



MITHRIL

RESOURCES LTD

15 November 2017

Company Announcements Office
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

ANNUAL GENERAL MEETING MITHRIL RESOURCES LIMITED

As required by section 251AA(2) of the Corporations Act the following statistics are provided in respect of each motion on the agenda. In respect to each motion the total number of votes exercisable by all validly appointed proxies is:

Adoption of Remuneration Report

☐ Votes where the proxy directed to vote "for" the motion	55,802,432
☐ Votes where the proxy was directed to vote "against" the motion	1,741,463
☐ Votes where the proxy may exercise a discretion how to vote	42,786,000

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 89,345,001 and 40,002,942 were excluded.

The motion was carried on a show of hands as an ordinary resolution.

Re-election of Graham Ascough as Director

☐ Votes where the proxy directed to vote "for" the motion	77,434,248
☐ Votes where the proxy was directed to vote "against" the motion	2,443,684
☐ Votes where the proxy may exercise a discretion how to vote	42,786,000

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 107,013,906.

The motion was carried on a show of hands as an ordinary resolution.

Approval of 10% Placement Facility

☐	Votes where the proxy directed to vote “for” the motion	220,499,475
☐	Votes where the proxy was directed to vote “against” the motion	1,438,807
☐	Votes where the proxy may exercise a discretion how to vote	1,589,000

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 6,150,556.

The motion was carried on a show of hands as a **special resolution**.

Subsequent Approval of the Issue of 127,215,574 Shares

☐	Votes where the proxy directed to vote “for” the motion	93,597,374
☐	Votes where the proxy was directed to vote “against” the motion	3,884,463
☐	Votes where the proxy may exercise a discretion how to vote	5,589,000

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 31,160,001 and 95,447,000 were excluded.

The motion was carried on a show of hands as an ordinary resolution.

Issue of 10,000,000 Options to Broker

☐	Votes where the proxy directed to vote “for” the motion	208,867,510
☐	Votes where the proxy was directed to vote “against” the motion	7,246,328
☐	Votes where the proxy may exercise a discretion how to vote	1,589,000

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 11,975,000.

The motion was carried on a show of hands as an ordinary resolution.

Issue of 6,570,000 Shares to Graham Ascough

☐	Votes where the proxy directed to vote “for” the motion	72,306,538
☐	Votes where the proxy was directed to vote “against” the motion	7,571,394
☐	Votes where the proxy may exercise a discretion how to vote	42,786,000

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 89,190,001 and 17,823,905 were excluded.

The motion was carried on a show of hands as an ordinary resolution.

Issue of 4,599,000 Shares to Donald Stephens

☐	Votes where the proxy directed to vote "for" the motion	78,713,681
☐	Votes where the proxy was directed to vote "against" the motion	7,571,394
☐	Votes where the proxy may exercise a discretion how to vote	42,786,000

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 89,190,001 and 11,416,762 were excluded.

The motion was carried on a show of hands as an ordinary resolution.

Issue of 3,000,000 Options to David Hutton

☐	Votes where the proxy directed to vote "for" the motion	80,555,945
☐	Votes where the proxy was directed to vote "against" the motion	8,113,617
☐	Votes where the proxy may exercise a discretion how to vote	45,576,000

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 86,470,001 and 8,962,275 were excluded.

The motion was carried on a show of hands as an ordinary resolution.

Issue of 2,000,000 Options to Jim McKinnon-Matthews

☐	Votes where the proxy directed to vote "for" the motion	87,793,220
☐	Votes where the proxy was directed to vote "against" the motion	8,038,617
☐	Votes where the proxy may exercise a discretion how to vote	42,826,000

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 89,220,001 and 1,800,000 were excluded.

The motion was carried on a show of hands as an ordinary resolution.

Capital Consolidation

☐	Votes where the proxy directed to vote "for" the motion	221,243,010
☐	Votes where the proxy was directed to vote "against" the motion	2,148,049
☐	Votes where the proxy may exercise a discretion how to vote	1,629,000

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 4,657,779.

The motion was carried on a show of hands as an ordinary resolution.

Yours faithfully,



**DONALD STEPHENS
COMPANY SECRETARY**