



# UNICORN MINERAL RESOURCES PLC



39 Castleyard, 20/21 St Patrick's Road, Dalkey, Co Dublin, Ireland.

Dear Shareholder

An Annual General Meeting ("AGM") of Unicorn Mineral Resources Limited will be held at The Stephens Green Club, St Stephens Green, Dublin 2 on Tuesday, 15 November 2022, commencing 11:00 a.m..

The formal Notice of the AGM is attached, and a copy will also be available on the company website, [www.UnicornMineralResources.com](http://www.UnicornMineralResources.com).

As the restrictions put in place to deal with COVID-19 in relation to social distancing and public gatherings have been lifted, the AGM will be held in person. There will not be a Zoom link.

Shareholders will be able to submit questions in advance of the AGM by sending an email to the Company Secretary at [John.OConnor@UnicornMineralResources.com](mailto:John.OConnor@UnicornMineralResources.com) with "AGM Question" in the Subject line. All questions should include sufficient information to identify the shareholder on the Register of Members so that the questions may be addressed by the Chairman at the AGM, where possible and appropriate.

A Form of Proxy for use at the AGM is attached. The Proxy should be returned by post to the Company's registered office or by email to [John.OConnor@UnicornMineralResources.com](mailto:John.OConnor@UnicornMineralResources.com), to be received no later than 11:00 a.m. on 13 November, 2022. Instructions on completion of the Proxy are included in the notes to the Proxy.

Please note the dress code in The Stephens Green Club is to be smartly dressed, and can be found at [www.stephensgreenclub.ie/faqs/](http://www.stephensgreenclub.ie/faqs/)

Yours sincerely,

Paddy Doherty  
Chairman

# NOTICE OF ANNUAL GENERAL MEETING

## UNICORN MINERAL RESOURCES LIMITED

(the “Company”)

NOTICE is hereby given that an Annual General Meeting of the Company will be held at The Stephens Green Club, St Stephens Green, Dublin 2 on Tuesday, 15 November 2022 at 11:00 a.m., for the purpose of considering and, if thought fit, passing the following resolutions,

### Ordinary Business:

- (1) To re-elect Mr. Richard O’Shea as a Director of the Company.
- (2) To re-elect Mr. John O’Connor as a Director of the Company.
- (3) To elect Mr. Antony Legge as a Director of the Company.
- (4) To receive and consider the accounts for the year ended 31 March 2022 and the reports of the Directors and Auditors thereon.
- (5) To authorise the Directors to fix the remuneration of the Auditors.

With effect from the date of this Meeting:

- (6) That the Directors be generally and unconditionally authorised pursuant to Section 1021(1) of the Companies Act, 2014 to exercise all the powers of the Company to allot and issue equity shares up to an amount equal to the authorised but unissued share capital of the Company. The authority hereby conferred shall expire at the conclusion of the next Annual General Meeting unless previously renewed, varied or revoked by the Company in general meeting save that the Company may make an offer or agreement before the expiry of this authority which would or might require equity shares to be allotted or issued after this authority has expired and the Directors may allot and issue equity shares in pursuance of any such offer or agreement as if the authority conferred hereby had not expired.

### Special Business:

To consider and, if thought fit, pass the following special resolutions:

With effect from the date of this Meeting:

- (7) That, the Directors be empowered pursuant to Section 1021(1) of the Companies Act 2014 to allot equity shares pursuant to the authority conferred by Resolution 5 above as if Section 1023(4) of the said Act did not apply to any such allotment, provided that the allotment of equity shares does not exceed an amount equal to the authorised but unissued share capital of the Company. The powers hereby conferred shall expire on the next Annual General Meeting unless previously renewed, varied or revoked by the Company in general meeting, save that the Company may make an offer or agreement before the expiry of this power which would or might require equity shares to be allotted or issued after this authority has expired and the Directors may allot and issue equity shares in pursuance of any such offer or agreement as if the power conferred hereby had not expired.

**By Order of the Board**

**John O’Connor**

**Company Secretary**

**20 October, 2022**

John.OConnor@UnicornMineralResources.com

39 Castleyard,  
20/21 St Patrick’s Road,  
Dalkey, Co. Dublin,  
Ireland

www.UnicornMineralResources.com

**Note:** A member entitled to attend and vote at the above meeting may appoint a proxy to attend, speak and, on a poll, vote instead of him. A form of proxy accompanies this notice. To be effective a form of proxy must be received at the Company’s offices, 39 Castleyard, 20/21 St Patrick’s Road, Dalkey, Co Dublin, Ireland not less than 48 hours before the time appointed for the Meeting. A proxy need not be a member of the Company. Completing and returning a form of proxy will not preclude a member from attending and voting at the Meeting should he/she so wish.

# UNICORN MINERAL RESOURCES LIMITED

## FORM OF PROXY

**For use at the Annual General Meeting to be held at  
The Stephens Green Club, St Stephens Green, Dublin 2,  
at 11.00 a.m. on 15 November, 2022 and at any adjournment thereof**

I/We, the undersigned, being a member/members of the above named company hereby appoint the Chairman of the Meeting or .....as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 15 November, 2022 at 11:00 a.m. and at any adjournment thereof. I/We direct that my/our vote(s) be cast on the Resolutions as indicated by an "X" in the appropriate box. Unless otherwise directed the proxy may vote as he/she thinks fit.

<i>Resolutions</i>	<i>For</i>	<i>Abstain</i>	<i>Against</i>
1. To re-elect Mr. Richard O'Shea as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect Mr. John O'Connor as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To elect Mr. Antony Legge as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To receive and consider the accounts for the year ended 31 March 2022 and the reports of the Directors and Auditors thereon.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To authorise the Directors to fix the remuneration of the Auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To authorise the Directors to allot and issue relevant securities pursuant to Section 1021(1) of the Companies Act, 2014.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To authorise the Directors to allot and issue equity securities as if Section 1023(4) of the Companies Act, 2014 did not apply.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signature.....

Dated this.....day/of.....2022

Name in full (BLOCK CAPITALS) ...

Address.....

.....

**Notes**

- (1) A member entitled to attend and vote should appoint the Chairman as proxy to attend, speak and vote instead of him/her.
- (2) The form of proxy must be executed under the hand of the shareholder or his/her attorney duly authorised in writing, or if the shareholder is a body corporate, this form of proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised in writing. A proxy need not be a member of the Company.
- (3) To be effective, the form of proxy and the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority, should be received at the offices of the Company, 39 Castleyard, 20/21 St Patrick's Road, Dalkey, Co Dublin, Ireland, not later than 48 hours before the time appointed for the Meeting.
- (4) In the case of joint holders, the vote of the senior of them who tenders a vote, whether in person or proxy, shall be accepted to the exclusion of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the register.
- (5) Completion and return of a proxy form will not preclude a member from attending at the Meeting should he/she so wish.
- (6) Only those shareholders registered in the register of members of the Company as at close of business on 48 hours before the time appointed for the Meeting shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their names at the time. Changes to entries in the register after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.