BY-LAW NO. 1-A

of

**BESRA GOLD INC.**(the “**Corporation**”)

A By-Law Amending By-Law No. 1 of the Corporation

**BE IT ENACTED** as a by‑law ofthe Corporation as follows:

1. By-Law No. 1 of the Corporation, is hereby amended by deleting section 8.11, which reads as follows:

“**Chair, Secretary and Scrutineers –** The chair of any meeting of shareholders shall be the first mentioned of such of the following officers as have been appointed and who is present at the meeting: the Chairperson, managing director, president or vice-president of the Corporation. If no such officer is present within 15 minutes after the time fixed for holding the meeting, the persons present and entitled to vote thereat shall choose a person from their number to be chair of the meeting. The Secretary of the Corporation shall be secretary of any meeting of shareholders, but if the Secretary of the Corporation is not present, the chair of the meeting shall appoint some person, who need not be a shareholder, to act as secretary of the meeting. If desired, one or more scrutineers, who need not be shareholders, may be appointed by a resolution or by the chair of the meeting with the consent of the shareholders and persons entitled to vote at the meeting present at the meeting.”

and by substituting therefor the following:

"**Chair, Secretary and Scrutineers –**

1. The chair of any meeting of shareholders shall be:
	1. the first mentioned of such of the following officers as have been appointed and who is present at the meeting: the Chairperson, managing director, president or vice-president of the Corporation; or
	2. such other person as the Board may appoint by resolution.
2. If no such officer or person is present within 15 minutes after the time fixed for holding the meeting, the persons present and entitled to vote thereat shall choose a person from their number to be chair of the meeting.
3. The Secretary of the Corporation shall be secretary of any meeting of shareholders, but if the Secretary of the Corporation is not present, the chair of the meeting shall appoint some person, who need not be a shareholder, to act as Secretary of the meeting. If desired, one or more scrutineers, who need not be shareholders, may be appointed by a resolution or by the chair of the meeting with the consent of the shareholders and persons entitled to vote at the meeting present at the meeting.”
4. All by-laws and resolutions of the Corporation inconsistent herewith are hereby amended, modified and revised in order to give effect to this By-Law No. 1-A.
5. This By-Law No. 1-A shall come into force when made by the board of directors of the Corporation in accordance with the *Canada Business Corporations Act*.

**ENACTED** as of the \_\_\_\_ day of December, 2024.

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| Name: Chang Loong Lee Executive Director |  | Name: Michael HigginsonCorporate Secretary |