666 0.69%	125,654	Carried
4 Approval of 7.1A Mandate	Special	6,731,755 90.65%	500,000 6.73%	194,214 2.62%	155,654	19,320,718 97.48%	500,000 2.52%	155,654	Carried
5 Ratification of Tenement Acquisition Shares	Ordinary	7,488,421 99.24%	0 0.00%	57,548 0.76%	35,654	19,940,718 100.00%	0 0.00%	35,654	Carried
6 Ratification of Tenement Acquisition Shares	Ordinary	7,139,421 99.20%	0 0.00%	57,548 0.80%	384,654	19,591,718 100.00%	0 0.00%	384,654	Carried
7 Ratification of Tranche 1 Placement Shares	Ordinary	7,083,987 98.21%	28,600 0.40%	100,048 1.39%	35,654	19,578,784 99.85%	28,600 0.15%	35,654	Carried
8 Issue of Shares to Director - Mr Paul Payne - Placement	Ordinary	7,101,755 96.81%	176,666 2.41%	57,548 0.78%	245,654	19,554,052 99.10%	176,666 0.90%	245,654	Carried
9 Issue of Shares to Director - Mr Robert Watkins - Placement	Ordinary	7,176,755 96.39%	176,666 2.37%	92,548 1.24%	135,654	15,386,300 98.86%	176,666 1.14%	4,413,406	Carried
10 Issue of Shares to Director - Mr Greg Barrett - Placement	Ordinary	7,176,755 96.84%	176,666 2.38%	57,548 0.78%	170,654	15,351,300 98.86%	176,666 1.14%	4,448,406	Carried
11 Issue of Shares to Director - Mr Peter Bowler - Placement	Ordinary	7,176,755 96.84%	176,666 2.38%	57,548 0.78%	170,654	19,629,052 99.11%	176,666 0.89%	170,654	Carried

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