

KERAS RESOURCES PLC

Resolutions passed at a General Meeting of Keras Resources PLC ('the Company') held on 18 January 2021 at 11.00am

ORDINARY RESOLUTION

- 1 That, in addition to the authorities granted at the General Meeting of the Company held on 24 August 2020, the directors of the Company be and they are hereby generally and unconditionally authorised for the purpose of section 551 of the Companies Act 2006 ('the Act') to exercise all or any of the powers of the company to allot equity securities (within the meaning of Section 560 of the Act) in respect of the subscription rights contained in warrants to subscribe for equity securities issued by the Company up to a maximum nominal value of £114,997.57, provided that this authority shall, unless previously revoked or varied by the Company in general meeting, expire on 31 December 2021 save that, in the event that the Company extends the date for exercise of such subscription rights to a later date, the authority shall expire on such later date.

SPECIAL RESOLUTION

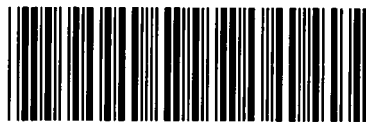
- 2 That, in addition to the authorities granted at the General Meeting of the Company held on 24 August 2020, and subject to the passing of the immediately preceding Resolution, the directors of the Company be and they are hereby empowered pursuant to section 570 of the Act to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred upon them by the preceding Resolution as if section 561(1) of the Act did not apply to any such allotment provided that the power conferred by the Resolution, unless previously revoked or varied by special resolution of the Company in general meeting, shall be limited:
 - (a) to the allotment of equity securities for cash up to an aggregate nominal value of £89,997.57 in respect of the subscription rights contained in warrants to subscribe for equity securities issued by the Company under a Warrant Instrument dated 30 July 2020, and shall expire on 31 August 2021 save that, in the event that the Company, before such expiry, extends the date for exercise of such subscription rights to a later date, the authority shall expire on such later date; and
 - (b) to the allotment of equity securities for cash up to an aggregate nominal value of £25,000.00 in respect of the subscription rights contained in warrants to subscribe for equity securities issued by the Company under a Warrant Instrument dated 18 December 2020, and shall expire on 31 December 2021 save that, in the event that the Company, before such expiry, extends the date for exercise of such subscription rights to a later date, the authority shall expire on such later date

Signed



B Moritz (Chairman)
18 January 2021

TUESDAY



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26/01/2021

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COMPANIES HOUSE