

A copy of the company's 2022 Annual Report may be found online at
www.coronaresources.com.au/announcements

**CORONA RESOURCES LTD ABN 99 617 982 000
NOTICE OF ANNUAL GENERAL MEETING EXPLANATORY
STATEMENT AND PROXY FORM**

TIME: 11:00am (WST)

DATE: Wednesday 30 November 2022

PLACE: Corona Resources Ltd Level 1, 703 Murray Street West Perth WA 6005

This Notice of Annual General Meeting, Explanatory Statement and Proxy form should be read in their entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser without delay.

Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Corona Resources Ltd will be held at 703 Murray St, West Perth on Wednesday, 30 November 2022 at 11am (WST).

Please note terms used in the Resolutions contained in this Notice of Meeting have the same meaning as set out in the Glossary of the Explanatory Statement accompanying this Notice.

Financial Statements and Reports

To receive and consider the Annual Financial Report, together with the Director's and Auditors' Reports for the year ended 30 June 2022.

Resolution 1 – Re-Election of Mr Brian Hurley as a Director

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"That for all purposes, Mr Brian Hurley, who ceases to hold office in accordance with clause 50.1 of the Constitution and being eligible for re-election, be re-elected as Director."

Resolution 2 – Approval of buy-back

To consider and, if thought fit, pass the following resolution as an ordinary resolution:

"That for the purposes of Part 2J.1 of the Corporations Act 2001 (Cth) and for all other purposes, approval is given to the Company conducting an equal access share buy-back of up to 44,357,943 fully paid ordinary Shares at a price of \$0.07 per Share on the terms and conditions described in the Explanatory Statement to this Notice of Meeting."

Other Business

To deal with any other business which may be brought forward in accordance with the Constitution and the Corporations Act.

By Order of the Board of Directors

Michael Wright
Director
7 November 2022

How to vote

Shareholders can vote by either:

- Attending the meeting and voting in person or by attorney or, in the case of corporate shareholders, by appointing a corporate representative to attend and vote; or
- Appointing a proxy to attend and vote on their behalf using the proxy form accompanying this Notice of Meeting and by submitting their proxy appointment and voting instructions in person, by post or by facsimile.

Voting in person (or by attorney)

Shareholders, or their attorneys, who plan to attend the meeting are asked to arrive at the venue 15 minutes prior to the time designated for the meeting, if possible so that their holding may be checked against the Company's share register and attendance record.

Attorneys should bring with them an original or certified copy of the power of attorney under which they have been authorised to attend and vote at the meeting.

Voting by a corporation

A shareholder that is a corporation may appoint an individual to act as its representative and vote in person at the meeting. The appointment must comply with the requirements of section 250D of the Corporations Act. The representatives should bring to the meeting evidence of his or her appointment, including any authority under which it is signed.

Voting by Proxy

- A shareholder entitled to attend and vote is entitled to appoint not more than two proxies. Each proxy will have the right to vote on a poll and also to speak at the meeting.
- The appointment of the proxy may specify the proportion or the number of votes that the proxy may exercise. Where more than one proxy is appointed and the appointment does not specify the proportion or number of shareholder's votes each proxy may exercise, the votes will be divided equally among the proxies (i.e. where there are two proxies, each proxy may exercise half of the votes).
- The proxy can either be an individual or a body corporate.
- If the proxy is not directed how to vote on an item of business, the proxy may vote, or abstain from voting, as they think fit.
- Should any resolution, other than those specified in his Notice, be proposed at the meeting, a proxy may vote on that resolution as they think fit.
- If a proxy is instructed to abstain from voting on an item of business, they are directed not to vote on the shareholder's behalf on the poll and the shares that are subject of the proxy appointment will not be counted in calculating the required majority.
- Shareholders who return their proxy forms with a direction how to vote but not nominate the identity of their proxy will be taken to have appointed the Chairman of the Meeting as their proxy to vote on their behalf. If a proxy form is returned but the nominated proxy does not attend the meeting, the Chairman of the Meeting will act in place of the nominated proxy and vote in accordance with any instructions. Proxy appointments in favour of the Chairman of the Meeting, the secretary or any Director that do not contain a direction how to vote will be used where possible to support each of the resolutions proposed in this Notice, provided they are entitled to cast votes as a proxy under the voting exclusion rules which apply to some of the proposed resolutions. These rules are explained in this Notice.
- To be effective, proxies must be lodged by 11am (WST) Monday 28 November 2022. Proxies

lodged after this time will be invalid.

- Proxies may be lodged by returning a completed proxy form in person or by post using the pre-addressed envelope provided with mailed copies of this Notice to 703 Murray St, West Perth WA 6005 or by emailing a completed proxy form to admin@coronaresources.com.au

The proxy form must be signed by the shareholder or the shareholder's attorney. Proxies given by corporations must be executed in accordance with the Corporations Act.

Where the appointment of a proxy is signed by the appointer's attorney, a certified copy of the power of attorney, or the power itself, must be received by the Company at the above address by 11 am (WST) on Monday 28 November 2022. If email transmission is used, the power of attorney must be certified.

Shareholders who are entitled to vote

In accordance with Regulations 7.11.37 and 7.11.38 of the *Corporations Regulations 2001*, the Board has determined that a person's entitlement to vote at the Annual General Meeting will be their entitlement of that person set out in the Register of Shareholders as at Monday 28 November 2022 at 11am (WST).

Explanatory Statement

The Explanatory Statement has been prepared for the information of the Shareholders in relation to the business to be conducted at the Company's 2022 Annual General Meeting.

The purpose of this Explanatory Statement is to provide Shareholders with all information known to the Company which is material to a decision on how to vote on the resolutions in the accompanying Notice of Annual General Meeting.

This Explanatory Statement should be read in conjunction with the Notice of the Annual General Meeting. Capitalised terms in this Explanatory Statement are defined in the Glossary.

1. Financial Statements and Reports

The Annual Financial Report, Director's Report and Auditor's Report for the Company for the year ended 30 June 2022 will be laid before the meeting.

There is no requirement for the Shareholders to approve these reports. However, the Chairman will allow a reasonable opportunity for Shareholders to ask questions or make comments about those reports and the management of the Company. Shareholders will also be given a reasonable opportunity to ask the auditor questions about the conduct of the audit and the preparation and the content of the Auditor's Report.

No resolution is required to be moved in respect of this term.

In addition to taking questions at the meeting, written questions to the Chairman about the management of the Company, or to the Company's Auditor about:

- The preparation and content of the Auditor's Report;
- The conduct of the audit
- Accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- The independence of the auditor in relation to the conduct of the audit, may be submitted no later than 5 business days before the meeting date to:

By post:
The Company Secretary
Corona Resources Limited
703 Murray St West Perth WA 6005

or

By email:
admin@coronaresources.com.au

Resolution 1 - Re-Election of Mr Brian Hurley as a Director

Resolution 1 seeks approval for the re-election of Mr Brian Hurley as a Director of the Company with effect from the end of the meeting.

Mr Hurley has over 40 years experience in senior management in the resource sector. Since retiring from Western Mining Corporation in 1990 where he was employed as General Manager – Nickel division, and Senior General Manager - WA, Mr Hurley has been a chairman and/or a Director of a number of junior mining and/or exploration companies.

The Directors (other than Mr Hurley) support the re-election of Mr Hurley as a Director of the Company.

Resolution 2 - Approval of buy-back

1 Introduction

The Company has decided, subject to obtaining Shareholder approval, to conduct an equal access buyback of up to 44,357,942 Shares (**Buy-Back**), being all of the Shares on issue. Because the Buy-Back is an equal access scheme, the Company will purchase the same percentage of each participant's Shares, being 100%. A shareholder may only accept the offer for all of the Shares held by the shareholder and not part thereof.

Because a company must have at least one member, the Company may not buy back all of its Shares. The Directors have confirmed that it is their intention to not participate in the Buy-Back, despite being eligible to participate in the Buy-Back. Based on the Directors' aggregate shareholding of 58% of the Company's Shares and the Directors' intention to not participate in the Buy-Back, it is unlikely that more than 42% of the Company's Shares will be bought back pursuant to the Buy-Back.

The Company considers the Buy-Back provides an opportunity to create a liquidity event for Shareholders who have not had access to a liquid market to realise the value of their shareholding since acquiring Shares.

Shareholders that participate in the Buy-Back will receive cash for their Shares, rather than have the value of their investment be dependent on the value of their equity investment in Shares, which is predominantly comprised of the Company's cash position of \$4,010,000 and 297,718 Karora Resources Inc shares listed on the TSX.

Shareholders should note that the Resolution is a permissive resolution and does not oblige or require the Company to buy back Shares. The size and timing of any Share buy-backs will be in accordance with the details set out in the Explanatory Statement if the resolution is passed.

2 Details of the Buy-Back

The key details of the proposed Buy-Back are as follows:

Term	Details
Eligible Shareholders	The Company will make the Buy-Back offer to all Shareholders holding Shares as at 5:00pm (AWST) on 30 November 2022 . Share transfers registered after that time will be disregarded in determining entitlements to participate in the Buy-Back.
Buy-Back Price	The Company will offer to buy-back the Shares at a price of \$0.07 per Share.

Buy-Back Limit	<p>The maximum number of Shares to be purchased under the Buy-Back will be 44,357,943 Shares which represents 100% of the Shares on issue.</p> <p>The Directors have confirmed that it is their intention to not participate in the Buy-Back, despite being eligible to participate in the Buy-Back. Based on the Directors' aggregate shareholding of 58% of the Company's Shares and the Directors' intention to not participate in the Buy-Back, it is unlikely that more than 42% of the Company's Shares will be bought back pursuant to the Buy-Back.</p>
Buy-Back Period	<p>The Buy-Back offer opens at 9:00am (AWST) on Monday, 5 December 2023 and closes at 5:00pm (AWST) on Monday, 30 January 2023.</p> <p>Where a Shareholder accepts the Buy-Back offer, consideration will be paid by Wednesday, 1 February 2023 and the Buy-Back Shares that have been bought back will be cancelled.</p>

3 Effect on Share capital

As at the date of this Notice, the Company has 44,357,943 of Shares on issue.

The Directors have confirmed that it is their intention to not participate in the Buy-Back, despite being eligible to participate in the Buy-Back. Based on the Directors' aggregate shareholding of 58% of the Company's Shares and the Directors' intention to not participate in the Buy-Back, it is unlikely that more than 42% of the Company's Shares will be bought back pursuant to the Buy-Back.

The following table demonstrates the overall effect of the Buy-Back if Eligible Shareholders accept the Buy-Back offer in the varying proportions set out below:

Assumed Acceptances	Scenario 1: 50% Acceptance¹	Scenario 2: 42% Acceptance	Scenario 3: 25% Acceptance	Scenario 4: Nil Acceptance
Shares on issue (fully paid ordinary shares)	44,357,943	44,357,943	44,357,943	44,357,943
Less Shares bought back	22,178,971	18,630,336	11,089,485	0
Shares upon completion of buy-back offer and cancellation of the shares	22,178,971	25,727,607	33,268,458	44,357,943

¹ This scenario is illustrative only. See the second paragraph of this Section 3.

4 Interests of directors

As at the date of this Notice of Meeting, the Directors' interests in the Company's securities and intention as to whether they will participate in the Buy-Back is as follows:

Director	Shares currently held	% of Company's issued capital (pre-buy-back)	Does the director intend to participate in the Buy-Back?
Michael P Wright	2,206,422	4.98%	No
Terrence M Allen	23,370,887	52.68%	No
Brian J Hurley	30,001	0.07%	No

Directors will be eligible to participate in the Buy-Back, however the Directors have advised the Company that they do not intend to participate in the Buy-Back.

The Directors do not intend to participate in the Buy-Back given their capacity to exercise Board control in order to oversee alternative strategies, pursuits and asset acquisitions in the Company and to preserve an equity interest in the Company to realise value from those pursuits should they materialise.

As at the date of this Notice of Meeting, no new opportunities are available or identified to be pursued and the Company's sole assets represent cash and a listed investment in Karora Resources Inc shares. Karora Resources Inc is a Toronto Stock Exchange (TSX) listed (KRR.TSE) nickel and gold producer. There is no timeframe established or anticipated in which new opportunities may be available to be pursued by the Company, or certainty that any opportunity will present at all.

5 Financial effect of the buy-back on the Company

The financial effect of the buy-back on the Company is as follows:

- (a) the Company's cash reserves will be reduced by \$1,304,123 assuming Buy-Back offers are accepted up to the Buy-Back acceptance levels in Scenario 2 of the table in Section 3 above, which reflects 42% of the Buy-Back offers being accepted.
- (b) The value of the Company's assets and total equity will decrease as a result of the Buy-Back being funded from the Company's cash reserves. The Company's other liquid assets will be solely comprised of Karora Resources Inc. shares, which as at the date of this Notice are valued at approximately C\$848,496 (with the Company holding a total of 297,718 shares and a KRR.TSE last traded price of \$2.85 as at 31 October 2022); and
- (c) the value of the Company's net assets per Share will change (as a result of the cancellation of the shares which are bought back under the buy-back and the reduction in net assets once cash is applied to fund the Buy-Back).

The Board does not anticipate the financial effect of the Buy-Back on the Company will materially prejudice the Company's ability to pay its creditors.

6 Funding of the Buy-Back

The Buy-Back will be funded by the Company's available cash reserves.

7 Advantages of the Buy-Back

- (a) Shareholders will be presented with a liquidity opportunity in respect of their Shares, which remain unlisted with no traded market available.
- (b) Shareholders will no longer be exposed to value erosion from the costs associated with funding the Company's administration through the payment of fees and associated expenses of administering and maintaining the Company in good standing.

- (c) Shareholders will receive cash for their Shares, rather than have their investment tied to the Company's equity valuation and corporate objectives which due to circumstances conveyed by the Directors to date, have not been capable of being pursued as anticipated.

8 Disadvantages of the buy-back

The Board considers that disadvantages of the Buy-Back are that:

- (a) It will reduce the cash resources of the Company available for working capital purposes.
- (b) Shareholders that accept the Buy-Back will no longer be Shareholders of the Company and therefore lose exposure to future opportunities that may be pursued by the Company and any accretion in the valuation of shares in Karora Resources Inc (the Company's sole asset), which will have a 'look through' valuation impact on the Company's Shares.

9 Board recommendation

The Board unanimously recommends that Shareholders vote in favour of the Resolution approving the buy-back for the reasons set out in this Explanatory Statement.

10 Other material information

There is no information material to the making of a decision by a Shareholder whether or not to approve the Resolution being information that is known to any of the directors which has not been previously disclosed to Shareholders, other than as disclosed in this Explanatory Statement.

In accordance with section 257H(3) of the Corporations Act, immediately after the registration of the transfer to the Company of the shares bought back, the Shares will be cancelled.

11 Buy-Back offer

The Buy-Back offer, containing the offer to buy-back the Shares and describing how Shareholders can accept that offer, together with an acceptance form will be sent to Shareholders. An example template of the Buy-Back offer accompanies this Notice.

12 Proposed Buy-back timetable

The following table sets out the proposed timeframe for completion of the buy-back:

Event	Date
Lodgment with ASIC Lodgment of ASIC Form 280 (Notification of share buy-back details) and accompanying documents setting out the terms of the offer	Prior to Wednesday, 16 November 2022
Meeting of Members Meeting to be held to approve Proposed Buy-back	11:00am (AWST) Wednesday, 30 November 2022
Record Date	5:00pm (AWST) Wednesday, 30 November 2022
Offer Sent and Buy-Back opens	9:00am (AWST) Monday, 5 December 2022
Buy-Back Closes	5:00pm (AWST) Monday, 30 January 2023
Complete Share Buy Back	Wednesday, 1 February 2023

Shares transferred and consideration paid	
Lodgment with ASIC Shares acquired pursuant to Buy-Back cancelled / lodge an ASIC Form 484 (Change to company details)	Wednesday, 1 February 2023

Glossary

In this Explanatory Statement and in addition to those terms which are internally defined, the following terms have the following unless the context otherwise requires;

"**Board**" means the board of Directors of the Company;

"**Company**" means Corona Resources Limited ABN 99 617 982 000;

"**Constitution**" means the Company's constitution, as amended from time to time;

"**Corporations Act**" means Corporations Act 2001 (Cth);

"**Director**" means a Director of the Company;

"**Explanatory Statement**" means the explanatory statement accompanying this Notice

"**Meeting**" means the Annual General Meeting of the Company the subject of the Notice.

"**Notice**" means the Notice of Annual General Meeting;

"**Resolution**" means a resolution contained in this Notice;

"**Share**" means a fully paid ordinary share in the capital of the Company;

"**Shareholder**" means the holder of Share(s); and

"**WST**" means Australian Western Standard Time.

2022 ANNUAL GENERAL MEETING PROXY FORM

Shareholder Details

Name: _____

Address: _____

Contact telephone No: _____

Contact Name: _____

Appointment of Proxy

I/We being the shareholders of Corona Minerals Limited and entitled to attend and vote hereby appoint

The Chairman
of the meeting

OR

Write here the name of the person you
appointing if this person is someone other
than the Chairman of the Meeting.

(Mark with an 'X')

or failing the person named, or if no person is named, the Chairman of the Meeting, as my/our proxy to attend and act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and subject to the relevant laws, as the proxy sees fit) at the Annual General Meeting of Corona Resources Limited to be held at Level 1, 703 Murray St, West Perth, Perth, Western Australia on Wednesday 30 November 2022 at 11 am (WST) and at any adjournment of the meeting.

Important Note: If the Chairman of the Meeting is (or becomes) our proxy you can direct the Chairman to vote for or against or abstain from voting by marking the appropriate box below.

Voting directions to your proxy – please mark 'X' to indicate your directions. The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.

Ordinary Business

		For	Against	Abstain*
Resolution 1	Re-election of Mr Brian John Hurley as a director			
Resolution 2	Approval of buy-back			

*If you mark the Abstain box for a particular Resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.
Appointment of a second proxy (see instructions overleaf)

If you wish to appoint a second proxy, please state the % of your voting rights applicable to the proxy appointed by this form. _____%

PLEASE SIGN HERE

This section must be signed in accordance with the instructions overleaf to enable your directions to be implemented

Individual or Shareholder 1

Shareholder 2

Shareholder 3

Sole Director/ Sole Company Secretary

Director

Director/ Company Secretary

Date: _____ 2022

How to complete this Proxy Form

Your name and Address

Please print your name and address as it appears on your holding statement and the Company's share register. If

shares are jointly held; please ensure the name and address of each joint shareholder is indicated. Shareholders should advise the company of any changes. Shareholders sponsored by a broker should advise their broker of any changes. Please note, you cannot change ownership of your securities using this form.

Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting, please write the name of that person. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a shareholder of the company.

Votes on Resolutions

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each resolution. All your shareholdings will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any Resolution by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given Resolution, your proxy may vote as he or she chooses. If you mark more than one box on the Resolution your vote on that Resolution will be invalid.

Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning Michael Wright on (08) 9486 4482 or you may photocopy this form.

To appoint a second proxy, you must state on each Proxy Form (in this appropriate box) the percentage of your voting rights which are subject of the relevant proxy. If both Proxy Forms do not specify that percentage, each proxy may exercise half your votes. Fractions of votes will be disregarded.

Signing Instructions

You must sign this form as follows in the spaces provided:

- | | |
|--------------------|--|
| Individual: | where the holding is in the name, the holder must sign. |
| Joint Holding: | where the holding is in more than one name, all of the shareholders should sign. |
| Power of Attorney: | to sign under Power of Attorney, you must have already lodged this document with the company's share registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it. |
| Companies: | where the company has a sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place. |

If a representative of the corporation is to attend the meeting a "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate is either included in the Notice of Annual General Meeting or may be obtained from the Company's share registry.

Lodgement of a Proxy

This proxy form (and any Power of Attorney under which it is signed) must be received at the address given below no later than 48hrs before the commencement of the meeting (ie. no later than 11 am (WST) Monday 28 November 2022). Any Proxy Form received after that time will not be valid for the scheduled meeting.

This proxy form (and any Power of Attorney and/or second Proxy Form) may be sent or delivered to the Company's registered office at 703 Murray St, West Perth WA 6005 or sent via email to admin@coronaresources.com.au

Shareholder Details

This is to certify that by a resolution of the Directors of:

.....(company)
Insert name of the shareholder company

The Company has appointed

.....
Insert name of corporate representative

In accordance with the provisions of section 250D of the Corporations Act 2001, to act as the body corporate representative of that company at the meeting of the members of Corona Resources Ltd to be held at 703 Murray ST, West Perth, Perth, Western Australia on Wednesday 30 November 2022 at 11 am (WST) and at any adjournments of that meeting.

DATED:2022

SIGNED:

Executed by the Company)
In accordance with its constituent documents)

.....
Signed by authorised representative

.....
Signed by authorised representative

.....
Name of authorised representative (print)

.....
Name of authorised representative (print)

.....
Position of authorised representative (print)

.....
Position of authorised representative (print)

Instructions for completion

1. Insert name of appointer Company and the name or position of the appointee (eg "John Smith" or "each director of the company")
2. Execute the Certificate following the procedure required by your Constitution or other constituent documents.
3. Print the name and position (eg Director) of each company officer who signs this Certificate on behalf of the Company.
4. Insert the date of execution where indicated.
5. Send the Certificate to the registered office at 703 Murray St, West Perth, WA 6005 or email admin@coronaresources.com.au