



29 November 2017

RESULTS OF INCA ANNUAL GENERAL MEETING 29 NOVEMBER 2017

In accordance with ASX Listing Rule 3.13.2 and Sec. 251AA of the Corporations Act, Inca Minerals Limited [ASX: ICG] advises voting results of all resolutions, and the proxies received, as set out in the proxy and voting summary presented overleaf.

Justin Walawski **Director & Company Secretary**



2017 Annual General Meeting

29 November 2017

As required by section 251AA(2) of The Corporations Act 2001 (Commonwealth) the following voting statistics are provided in respect of each resolution on the agenda.

| Resolution | Manner in which the securityholder directed the proxy vote (as at proxy close): | | | | Manner in which votes were cast in person or by proxy on a | | |
|---|---|---------------|---------------------|---------------|--|-----------------------|-----------|
| | Votes For | Votes Against | Votes Discretionary | Votes Abstain | poll (where applicat | Against | Abstain* |
| 1. Approval of Remuneration Report | 567,766,682 | 355,218,175 | 29,272,817 | 992,000 | 63.64% 628,309,993 | 36.36% 359,008,206 | 992,000 |
| 2. Approval of 10% Placement Facility | 596,550,217 | 367,852,402 | 21,811,963 | 992,000 | 62.29% 636,105,626 | 37.71% 385,072,336 | 992,000 |
| 3. Re-election of Mr Justin Walawski as a Director | 619,403,944 | 290,072,590 | 76,532,048 | 1,198,000 | 69.86% 692,288,756 | 30.14% 298,683,206 | 1,198,000 |
| 4. Approval of 300,000,000 Share Placement Facility | 594,563,717 | 369,632,902 | 21,811,963 | 1,198,000 | 62.52% 638,299,028 | 37.48% 382,672,934 | 1,198,000 |

^{*} Note that votes relating to a person who abstains on an item are not included in determing whether or not the required majority of votes were cast for or against that item.

On the basis of the above voting statistics and in terms of whether each of the above resolutions were carried or not carried:

- 1. Approval of Remuneration Report Motion carried as an ordinary resolution. The Company notes that in excess of 25% of votes were cast against this resolution.
- 2. Approval of 10% Placement Facility Motion not carried as a special resolution.
- 3. Re-election of Mr Justin Walawski as a Director Motion carried as an ordinary resolution.
- 4. Approval of 300,000,000 Share Placement Facility Motion carried as an ordinary resolution.



Report presented by Advanced Share Registry Limited and Inca Minerals Limited

Date: 29 Nov 2017

Time: 2:00pm