



SUNRISE
RESOURCES plc
(“the Company”)

AIM Announcement

14 March 2025

Voting at AGM

Further to its announcement of 13 March 2025, Sunrise Resources plc (ticker symbol ‘SRES’), is pleased to provide the following information in respect of voting at its Annual General Meeting (“AGM”) held on 13 March 2025 where all resolutions were duly passed.

Table of Proxies received – all appointing the Chairman as Proxy

1. Ordinary Resolution: To receive the Accounts and Reports of the Directors and of the Auditors						
Votes For	% of votes cast	Against	% of votes cast	At holders' discretion	% of votes cast	No. Withheld
2,314,263,261	91.74	208,355,920	8.26	0	0	0

2. Ordinary Resolution: To re-elect Mr J Cole as a director						
Votes For	% of votes cast	Against	% of votes cast	At holders' discretion	% of votes cast	No. Withheld
1,518,134,933	60.18	1,004,484,248	39.82	0	0	0

3. Ordinary Resolution: To reappoint Crowe U.K. LLP as Auditor of the Company						
Votes For	% of votes cast	Against	% of votes cast	At holders' discretion	% of votes cast	No. Withheld
2,193,828,121	86.97	328,687,573	13.03	0	0	103,487

4. Ordinary Resolution: To authorise the Directors to allot shares						
Votes For	% of votes cast	Against	% of votes cast	At holders' discretion	% of votes cast	No. Withheld
1,991,386,102	78.94	531,129,592	21.06	0	0	103,487

5. Special Resolution: To approve dis-application of pre-emption rights						
Votes For	% of votes cast	Against	% of votes cast	At holders' discretion	% of votes cast	No. Withheld
1,991,346,572	78.94	531,169,122	21.06	0	0	103,487

N.B. Votes withheld are not counted as they are not a vote in law.

The Chairman also held a letter of representation in connection with a corporate shareholder in respect of 117,068,770 shares not included in the above proxies.

All resolutions were passed unanimously on a show of hands.

The Company’s Corporate Governance statement requires the Company to state any actions to be taken as a result of resolutions for which votes against have been received from at least 20 per cent of independent votes.

Resolution 2

The Company notes the high percentage of shares cast against the re-election of Mr James Cole as a director of the Company.

The Company recognises that shareholders are dissatisfied with the Company's share price performance and believes the high vote against Mr Cole's re-election to have been a protest vote.

The Board is very satisfied that, in his role as an independent non-executive director and Chairman of the Audit Committee, Mr Cole has acted in the best interests of all stakeholders and the Board had no hesitation in recommending him for re-election. Mr Cole has performed an important service to the Company for which he has received limited remuneration and made frequent and prolonged salary sacrifices, as have all directors.

The Board will continue to engage with shareholders to better understand the motivation behind the vote and explain the important role of independent non-executive directors.

Resolution 4

Resolution 4 is a general shareholder authority to issue new shares. This resolution is never popular amongst shareholders who, understandably, do not wish to see shareholder dilution. However, the Company has no regular income and so the passing of Resolution 4 allows the Company to raise fresh capital. The authority granted by Resolution 4 does, however, limit the number of shares that can be issued and only rarely has the authority been used in full.

The Directors will continue to balance the use of the facility with their duty to ensure that the Company is able to continue as a going concern and advance its business. The Directors have managed to limit the amount of funds raised through new share issues during the last financial year through the sale of a non-core project, securing future royalty rights at the same time. This policy will continue in 2025.

Resolution 5

This allows the Company to carry out fundraisings other than through a rights issue to all shareholders. Rights issues can be prohibitively expensive, particularly for smaller fundraises and they tend to have a low level of success when the share price is volatile. Furthermore, many shareholders hold their shares in broker nominee accounts which can complicate their participation in rights issues.

Shareholder can, however, feel disenfranchised by this resolution. In order to address this concern, the Company will, provided sufficient shareholder demand is communicated to the Company, consider provided a facility for shareholders to participate in fundraisings, alongside and on the same terms as any future share placing, through their broker (a "Broker Option").

See overleaf.....

Further information

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Market Abuse Regulation (MAR) Disclosure

The information contained within this announcement is deemed by the Company to constitute inside information as stipulated under the Market Abuse Regulations (EU) No. 596/2014 which forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 ('MAR'). Upon the publication of this announcement via a Regulatory Information Service ('RIS'), this inside information is now considered to be in the public domain.

Nominated Adviser

Beaumont Cornish Limited ("Beaumont Cornish") is the Company's Nominated Adviser and is authorised and regulated by the FCA. Beaumont Cornish's responsibilities as the Company's Nominated Adviser, including a responsibility to advise and guide the Company on its responsibilities under the AIM Rules for Companies and AIM Rules for Nominated Advisers, are owed solely to the London Stock Exchange. Beaumont Cornish is not acting for and will not be responsible to any other persons for providing protections afforded to customers of Beaumont Cornish nor for advising them in relation to the proposed arrangements described in this announcement or any matter referred to in it.

**Shares in the Company trade on AIM. EPIC: "SRES". Website:
www.sunriseresourcesplc.com**