

ASX ANNOUNCEMENT

11 February 2020

MEC RESOURCES APPOINTS EXPERIENCED DIRECTOR TO THE BOARD

MEC Resources (**MEC** or the **Company**) (**ASX: MMR**) is pleased to announce that highly experienced financial services industry executive Douglas (Doug) Verley has been appointed as a Non-executive Director as a casual vacancy and Mr Verley will stand for election at the Company's next General Meeting of the Company.

Mr Verley has over 35 years' experience in the banking, investment management, life insurance, mutual fund, accounting, property, mining services, construction, fabrication, engineering, printing, training and fire prevention industries, as well as 25 years' experience in strategy development, planning and implementation.

Mr Verley was the Managing Director of the Retail Investments Division of Standard Bank, Africa's largest retail bank. Following this appointment, he established of his own investment funds management company in alliance with one of the world's largest investment management groups, forming numerous strategic alliances with leading South African financial institutions.

Mr Verley also established a special-purpose property development company to capitalise and develop a 330-home property development, with an estimated end-to-end value of about AU\$200 million.

Mr Verley has acted as the compliance officer to an ASX 200 investment company, been the executive chairperson of a prominent mid-tier accounting, tax and financial planning business, has sat, and still sits, as director, advisor and business coach (mentor) to various SMEs and Not-for-profit organisations, and with his current business partner, he has most recently established Here Business & Wealth.

Mr Verley has completed a Diploma in Business Management, a Bachelor of Commerce majored in Economics and Business Economics, an Honours Bachelor of Commerce – Investment Finance, a Higher Post-Graduate Diploma in Corporate Law, Graduate Diploma – Australian Institute of Company Directors (GAICD), and an Executive MBA through UWA, graduating with distinction and receiving the Dux award in Strategic Negotiation.

Michael Sandy, MEC's chairman, said "Mr Verley would provide a valuable contribution to the board's leadership of MEC's growth and development as a Pooled Development Fund".

"On behalf of shareholders, I welcome Mr Verley to our Board" said Mr Sandy. "As has been announced on a number of occasions previously, the Company has expanded its investment mandate and is actively looking for new opportunities. As the Company moves forward, the Board will continue to look to add new board members who will add value and bring relevant expertise to the Company."

MEC Resources Ltd

ACN 113 900 020

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Resignation

Contemporaneously with with the appointment of Mr Verley, the Company has been advised that Mr Matthew Battrick has resigned as a non-executive Director of the Company.

“Mr Battrick’s technical, business and commercial expertise has been greatly valued by the Company. Mr Battrick has provided the Company with invaluable input and support during his term as a director.” said Mr Sandy.

The Board and management of MEC thanks Mr Battrick for his contributions to the Board and to the development of the Company and wish him well in his endeavours for the future.

Terms of Appointment:

The Company will pay Mr Verley director’s fees of A\$48,000 per annum. Such fees which will be paid monthly in arrears and will be subject to annual review by the Remuneration Committee (or the Board if there is no Remuneration Committee).

Subject to the Company obtaining shareholder approval, it is intended that the first 12 months’ of Mr Verley’s directors fees will comprise a cash payment \$1,000 per month (plus the super guarantee charge) and the issue of shares in the Company in lieu of the remainder of the director’s fees payable.

Subject to the Company obtaining shareholder approval, the Company will issue Mr Verley (or his nominated entity), 10,000,000 options to acquire shares in the Company on the following terms:

- **Tranche 1:** 5,000,000 options exercisable at \$0.05 and expiring 3 years from date of issue, vesting 12 months after date of issue and subject to continuous service; and
- **Tranche 2:** 5,000,000 options exercisable at \$0.05 and expiring 3 years from date of issue, vesting 24 months after date of issue and subject to continuous service.

If you have any queries please contact the Company Secretary on +61 8 9245 2456.

Ends

This announcement has been approved by the Board of Directors of MEC.

For further information contact:

Andrew Bald
Director

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Appendix 3X

Initial Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	MEC Resources Limited
ACN	44 113 900 020

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Douglas VERLEY
Date of appointment	11 February 2020

Part 1 - Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
2,000,000 Ordinary Shares

+ See chapter 19 for defined terms.

Appendix 3X
Initial Director's Interest Notice

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Number & class of Securities
Here Capital Pty Ltd of which Mr Verley is a director and 26.48% shareholder therein.	20,792,200 Ordinary Shares

Part 3 – Director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Here Capital – administration, accounting, taxation and company secretarial services.
Nature of interest	As a related party of Here Capital Pty Ltd
Name of registered holder (if issued securities)	Douglas Verley & Here Capital Pty Ltd
No. and class of securities to which interest relates	N/A

+ See chapter 19 for defined terms.

Appendix 3Z

Final Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	MEC Resources Limited
ACN	44 113 900 020

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of director	Matthew BATTRICK
Date of last notice	27 November 2019
Date that director ceased to be director	11 February 2020

Part 1 – Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
Nil

+ See chapter 19 for defined terms.

Appendix 3Z

Final Director's Interest Notice

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest	Number & class of securities
Via Mr Matthew, Battrick & Mrs Jayne Battrick <The Battrick Family Account>	8,800,000 Shares

Part 3 – Director's interests in contracts

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
No. and class of securities to which interest relates	N/A

+ See chapter 19 for defined terms.