

24 May 2024

## **RESULTS OF AGM AND BOARD RESTRUCTURE**

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### **Results of annual general meeting**

Tietto Minerals Limited (**Tietto** or the **Company**) (ASX: TIE) advises that the results of the annual meeting of Tietto shareholders held today (**Annual Meeting**) are attached to this announcement, in accordance with section 251AA of the *Corporations Act 2001* (Cth).

The total number of proxy votes exercisable by proxies validly appointed was 1,003,279,538.

### **Restructure of the board of the Company**

The Company notes that as at Tuesday, 14 May 2024, the closing date of the off-market takeover offer made by Zhaojin Capital (Hong Kong) Limited (**Zhaojin**) for all of the issued shares in the Company (**Tietto Shares**) that Zhaojin does not already own (**Offer**), Zhaojin had voting power of 90.72% in the Company. Earlier today, Zhaojin released a notice of compulsory acquisition in respect of the remaining Tietto Shares that it does not own or control. Accordingly, the Company has agreed with Zhaojin to implement a restructure of the board so as to appropriately reflect Zhaojin's current and anticipated level of ownership of the Company.

The Company advises that following the Annual General Meeting, the Company held a board meeting (**Board Meeting**) at which Mr Matthew Wilcox resigned as the Company's Managing Director and Chief Executive Officer, Mr Francis Harper resigned as the Company's Chairman, and Mr Paul Kitto and Mr Shaddrack Adjetei Sowah resigned as non-executive directors of the Company, in each case effective as of the close of the Board Meeting.

The Company notes that Ms Sabina Shugg and Mr Hanjing Xu resigned as non-executive directors of the Company, respectively, at the close of the Annual General Meeting in accordance with the Company's constitution and the ASX Listing Rules.

At the Board Meeting, the appointments of Zhaojin's nominees to the board of the Company were approved, effective as of the close of the Board Meeting.

This announcement has been authorised for release by Tietto's Company Secretary, Matthew Foy.

### **For further information, contact:**

Matthew Foy

Company Secretary

# Disclosure of Proxy Votes

## Tietto Minerals Limited

Annual General Meeting

Friday, 24 May 2024



**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.

			Proxy Votes				Poll Results (if applicable)			Results
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	OUTCOME
1 ADOPTION OF REMUNERATION REPORT	P	1,003,269,538	1,003,154,679 99.99%	58,000 0.01%	10,000	56,859 0.01%	1,003,211,538 99.99%	58,000 0.01%	10,000	-
2 ELECTION OF DIRECTOR – MS SABINA SHUGG AM	-	1,006,508,493	12,652,855 1.26%	55,000 0.01%	10,745	993,800,638 98.74%	Resolution withdrawn			Passed
3 RE-ELECTION OF DIRECTOR – MR HANJING XU	-	1,003,275,293	8,720,832 0.87%	757,459 0.08%	4,245	993,797,002 99.06%	Resolution withdrawn			Passed
4 INCREASE IN NON-EXECUTIVE DIRECTOR FEE POOL	-	1,003,259,538	4,279,084 0.43%	5,193,650 0.52%	20,000	993,786,804 99.06%	Resolution withdrawn			Not Passed
5 REFRESH OF APPROVAL OF LONG TERM INCENTIVE PLAN	-	1,003,264,538	114,878 0.01%	1,003,086,635 99.98%	15,000	63,025 0.01%	Resolution withdrawn			Not Passed
6 APPROVAL TO ISSUE DIRECTOR OPTIONS – MR MATTHEW WILCOX	-	1,003,268,038	8,729,637 0.87%	994,480,124 99.12%	11,500	58,277 0.01%	Resolution withdrawn			Not Passed
7 APPROVAL TO ISSUE DIRECTOR PERFORMANCE RIGHTS – MR MATTHEW WILCOX	-	1,003,248,038	8,708,892 0.87%	994,480,869 99.13%	31,500	58,277 0.01%	Resolution withdrawn			Not Passed
8 AMENDMENT TO THE CONSTITUTION	P	1,006,501,760	1,006,359,291 99.99%	59,444 0.01%	17,478	83,025 0.01%	1,006,442,316 99.99%	59,444 0.01%	17,478	Passed

