

29 January 2016

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ASX CODE: ORS

Market Cap.: \$2.98 m (\$0.012 p/s)

Shares on issue: 248,331,672

Cash: \$0.03 m (31 December 2015)

Debt: \$1.3 m (31 December 2015)

BOARD & MANAGEMENT

Ian Gandel, Chairman

Anthony Gray, Managing Director

Bob Tolliday, Director

MAJOR SHAREHOLDERS

Abbotsleigh – 41.1%

Alliance Resources – 8.9%

Results of Scheme Meeting, Non-Gandel Meeting and General Meeting

Octagonal Resources Limited (“Company”) held the following shareholder meetings this morning to consider the proposed Scheme of Arrangement (“Scheme”) and associated resolutions:

1. Scheme Meeting
2. Non-Gandel Meeting
3. General Meeting

The Company advises that all resolutions from each of the meetings were passed by the requisite majorities. The second Supreme Court of Victoria hearing to approve the proposed Scheme, including the Selective Capital Reduction, is proposed to be held on Friday, 5 February 2016.

The proposed date for implementation of the Scheme is 22 February 2016, subject to the remaining conditions precedent, which includes Court approval of the Scheme.

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolutions, the proxies received and poll results in respect of each resolution are set out in the attached proxy and poll summaries.

For and on behalf of the Board.

Bob Tolliday

Company Secretary
OCTAGONAL RESOURCES LIMITED

Additional information relating to Octagonal and its various exploration projects can be found on the Company’s website:

www.octagonalresources.com.au

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OctagonalResources Limited
Scheme Meeting
Friday, 29 January 2016
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 Subject to passing of Res1 Non-gandel & Res1&2 GM	Special	45,132,575 93.48%	1,212,800 2.51%	1,935,415 4.01%	32,000	47,147,990 97.49%	1,212,800 2.51%	32,000	Carried

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

Number of shareholders voting		
For	Against	Abstain*
55 91.66%	4 6.67%	1 1.67%

**Octagonal Resources Limited
Non-Gandel Meeting
Friday, 29 January 2016
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 Selective Reduction Non-Gandel Resolution	Special	43,134,575 93.08%	1,312,800 2.83%	1,895,415 4.09%	336,000	45,109,990 97.17%	1,312,800 2.83%	336,000	Carried

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

Octagonal Resources Limited
General Meeting
Friday, 29 January 2016
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 Selective Reduction Gandel Resolution	Special	102,422,200 96.79%	1,212,800 1.15%	2,175,415 2.06%	42,693,575	102,422,200 98.83%	1,212,800 1.17%	44,948,990	Carried
2 Related Party Resolution	Ordinary	44,156,575 92.87%	1,212,800 2.55%	2,175,415 4.58%	60,000	46,411,990 97.45%	1,212,800 2.55%	60,000	Carried
3 Repayment Resolution	Ordinary	44,216,575 92.88%	1,212,800 2.55%	2,175,415 4.57%	0	46,471,990 97.46%	1,212,800 2.54%	0	Carried

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