



SYRAH RESOURCES

SYRAH RESOURCES LIMITED

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17 May 2018

The Manager
Market Announcements Office
ASX Limited
Level 4, North Tower, Rialto
525 Collins Street
MELBOURNE VIC 3000

Dear Sir/Madam,

Results of Annual General Meeting

In accordance with Listing Rule 3.13.2 and Section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution as set out in the attached proxy summary and poll report.

Yours sincerely,

Jennifer Currie
Company Secretary
Syrah Resources Limited

Syrah Resources Limited
2018 Annual General Meeting
Thursday, 17 May 2018
Voting Results

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
1 Adoption of Remuneration Report	Ordinary	150,039,182 99.34%	487,475 0.32%	525,980 0.34%	183,877	153,485,775 99.61%	604,938 0.39%	185,877	Carried
2 Re-election of Mr Jose Caldeira as a Director	Ordinary	136,481,111 91.22%	12,594,385 8.42%	540,980 0.36%	1,636,322	140,135,504 91.75%	12,596,441 8.25%	1,636,322	Carried
3 Election of Mr Stefano Giorgini as a Director	Ordinary	150,354,086 99.44%	303,125 0.20%	543,980 0.36%	51,607	154,009,479 99.80%	307,181 0.20%	51,607	Carried
4 Ratification of Prior Issue of Shares	Ordinary	119,783,729 98.96%	688,982 0.57%	557,380 0.47%	30,222,707	123,220,883 99.26%	922,677 0.74%	30,224,707	Carried
5 Approve Share Issue to Shaun Verner (2017 STI)	Ordinary	149,558,065 99.00%	996,119 0.65%	528,788 0.35%	163,542	152,743,517 99.08%	1,414,924 0.92%	163,542	Carried
6 Approve Rights grant to Shaun Verner (2018 LTI)	Ordinary	149,435,995 98.92%	1,100,861 0.72%	536,388 0.36%	173,270	152,780,879 99.11%	1,367,834 0.89%	173,270	Carried
7 Correct error in vesting schedule 2017 Perf Rights	Ordinary	149,972,954 99.30%	474,540 0.31%	580,462 0.39%	218,558	153,642,813 99.69%	474,540 0.31%	218,558	Carried
8 Approve new Equity Incentive Plan share issue	Ordinary	149,337,000 98.85%	1,214,665 0.80%	528,695 0.35%	166,154	152,680,898 99.04%	1,472,931 0.96%	168,154	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.

17 May 2018

The Chairman
Syrah Resources Limited
Level 28
360 Collins Street
Melbourne VIC 3000

Computershare Investor Services Pty Limited
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Yarra Falls, 452 Johnston Street Abbotsford
Victoria 3067 Australia
GPO Box 2975 Melbourne
Victoria 3001 Australia
Telephone 61 3 9415 5000
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Poll Report

I, the Returning Officer appointed by you in connection with the voting by poll on the motions set out below at the 2018 Annual General Meeting of the Members of Syrah Resources Limited held at RACV Club, 501 Bourke Street, Melbourne, Victoria 3000 on 17 May 2018 at 10:00 AM, report as follows:

1 Adoption of Remuneration Report

	Number	%
Votes cast 'FOR' the motion	153,485,775	99.61
Votes cast 'AGAINST' the motion	604,938	0.39
TOTAL VOTES CAST	154,090,713	100.00
Votes "Abstained"	185,877	

The resolution was carried as an ordinary resolution.

2 Re-election of Mr Jose Caldeira as a Director

	Number	%
Votes cast 'FOR' the motion	140,135,504	91.75
Votes cast 'AGAINST' the motion	12,596,441	8.25
TOTAL VOTES CAST	152,731,945	100.00
Votes "Abstained"	1,636,322	

The resolution was carried as an ordinary resolution.

3 Election of Mr Stefano Giorgini as a Director

	Number	%
Votes cast 'FOR' the motion	154,009,479	99.80
Votes cast 'AGAINST' the motion	307,181	0.20
TOTAL VOTES CAST	154,316,660	100.00
Votes "Abstained"	51,607	

The resolution was carried as an ordinary resolution.

4

Ratification of Prior Issue of Shares

	Number	%
Votes cast 'FOR' the motion	123,220,883	99.26
Votes cast 'AGAINST' the motion	922,677	0.74
TOTAL VOTES CAST	124,143,560	100.00
Votes "Abstained"	30,224,707	

The resolution was carried as an ordinary resolution.

5

Approve Share Issue to Shaun Verner (2017 STI)

	Number	%
Votes cast 'FOR' the motion	152,743,517	99.08
Votes cast 'AGAINST' the motion	1,414,924	0.92
TOTAL VOTES CAST	154,158,441	100.00
Votes "Abstained"	163,542	

The resolution was carried as an ordinary resolution.

6

Approve Rights grant to Shaun Verner (2018 LTI)

	Number	%
Votes cast 'FOR' the motion	152,780,879	99.11
Votes cast 'AGAINST' the motion	1,367,834	0.89
TOTAL VOTES CAST	154,148,713	100.00
Votes "Abstained"	173,270	

The resolution was carried as an ordinary resolution.

7

Correct error in vesting schedule 2017 Perf Rights

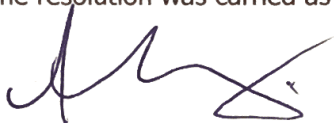
	Number	%
Votes cast 'FOR' the motion	153,642,813	99.69
Votes cast 'AGAINST' the motion	474,540	0.31
TOTAL VOTES CAST	154,117,353	100.00
Votes "Abstained"	218,558	

The resolution was carried as an ordinary resolution.

Approve new Equity Incentive Plan share issue

	Number	%
Votes cast 'FOR' the motion	152,680,898	99.04
Votes cast 'AGAINST' the motion	1,472,931	0.96
TOTAL VOTES CAST	<u>154,153,829</u>	<u>100.00</u>
Votes "Abstained"	168,154	

The resolution was carried as an ordinary resolution.



Angela Liapis
Returning Officer
Computershare Investor Services Pty Limited