

# Disclosure of Proxy Votes

## Freehill Mining Limited

2019 General Meeting

Monday, 28 October 2019



**AUTOMIC**  
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In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

			Proxy Votes				Poll Results (if applicable)		
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
1 Approval of Issue of Placement Shares and Attaching Options	S	253,272,603	248,316,545	4,100,266	0	855,792	n/a	n/a	n/a
2a Ratification of Past Issues of Shares: 16,694,007 fully paid ordinary shares to professional and sophisticated investors on 29 November 2018 in respect of conversion of loan debt and accrued interest into equity	S	260,558,328	255,617,270	4,085,266	16,085,177	855,792	n/a	n/a	n/a
2b Ratification of Past Issues of Shares: 2,347,945 fully paid ordinary shares to service providers on 29 November 2018 in lieu of fees payable by the Company	S	259,312,169	254,371,111	4,085,266	16	855,792	n/a	n/a	n/a
2c Ratification of Past Issues of Shares: 5,353,654 fully paid ordinary shares to professional and sophisticated investors on 14 December 2018 in respect of conversion of loan debt and accrued interest into equity	S	261,437,260	256,496,202	4,085,266	19,661,494	855,792	n/a	n/a	n/a



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Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
2d Ratification of Past Issues of Shares: 4,392,055 fully paid ordinary shares to service providers on 14 December 2018 in lieu of fees payable by the Company	S	259,312,169	254,371,111	4,085,266	16	855,792	n/a	n/a	n/a
2e Ratification of Past Issues of Shares: 29,345,968 fully paid ordinary shares to professional and sophisticated investors on 24 December 2018 in respect of conversion of loan debt and accrued interest into equity	S	201,565,475	196,624,417	4,085,266	17,663,574	855,792	n/a	n/a	n/a
2f Ratification of Past Issues of Shares: 3,658,948 fully paid ordinary shares to a professional and sophisticated investor on 31 December 2018 in respect of conversion of loan debt and accrued interest into equity	S	285,222,963	280,281,905	4,085,266	16	855,792	n/a	n/a	n/a
2g Ratification of Past Issues of Shares: 6,633,333 fully paid ordinary shares to service providers on 8 March 2019 in lieu of fees payable by the Company	S	266,690,465	261,749,407	4,085,266	14,077,265	855,792	n/a	n/a	n/a
2h Ratification of Past Issues of Shares: 13,937,789 fully paid ordinary shares to Yaniv Equity LP on 8 March 2019 on conversion of convertible notes	S	285,222,963	280,256,905	4,110,266	16	855,792	n/a	n/a	n/a
2i Ratification of Past Issues of Shares: 8,333,334 fully paid ordinary shares to professional and sophisticated investors on 12 March 2019 under a private placement	S	285,222,963	280,266,905	4,100,266	16	855,792	n/a	n/a	n/a



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Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
2j Ratification of Past Issues of Shares: 6,000,000 fully paid ordinary shares to service providers on 16 April 2019 in lieu of fees payable by the Company in respect of placement activities	S	284,344,023	279,402,965	4,085,266	878,956	855,792	n/a	n/a	n/a
3 Approval of Issue of Shares to CEO	S	285,222,971	280,266,913	4,100,266	8	855,792	n/a	n/a	n/a
4 Approval of Issue of Shares on Conversion of Convertible Notes by Yaniv Equity LP	S	285,222,979	280,246,921	4,120,266	0	855,792	n/a	n/a	n/a
5 Approval of Issue of Shares and Options to Yaniv Equity LP	S	285,222,963	280,236,905	4,130,266	16	855,792	n/a	n/a	n/a
6a Approval of Issue of Shares and Attaching Options to Director Under Placement: 27,272,727 Placement Shares and 13,636,363 Attaching Options to Mr Samuel Duddy	S	147,670,748	143,801,532	3,013,424	2,716,249	855,792	n/a	n/a	n/a
6b Approval of Issue of Shares and Attaching Options to Director Under Placement: 5,454,545, Placement Shares and 2,727,272 Attaching Options to Mr Raymond Mangion	S	266,069,658	261,112,811	4,100,266	16	856,581	n/a	n/a	n/a
7a Approval of Issue of Shares to Non-Executive Directors in lieu of fees: 3,150,000 Shares to Mr Samuel Duddy	S	147,680,748	142,739,690	4,085,266	2,706,249	855,792	n/a	n/a	n/a
7b Approval of Issue of Shares to Non-Executive Directors in lieu of fees: 3,150,000 Shares to Mr Raymond Mangion	S	266,069,658	261,128,600	4,085,266	16	855,792	n/a	n/a	n/a
8 Approval of Issue of Options to Mr Paul Davies	S	283,088,641	278,132,583	4,100,266	8	855,792	n/a	n/a	n/a



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Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
9 Approval of Issue of Shares to Director of Chilean Subsidiaries in lieu of fees	S	259,302,169	255,447,953	2,998,424	10,016	855,792	n/a	n/a	n/a
10a Approval of Issues of Shares to Directors on Conversion of Debt: 25,157,148 fully paid ordinary shares to Mr. Samuel Duddy, a Non-Executive Director of the Company, or his nominee, on conversion to equity of loan funds and accrued interest	S	147,670,748	142,714,690	4,100,266	2,716,249	855,792	n/a	n/a	n/a
10b Approval of Issues of Shares to Directors on Conversion of Debt: 7,168,409 fully paid ordinary shares to Mr. Raymond Mangion a Non-Executive Director of the Company, or his nominee, on conversion to equity of interest accrued on loan funds	S	266,059,658	261,103,600	4,100,266	10,016	855,792	n/a	n/a	n/a
11 Approval of Issues of Shares on Conversion of Debt	S	264,682,561	259,741,503	4,085,266	14,077,249	855,792	n/a	n/a	n/a
12 Approval of Issue of Options to Lacerta Mining & Finance SpA	S	280,767,714	275,826,656	4,085,266	4,455,265	855,792	n/a	n/a	n/a
13 Approval of Issue of Options to Placement Broker	S	280,767,714	276,898,498	3,013,424	4,455,265	855,792	n/a	n/a	n/a
14 Approval of Issue of Convertible Notes	S	281,646,654	276,705,596	4,085,266	3,576,325	855,792	n/a	n/a	n/a

