



RESULTS OF GENERAL MEETING

In accordance with Listing Rule 3.13.2, it is confirmed that the following resolutions put to the General Meeting of Phoenix Gold Limited (**ASX: PXG**) ("**Phoenix**" or the "**Company**"), held on 23 June 2015, were passed on a show of hands:

Resolution 1: Ratification of Past Placement of Shares to Evolution Mining Ltd

Resolution 3: Ratification of Past Placement of Shares to Institutional and Sophisticated Investors

As disclosed earlier today, Resolution 2 was withdrawn from the Agenda and not put to shareholders.

Executive Chairman Dale Rogers said *"Before I open the meeting I wanted to make some comments in light of recent developments around the Company. As announced earlier this morning, the Board has withdrawn Resolution Two from this meeting, regarding the Strategic Alliance with Evolution."*

The Board views the alliance with Evolution favourably. We see synergies between the companies at an operational level, our tenements are intertwined and they bring to the table a milling solution that is the newest in the area and closest to our Reserves and Resources.

Further, we have a great deal of respect for the Management and performance of Evolution.

The Board's view was withdrawing Resolution Two was the right thing to do by our Shareholders as most Shareholders had already voted on the Resolution prior to the announcement Monday morning by Zijin Mining Group.

The Company is well funded and withdrawing Resolution Two maintains flexibility for all parties involved."

In addition, information required to be disclosed by the Company in accordance with section 251AA of the Corporations Act is also attached.

For further information please contact

Investors

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**General Meeting
23 June 2015**

Proxy Summary

Resolution 1: Ratification of Past Placement of Shares to Evolution Mining Ltd

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's Discretion
138,797,280	10,731,941	5,000	1,897,020

The motion was carried as an ordinary resolution on a show of hands

Resolution 2: Approval for Issue of Tranche 2 Shares and Strategic Alliance with Evolution Mining Ltd

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's Discretion
80,714,075	68,840,146	5,000	1,872,020

The motion was withdrawn prior to the meeting and not put to shareholders

Resolution 3: Ratification of Past Placement of Shares to Institutional and Sophisticated Investors

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's Discretion
131,687,206	424,500	90,440	1,200,509

The motion was carried as an ordinary resolution on a show of hands

ENDS