

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF GOKNET MINING  
COMPANY LIMITED HELD AT SUNLODGE HOTEL, TESANO, ACCRA, ON  
MONDAY, THE 6<sup>TH</sup> DAY OF MAY, 2024 AT 09.00 HOURS GMT**

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**PRESENT:**

BOARD OF DIRECTORS IN ATTENDANCE:

None

SHAREHOLDERS IN ATTENDANCE

1. Aton Ventures Fund Limited – by proxy
2. MIA Investments Ltd. – represented by Douglas Richard MacQuarrie
3. Eric Ewen
4. Adrian Wade – by proxy
5. Vivian Oppong Donnell – by proxy
6. Wilson Gyamera Kesse – by proxy
7. Kirsten Gaiser – by proxy
8. Doreen Kent – by proxy
9. Renata Cecconi – by proxy
10. Trent Pezzot – by proxy
11. SJV Consultants Ltd. – by proxy

**ABSENT:**

1. Thomas Ennison Estate
2. Nevsun Resources Ltd. T. Biney
3. Godfried Opong Kesse Jr.
4. T.K. Appiah Estate
5. Ammie Akyere Kesse
6. Helen Opong Kesse
7. Kessewaa Brown
8. Kwado Owusu Kesse

**QUORUM**

A quorum was present at the Meeting

## **OPENING**

Members present at the meeting elected Mr. Douglas Richard MacQuarrie as Chairman of the EGM after which the Chairman called the Meeting to order.

## **NOTICE OF THE MEETING**

Notice of the meeting dated 15<sup>TH</sup> April, 2024 was taken as read.

## **CHAIRMAN'S REMARK**

The Chairman welcomed all shareholders present and explained why the EGM was called by the requisitioning Shareholders instead of the Board of Directors. In his explanation he stated that, it became expedient for the requisitioning shareholders to call the meeting when the Directors failed to call the meeting pursuant to a requisition under Section 299 (1)(a) and (2) of the Companies Act, 2019 (Act 992) by 63% members of GOKNET MINING COMPANY LIMITED.

The Chairman introduced representatives of ANKU.ANKU AT-LAW and invited them to facilitate the meeting.

The Chairman informed the shareholders that all resolutions tabled at the Meeting would be put to vote by way of poll. Shareholders and proxyholders could cast their votes for each resolution tabled.

The Chairman informed the attendees that, Mr. Douglas Richard MacQuarrie has been appointed by some shareholders as proxy to vote on the resolutions as set out in the Notice of EGM. Accordingly, all votes cast by him were so directed for each resolution.

The Chairman proceeded to deal with the formal resolutions of the Meeting and declared that the voting was opened for shareholders and proxyholders to cast their votes on each of the resolutions tabled at the Meeting.

## **ORDINARY BUSINESS**

### **RESOLUTION 1**

To remove ALL Directors namely Mr. Nana Prah Agyensaim VI, Aries YaaYaa Blankson and Herman Kwaku Arhin as directors of the Company.



The Directors were absent, thus failed, refused or neglected to attend and defend their case.

The resolution:

**RESOLVED THAT** Mr. Nana Prah Agyensaim VI, Aries YaaYaa Blankson and Herman Kwaku Arhin are removed as directors of the Company with effect from 6<sup>th</sup> May, 2024.

#### RESOLUTION 2

The Chairman informed members present that David Dawes had withdrawn his consent for appointment as a director and will no longer be up for election.

Therefore the resolution was amended to read: To elect Carlo Giuseppe Civelli and Azara Abukari-Haroun as directors of the Company.

The resolution:

**RESOLVED THAT** Carlo Giuseppe Civelli, and Azara Abukari-Haroun are elected directors of the Company with effect from 6<sup>th</sup> May, 2024.

#### RESOLUTION 3

To elect Douglas Richard MacQuarrie as a director of the Company.

The resolution:

**RESOLVED THAT** Douglas Richard MacQuarrie be elected director of the Company with effect from 6<sup>th</sup> May, 2024.

At the end of the time allocated for voting, the Chairman declared the voting closed. He went on to present the results of the voting by poll for the motions tabled at the Meeting. The results of Resolutions 1, 2 and 3 which were presented to the attendees present, were as follows:

<b>RESOLUTION</b>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
Resolution 1	70.912%	0	29.088%
Resolution 2	70.912%	0	29.088%
Resolution 3	63.59%	0	36.41%

## **CONCLUSION**

The Chairman confirmed the removal of Nana Prah Agyensaim VI, Aries YaaYaa Blankson and Herman Kwaku Arhin as directors of the Company by majority vote and the appointment of Carlo Giuseppe Civelli, Azara Abukari-Haroun and Douglas Richard MacQuarrie as directors of the Company by majority vote.

The Chairman also deemed the proposed EGM of 10<sup>th</sup> May 2024 as cancelled. He concluded the Meeting at 9.40 am GMT and thanked everyone present for attending the EGM.

Confirmed as a true record of proceedings.



DOUGLAS RICHARD MACQUARRIE  
CHAIRMAN