

11 January 2021

Company Announcements Office  
Australian Securities Exchange  
Level 4, 20 Bridge Street  
Sydney NSW 2000

Dear Sir / Madam

**RESULTS OF 2020 ANNUAL GENERAL MEETING & SPECIAL GENERAL MEETING**

BlackEarth Minerals NL (ASX:BEM or the Company) wishes to advise the outcome of resolutions put to shareholders at its AGM and Special General meeting both held earlier today.

The resolutions tabled at today's annual general meeting of shareholders and special general meeting were duly passed by a poll conducted.

In accordance with Listing Rule 3.13.2 and Section 251 AA (2) of the Corporations Act 2001, the Company provides the voting results in the attached summary

This announcement has been approved by the Company's Disclosure Committee for release.

Yours sincerely



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**David Round**  
**Company Secretary**

For more information – [www.blackearthminerals.com.au](http://www.blackearthminerals.com.au)

# Disclosure of Proxy Votes

## BlackEarth Minerals NL

Annual General Meeting

Monday, 11 January 2021



**Automic**

GPO Box 5193, Sydney, NSW 2001

P 1300 288 664 (aus) or +61 (0)2 9698 5414 (world)

F +61 (0)2 8583 3040 E [hello@automic.com.au](mailto:hello@automic.com.au)

ABN 27 152 260 814

In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)		
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
1 Adoption of Remuneration Report (Non-Binding)	P	24,351,863	23,045,882 94.64%	499,243 2.05%	1,605,811	806,738 3.31%	23,960,417 97.96%	499,243 2.04%	1,605,811
2 Re-Election of Director (George Bauk)	P	29,768,453	29,071,710 97.66%	240,005 0.81%	0	456,738 1.53%	29,997,892 99.21%	240,005 0.79%	0
3 Election of Director (David Round)	P	29,552,867	28,966,008 98.01%	130,121 0.44%	215,586	456,738 1.55%	29,892,190 99.57%	130,121 0.43%	215,586
4 Approval of Additional 10% Placement Facility	P	29,217,240	27,750,331 94.98%	1,010,171 3.46%	551,213	456,738 1.56%	28,676,513 96.60%	1,010,171 3.40%	551,213
5 Ratification of Previous Share Issue under ASX Listing Rule 7.1	P	29,768,453	28,378,278 95.33%	583,437 1.96%	0	806,738 2.71%	29,654,460 98.07%	583,437 1.93%	0
6 Ratification of Previous Share Issue under ASX Listing Rule 7.1A	P	29,768,453	28,378,278 95.33%	583,437 1.96%	0	806,738 2.71%	29,654,460 98.07%	583,437 1.93%	0
7 Proposed Issue of Unlisted Options	P	29,574,479	27,647,570 93.48%	1,120,171 3.79%	193,974	806,738 2.73%	28,923,752 96.27%	1,120,171 3.73%	193,974



			Proxy Votes				Poll Results (if applicable)		
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
8 Approval of Issue of Performance Rights to Thomas Revy under Incentive Plan	P	25,453,700	23,274,720 91.44%	1,722,242 6.77%	4,314,753	456,738 1.79%	23,839,255 93.26%	1,722,242 6.74%	4,314,753
9 Approval of Issue of Performance Rights to David Round under Incentive Plan	P	29,048,893	26,869,913 92.50%	1,722,242 5.93%	719,560	456,738 1.57%	27,796,095 94.17%	1,722,242 5.83%	719,560
10 Approval of Issue of Performance Rights to George Bauk under Incentive Plan	P	28,334,138	26,355,158 93.02%	1,522,242 5.37%	1,434,315	456,738 1.61%	27,281,340 94.72%	1,522,242 5.28%	1,434,315
11 Variation of Class Rights - Partly Paid Shares	P	29,224,479	27,747,570 94.95%	1,020,171 3.49%	543,974	456,738 1.56%	28,673,752 96.56%	1,020,171 3.44%	543,974



# Disclosure of Proxy Votes

## BlackEarth Minerals NL

Special General Meeting of Partly Paid Shareholders

Monday, 11 January 2021



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1 Variation of Class Rights - Partly Paid Shares	P	4,055,000	3,982,500 98.21%	62,500 1.54%	0	10,000 0.25%	4,000,000 98.46%	62,500 1.54%	0

