



GOLDEN CROSS RESOURCES LTD

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21 December 2015

RESULTS OF ANNUAL GENERAL MEETING

In accordance with Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth) (**Act**), Golden Cross Resources Ltd (ASX: GCR) (**Company**) advises shareholders of the results of the Annual General Meeting held, 16 December 2015 (**AGM**) and reconvened adjourned Annual General Meeting held today 18 December 2015.

Resolutions 2, 7, 8 and 9 were withdrawn.

Resolution 3 was passed on a show of hands, and resolutions 16 and 17 were defeated on a show of hands.

Resolution 4, 5, 6, 10, 11, 12 and 13 will be considered at the adjourned AGM to be held at 9:30am on 18 December 2015.

Resolution 14 was defeated on a poll and resolutions 15 and 18 were passed on a poll.

The information required by section 251AA of the Act to be notified by the Company to the ASX in respect of resolution 3, 14, 15, 16, 17 and 18 is:

Resolution 2
Withdrawn

Resolution 3 – Adoption of Remuneration Report

		Proxy Result
•	<i>For</i> the resolution	50,625,245
•	<i>Against</i> the resolution	2,198,951
•	<i>Abstain</i> on the resolution	4,168,710
•	Vote at the proxy's <i>discretion</i>	347,150
	TOTAL	57,340,056

Resolution 4 – Issue of securities to Simulus Group Pty Ltd

		Proxy Result	Poll Result
•	<i>For</i> the resolution	22,824,584	23,067,310
•	<i>Against</i> the resolution	33,846,849	52,895,378
•	<i>Abstain</i> on the resolution	253,473	253,473
•	Vote at the proxy's <i>discretion</i>	365,150	0
	TOTAL	57,340,056	76,216,161

Resolution 5 – Issue of securities to Unrelated Third Parties

		Proxy Result	Poll Result
•	<i>For the resolution</i>	22,910,758	23,153,484
•	<i>Against the resolution</i>	33,849,011	52,897,540
•	<i>Abstain on the resolution</i>	215,137	215,137
•	<i>Vote at the proxy's discretion</i>	365,150	0
	TOTAL	57,340,056	76,266,161

Resolution 6 – Issue securities to Service Providers and others

		Proxy Result	Poll Result
•	<i>For the resolution</i>	18,973,298	19,216,024
•	<i>Against the resolution</i>	10,886,657	29,935,186
•	<i>Abstain on the resolution</i>	27,114,951	27,114,951
•	<i>Vote at the proxy's discretion</i>	365,150	0
	TOTAL	57,340,056	76,266,161

Resolution 7

Withdrawn

Resolution 8

Withdrawn

Resolution 9

Withdrawn**Resolution 10 – Issue of securities to Mr Ian Buchhorn upon conversion of a loan**

		Proxy Result	Poll Result
•	<i>For the resolution</i>	20,122,374	20,365,100
•	<i>Against the resolution</i>	33,276,828	52,325,357
•	<i>Abstain on the resolution</i>	3,575,704	3,575,704
•	<i>Vote at the proxy's discretion</i>	365,150	
	TOTAL	57,340,056	76,266,161

Resolution 11 – Issue of securities to Mr Neil Fearis in lieu of Director's fees

		Proxy Results	Poll Results
•	<i>For the resolution</i>	22,901,357	23,144,083
•	<i>Against the resolution</i>	33,283,743	52,332,272
•	<i>Abstain on the resolution</i>	789,806	789,806
•	<i>Vote at the proxy's discretion</i>	365,150	
	TOTAL	57,340,056	76,266,161

Resolution 12 – Issue of securities to Mr Mark Sykes in lieu of Director’s fees

		Proxy Result	Poll Result
•	<i>For the resolution</i>	22,913,252	23,155,978
•	<i>Against the resolution</i>	33,271,848	52,320,377
•	<i>Abstain on the resolution</i>	789,806	789,806
•	<i>Vote at the proxy’s discretion</i>	365,150	
	TOTAL	57,340,056	76,266,161

Resolution 13 - Issue of securities to Mr Ian Buchhorn in lieu of Director’s fees

		Proxy Result	Poll Result
•	<i>For the resolution</i>	20,131,854	20,374,580
•	<i>Against the resolution</i>	33,271,848	52,320,377
•	<i>Abstain on the resolution</i>	3,571,204	3,571,204
•	<i>Vote at the proxy’s discretion</i>	365,150	
	TOTAL	57,340,056	76,266,161

Resolution 14 – Issue of securities to Mr Ken Hellsten

		Proxy Result	Poll Result
•	<i>For the resolution</i>	34,570,043	34,850,210
•	<i>Against the resolution</i>	19,949,712	38,998,241
•	<i>Abstain on the resolution</i>	2,441,301	2,445,051
•	<i>Vote at the proxy’s discretion</i>	379,000	
	TOTAL	57,340,056	76,293,502

Resolution 15 – Ratification of prior securities issue

		Proxy Result	Poll Result
•	<i>For the resolution</i>	21,895,683	41,224,379
•	<i>Against the resolution</i>	29,146,550	29,146,550
•	<i>Abstain on the resolution</i>	5,932,673	5,936,423
•	<i>Vote at the proxy’s discretion</i>	365,150	
	TOTAL	57,340,056	76,307,352

Resolution 16 – Increase in Remuneration Pool for Non-executive Directors

		Proxy Result
•	<i>For the resolution</i>	10,674,174
•	<i>Against the resolution</i>	42,272,715
•	<i>Abstain on the resolution</i>	4,045,022
•	<i>Vote at the proxy’s discretion</i>	348,145
	TOTAL	57,340,056

Resolution 17 - Approval of 10% Placement Facility

		Proxy Result
•	<i>For the resolution</i>	23,085,745
•	<i>Against the resolution</i>	33,481,389
•	<i>Abstain on the resolution</i>	333,817
•	<i>Vote at the proxy’s discretion</i>	439,105
	TOTAL	57,340,056

Resolution 18 – Re-election of Mr Ian Buchhorn as a Director

		Proxy Result	Poll Result
•	<i>For</i> the resolution	23,282,100	42,614,546
•	<i>Against</i> the resolution	33,060,717	33,060,710
•	<i>Abstain</i> on the resolution	54,550	54,550
•	Vote at the proxy's <i>discretion</i>	343,450	
	TOTAL	56,740,817	75,729,806

Carl Hoyer
Company Secretary