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ASX RELEASE
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Besra Reminds Shareholders to Vote in Advance of Deadline for 2026 Annual Meeting of Shareholders

Besra Gold Inc. (ASX: BEZ) ("Besra" or the "Company") reminds shareholders that its annual general and special meeting ("**AGM**") is scheduled to be held in Toronto on 7 December 2026. Participation by all shareholders is particularly important this year, as the AGM is being held in the context of sustained efforts by a group of minority shareholders to reconstitute the Company's board of directors (the "**Board**"). Your vote is crucial to support the incumbent members of the Board and the positive momentum that is building at Besra.

Since shareholders voted to reconstitute the Board at the special meeting held on 23 June 2025, a group of minority shareholders of the Company (the "**Dissident Group**") have repeatedly sought to replace or constrain the Board, including by attempting to requisition shareholder meetings on at least seven occasions, soliciting support from select shareholders without making public disclosure available to all shareholders, and most recently, purporting to nominate a slate of directors for election at the AGM. These efforts have repeatedly failed to comply with applicable law and the Company's constating documents. Throughout, the Company has engaged with members of the Dissident Group and encouraged them to pursue their objectives through proper legal channels available to shareholders. It is in this context that the Company will hold its fifth shareholder meeting in approximately two years.

Purported Director Nominations

On 6 November 2026, the Company received a notice from a member of the Dissident Group purporting to nominate four individuals for election at the AGM, two of whom have already been rejected by shareholders of the Company at past shareholder meetings:

(1) Mr David Potter, who briefly served as Chair of the Board from 19 May 2025 until he was removed by shareholders on 23 June 2025. Mr Potter was narrowly elected to the Board again on 15 December 2025, before again being removed by shareholders on 16 June 2026.

(2) Mr Matthew Antill, who previously served as managing director of a subsidiary of the Company, until being made redundant from that role effective 22 December 2025. Mr Antill recently stood for election at the meeting of shareholders held on 16 June 2026 and was not elected.

(3) Mr Brady Jausel, a member of the Dissident Group who has repeatedly sought to requisition shareholder meetings to replace the Board and is now proposed to join the Board himself.

(4) Ms Joanna Line-Jollymore, a Canadian elementary school teacher, who was added as a nominee after the Company advised the Dissident Group of the Canadian director requirements that apply to the Company.

The Board has reviewed the director nominations and has concluded that they were not made in compliance with the Company's advance notice by-law. Under the by-law, only persons nominated in accordance with its procedures are eligible for election as directors. The advance notice by-law is similar to by-laws adopted by many other Canadian public companies and is intended to ensure that shareholders are provided with relevant disclosure about persons proposed for election as directors.

The Company's legal counsel wrote to the nominating shareholder on 11 November 2026 setting out the deficiencies in its purported nominations. As of the date of this announcement, the Company has not received a response.

Lack of Disclosure to Shareholders

The nomination notice submitted to the Company lists fourteen individuals who are identified as joint actors in connection with the nominations, many of whom participated in the Dissident Group's previous attempts to replace the Board. Despite this private acknowledgement, the Dissident Group has made no public disclosure regarding its existence, its members, the extent of their interests in Besra, or their intentions for the Company should they succeed in replacing the Board. Instead, it has been brought to the Company's attention that members of the Dissident Group have contacted other shareholders of the Company directly to solicit their support.

The Company has significant concerns that the Dissident Group is effectively conducting a shadow proxy contest, privately seeking the support of select shareholders, rather than making public disclosure to all shareholders and seeking their support in accordance with applicable law and established procedures for shareholders seeking to reconstitute a board of directors. The Company has repeatedly encouraged members of the Dissident Group to obtain legal advice and to comply with applicable laws. These concerns have been brought to the attention of Canadian securities regulators.

Shareholders who are contacted by members of the Dissident Group or persons acting on their behalf are encouraged to exercise caution and to rely on the Company's public disclosure, which is available under the Company's profile on SEDAR+ at www.sedarplus.ca.

Message from the Chair

Commenting on the purported nominations, Besra Chairman Dr John Blake said:

"The Board recognises that voting at the Company's recent shareholder meetings reflects a range of sincerely held views regarding the future direction of Besra. Differences of opinion are not unusual in a public company, and the Board values engaged shareholders who care deeply about the future of Besra and the value of their investment. While shareholders may hold differing views on aspects of strategy, governance or execution, I believe all parties share a common objective: to maximise the long-term value of Besra's assets and position the Company for sustainable success."

"The latest nominations, however, continue a campaign of destabilisation that is counter to that objective. The current Board has worked tirelessly to address a number of significant legacy issues that have affected the Company and to establish a pathway to develop the Bau Gold Project in a manner that is responsible, sustainable, and that restores value for our shareholders. Tenure, feasibility, and funding are the cornerstones of responsible project development, and they must apply in the case of Bau. There are no shortcuts available. These objectives – tenure, feasibility and funding – have been a focus of the current Board, which believes that responsible governance is necessary to build the trust and confidence of stakeholders, including key decision makers in the Sarawak Government."

"What is important now is that Besra moves forward constructively in the best interests of all shareholders. Recurring campaigns of this kind that repeatedly propose leadership changes that shareholders have previously declined to endorse are a counterproductive diversion of resources and attention at a time when the Company and its Board need to focus on creating shareholder value. Following the AGM, we hope that all shareholders, including the members of the Dissident Group, will remain constructively engaged while supporting a period of stability that allows the Board to build on the Company's momentum in its next stages of growth. To that end, the Board unanimously encourages shareholders to vote FOR the re-election of each of the incumbent directors at the AGM."

Deadline to Vote

CDI holders must submit voting instruction forms no later than 9:00 a.m. (Perth, Australia time) on 2 December 2026 or no later than four full business days before any adjournment or postponement of the AGM. Proxies must be submitted by 9:00 a.m. (Perth, Australia time) on 4 December 2026 or no later than 48 hours prior to any adjournment or postponement of the AGM. For additional information regarding the AGM, shareholders are encouraged to review the Company's management information circular dated 20 October 2026, which is available under the Company's profile on SEDAR+ at www.sedarplus.ca.

This announcement has been authorised for release by the Board of Besra Gold Inc.

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Cautionary Note Regarding Forward-Looking Information

This news release contains “forward-looking information” or “forward-looking statements” within the meaning of applicable securities laws (collectively, “forward-looking statements”). In some cases, forward-looking statements are identifiable by the terminology used, such as “may,” “expect,” “believe,” “plan,” “anticipate,” “intend,” “could,” “estimate,” “continue,” “will,” or similar expressions or the negative of such expressions. In addition, any statements that refer to expectations, intentions, projections or other characterisations of future events or circumstances are considered forward-looking statements. Forward-looking statements in this news release include, without limitation, statements regarding the timing and conduct of the AGM; the eligibility of persons for election as directors at the AGM; and the Company’s momentum and plans, priorities and strategies, including with respect to the development of the Bau Gold Project, including tenure, feasibility, and funding.

Forward-looking statements are based on assumptions believed by the Company to be reasonable as of the date such statements are made, including assumptions regarding the Company’s ability to maintain constructive engagement with shareholders and successfully implement its plans, priorities and strategies, including with respect to the Bau Gold Project, as currently anticipated.

Forward-looking statements are subject to known and unknown risks and uncertainties and other factors, some of which are beyond the control of Besra, which could cause actual events, results, expectations, achievements or performance to differ materially. These risks and uncertainties include, but are not limited to, the risk that the AGM may be postponed or adjourned; the risk of further shareholder requisitions or other actions seeking to reconstitute or constrain the Board; the costs, distraction and disruption associated with those matters; the risk that the Company’s plans, priorities and strategies, including with respect to the Bau Gold Project, may be delayed, modified, suspended or not implemented as currently contemplated; risks relating to regulatory, governmental, community, environmental, technical, operational, financing, commodity price, and general market conditions, and the risks identified in the Company’s annual information form for the year ended 30 June 2026 dated 28 September 2026 under the heading “Risk Factors” and in the Company’s management’s discussion and analysis for the three and twelve months ended 30 June 2026 dated 28 September 2026 under the heading “Risks and Uncertainties”. The foregoing list of risks and uncertainties is not exhaustive.

Although we have attempted to identify important risk factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other risk factors not presently known to us or that we presently believe are not material that could also cause actual results or future events to differ materially from those expressed in such forward-looking statements. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. No forward-looking statement is a guarantee of future results. Accordingly, you should not place undue reliance on forward-looking statements, which speak only as of the date made. The forward-looking statements contained in this news release represent the Company’s expectations as of the date of this news release (or as of the date they are otherwise stated to be made) and are subject to change after such date. However, the Company disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required under applicable laws. All of the forward-looking statements contained in this news release are expressly qualified by the foregoing cautionary statements.