



24 September 2010

ASX ANNOUNCEMENT

ASX Code: SHE

RESULTS OF GENERAL MEETING OF SHAREHOLDERS

In accordance with Listing Rule 3.13.2, Stonehenge Metals Limited (ASX Code SHE) advises that the resolution contained in the Notice of General Meeting date 20 August 2010 were passed by the requisite majority of security holders.

All resolutions were decided on a show of hands.

The information required by section 251AA(2) of the Corporations Act 2001 (Cth) in respect of each resolution passed at the meeting is set out below.

1. RESOLUTION 1 – RATIFICATION OF PRIOR ISSUE – CAPITAL RAISING

It was resolved as an **ordinary resolution**:

“That, for the purpose of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the allotment and issue of 50,000,000 Shares and 25,000,000 Options on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	9,370,117	11,000	0	27,266,477	36,647,594

2. RESOLUTION 2 – RATIFICATION OF PRIOR ISSUE - OPTIONS

It was resolved as an **ordinary resolution**:

“That, for the purpose of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the allotment and issue of 5,000,000 Options on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	9,337,117	44,000	0	27,266,477	36,647,594

3. RESOLUTION 3 – SHARE PLACEMENT

It was resolved as an **ordinary resolution**:

“That, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Directors to allot and issue up to 75,000,000 Shares on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	9,283,925	27,192	0	27,266,477	36,647,594

4. RESOLUTION 4 – PARTICIPATION BY DIRECTORS IN CAPITAL RAISING

It was resolved as an **ordinary resolution**:

“That, subject to the passing of Resolution 3 and for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to allot and issue to the Directors of the Company (or their nominees) up to a total of 12,500,000 of the Shares to be approved for allotment and issue under Resolution 3 on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	9,253,925	127,192	0	27,266,477	36,647,594

5. RESOLUTION 5 – ISSUE OF OPTIONS TO ADVISORS

It was resolved as an **ordinary resolution**:

“That, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Directors to allot and issue up to 12,500,000 Options on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	9,141,925	127,192	112,000	27,266,477	36,647,594



Jay Stephenson
COMPANY SECRETARY