

ASX and AIM Release

23 November 2018

Results of the 2018 Annual General Meeting

Base Resources Limited (ASX & AIM: BSE) (**Base Resources**) advises that all items of business set out in the Notice of Annual General Meeting and considered at the AGM of Base Resources shareholders held today were carried. The Notice of Annual General Meeting was lodged with the Australian Securities Exchange on 22 October 2018.

The table below details the number of votes cast on the poll in respect of each resolution:

Item 1	Adoption of the remuneration report	For	378,138,229	98.88%
		Against	4,266,385	1.12%
		Abstain	191,970,248	
Item 2	Re-election of Mr Keith Spence as a director	For	574,158,770	98.57%
		Against	8,358,445	1.43%
		Abstain	649,254	
Item 3	Election of Ms Diane Radley as a director	For	582,375,905	99.98%
		Against	141,310	0.02%
		Abstain	649,254	
Item 4	Approval of the grant of Performance Rights to Mr Tim Carstens	For	569,743,649	99.17%
		Against	4,787,162	0.83%
		Abstain	6,551,118	
Item 5	Approval of the grant of Performance Rights to Mr Colin Bwye	For	569,560,315	99.13%
		Against	4,970,496	0.87%
		Abstain	3,895,478	
Item 6	Approval of the revised Base Resources Long Term Incentive Plan	For	379,039,670	99.01%
		Against	3,785,626	0.99%
		Abstain	198,256,633	

Further information, as required by section 251AA(2) of the Corporations Act, is attached.

BASE RESOURCES LIMITED
ANNUAL GENERAL MEETING
Friday, 23 November 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 the Remuneration Report	Ordinary	374,569,202 98.86%	4,266,385 1.13%	31,852 0.01%	191,970,248	378,138,229 98.88%	4,266,385 1.12%	191,970,248	Carried
2 Re-election of Mr Keith Spence as a Director	Ordinary	562,422,773 98.53%	8,358,445 1.46%	45,186 0.01%	649,254	574,158,770 98.57%	8,358,445 1.43%	649,254	Carried
3 Election of Ms Diane Radley as a Director	Ordinary	570,639,908 99.97%	141,310 0.02%	45,186 0.01%	649,254	582,375,905 99.98%	141,310 0.02%	649,254	Carried
4 Approval of the grant of Performance Rights to Mr Tim Carstens	Ordinary	565,106,664 99.15%	4,787,162 0.84%	83,143 0.01%	1,498,689	569,743,649 99.17%	4,787,162 0.83%	6,551,118	Carried
5 Approval of the grant of Performance Rights to Mr Colin Bwye	Ordinary	564,923,330 99.12%	4,970,496 0.87%	83,143 0.01%	1,078,910	569,560,315 99.13%	4,970,496 0.87%	3,895,478	Carried
6 Approval of the revised Base Resources Long Term Incentive Plan	Ordinary	374,416,019 98.98%	3,785,626 1.00%	69,809 0.02%	193,204,204	379,039,670 99.01%	3,785,626 0.99%	198,256,633	Carried

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



**BASE
RESOURCES**

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About Base Resources

Base Resources is an Australian based, African focused, mineral sands producer and developer with a track record of project delivery and operational performance. The Company operates the established Kwale Operations in Kenya and is developing the Toliara Sands Project in Madagascar. Base Resources is an ASX and AIM listed company. Further details about Base Resources are available at www.baseresources.com.au.