

CHAMPION IRON

26 August 2021 (Sydney)
ASX ANNOUNCEMENT

RESULTS OF ANNUAL GENERAL MEETING HELD ON 26 AUGUST 2021 (SYDNEY TIME) VIRTUALLY VIA LUMI

Champion Iron Limited (ASX and TSX code: CIA) advises that at an annual general meeting which was held virtually at 8.00 am on 26 August 2021 (Sydney), which corresponds to 6.00 pm on 25 August 2021 (Montreal), the following resolutions were passed by the requisite majorities:

Resolutions passed by ballot

RESOLUTION 1: APPROVE THE REMUNERATION REPORT

RESOLUTION 2: APPOINTMENT OF DIRECTOR – MICHAEL O'KEEFE

RESOLUTION 3: APPOINTMENT OF DIRECTOR – GARY LAWLER

RESOLUTION 4: APPOINTMENT OF DIRECTOR – ANDREW LOVE

RESOLUTION 5: APPOINTMENT OF DIRECTOR – MICHELLE CORMIER

RESOLUTION 6: APPOINTMENT OF DIRECTOR – WAYNE WOUTERS

RESOLUTION 7: APPOINTMENT OF DIRECTOR – JYOTHISH GEORGE

RESOLUTION 8: APPOINTMENT OF DIRECTOR – DAVID CATAFORD

RESOLUTION 9: APPOINTMENT OF DIRECTOR – LOUISE GRONDIN

**RESOLUTION 10: APPROVE AN INCREASE TO THE MAXIMUM AGGREGATE
AMOUNT OF REMUNERATION OF THE NON-EXECUTIVE DIRECTORS**

RESOLUTION 11 – RE-APPROVAL OF THE OMNIBUS INCENTIVE PLAN

**RESOLUTION 12 – APPROVAL OF AMENDMENT TO OPTIONS HELD BY DAVID
CATAFORD**

The results of the annual general meeting are attached in accordance with ASX Listing Rule 3.13.2 and as required by section 251AA(2) of the *Corporations Act 2001* (Cth).

By order of the Board. This announcement has been authorised for release to the market by Pradip Devalia, Company Secretary—Australia.

Pradip Devalia

Company Secretary—Australia

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26 August 2021

CHAMPION IRON LIMITED (ABN 34 119 770 142)

CHAMPION IRON

Results of Annual General Meeting

Name of entity

Champion Iron Limited

ABN/ACN/ARSN/ARBN

ABN 34 119 770 142

Date of meeting

26 August 2021

Resolutions voted on at the meeting					If decided by ballot					Proxies received				
Resolution		Result	Voting method	If s250U applies	Voted for		Voted against		Abstained/ Excluded	For	Against	Abstain/ Excluded	Discretion	Total received
No	Short description				Number	%	Number	%	Number	Number	Number	Number	Number	Number
1	Approve the Remuneration Report	Passed	Ballot	N/A	242,653,843	77.892%	68,871,659	22.108%	52,979,746 ^(a)	241,431,593	68,871,659	51,162,288	3,039,708	364,505,248
2	Appointment of Director – Michael O’Keeffe	Passed	Ballot	N/A	353,412,944	97.097%	10,567,504	2.903%	524,800 ^(b)	350,375,236	10,567,504	524,800	3,037,708	364,505,248
3	Appointment of Director – Gary Lawler	Passed	Ballot	N/A	356,573,171	97.993%	7,304,277	2.007%	627,800 ^(b)	353,535,463	7,304,277	627,800	3,037,708	364,505,248
4	Appointment of Director – Andrew Love	Passed	Ballot	N/A	360,304,106	99.018%	3,573,342	0.982%	627,800 ^(b)	356,361,398	3,573,342	627,800	3,942,708	364,505,248
5	Appointment of Director – Michelle Cormier	Passed	Ballot	N/A	348,329,329	95.700%	15,651,217	4.300%	524,702 ^(b)	345,091,621	15,651,217	524,702	3,237,708	364,505,248
6	Appointment of Director – Wayne Wouters	Passed	Ballot	N/A	363,364,700	99.859%	512,748	0.141%	627,800 ^(b)	360,126,992	512,748	627,800	3,237,708	364,505,248
7	Appointment of Director – Jyothish George	Passed	Ballot	N/A	362,404,412	99.569%	1,570,136	0.431%	530,700 ^(b)	359,063,704	1,570,136	530,700	3,340,708	364,505,248
8	Appointment of Director – David Cataford	Passed	Ballot	N/A	362,028,134	99.465%	1,946,414	0.535%	530,700 ^(b)	358,887,426	1,946,414	530,700	3,140,708	364,505,248
9	Appointment of Director – Louise Grondin	Passed	Ballot	N/A	362,391,754	99.568%	1,573,606	0.432%	539,888 ^(b)	359,154,046	1,573,606	539,888	3,237,708	364,505,248
10	Approve an increase to the maximum aggregate amount of remuneration of the non-executive Directors	Passed	Ballot	N/A	313,235,110	99.238%	2,403,602	0.762%	48,866,536 ^(c)	311,999,357	2,403,602	46,144,078	3,958,211	364,505,248

CHAMPION IRON

11	Re-approval of the Omnibus Incentive Plan	Passed	Ballot	N/A	226,139,368	72.318%	86,564,094	27.682%	51,801,786 ^(d)	224,903,615	86,564,094	49,984,328	3,053,211	364,505,248
12	Approval of Amendment to Options held by Mr David Cataford	Passed	Ballot	N/A	308,233,401	99.690%	959,633	0.310%	50,926,552 ^(e)	306,995,648	959,633	49,109,094	3,055,211	360,119,586

* *Automic Pty Limited (Automic), as registrar for the Australian share register of Champion Iron Limited, and TSX Trust Company, as registrar for the Canadian share register of Champion Iron Limited, were appointed as scrutineers for the Annual General Meeting. Automic and TSX Trust Company tabulated and reported on the results of the ballots conducted at the Annual General Meeting.*

At the Annual General Meeting, the total number of ordinary shares represented in person or by proxy was 364,505,248 representing approximately 71.977% of the ordinary shares on issue.

Notes:

- Represents votes held directly or indirectly by members of Champion's Board of Directors (including their closely related parties) and Champion's Key Management Personnel (**KMP**) (including their closely related parties), whether in their own name or as proxies, and votes exercised by the Chair on the basis of an undirected proxy (where the proxy did not expressly give the Chair the power to do so), all of which were excluded from voting plus 48,106,489 ordinary shares which abstained from voting.
- Represents ordinary shares which abstained from voting.
- Represents votes held directly or indirectly by members of Champion's Board of Directors (including their associates) and Champion's KMPs, whether in their own name or as proxies, and votes exercised by the Chair on the basis of an undirected proxy (where the proxy did not expressly give the Chair the power to do so), all of which were excluded from voting, plus 45,687,578 Ordinary Shares which abstained from voting.
- Represents votes held directly or indirectly by members of Champion's Board of Directors (including their associates) and Champion's KMP (including their closely related parties), whether in their own name or as proxies, and votes exercised by the Chair on the basis of an undirected proxy (where the proxy did not expressly give the Chair the power to do so), all of which were excluded from voting plus 46,023,529 ordinary shares which abstained from voting.
- Represents votes held directly or indirectly by Mr. Cataford and his associates, other KMPs, whether in their own name or as proxies, and votes exercised by the Chair on the basis of an undirected proxy (where the proxy did not expressly give the Chair the power to do so), all of which were excluded from voting, plus 45,767,729 ordinary shares which abstained from voting.