

ASX ANNOUNCEMENT

19 November 2019



Annual General Meeting Results

TerraCom Limited (**TerraCom** or **Company**) is pleased to provide shareholders with the following results from the Annual General Meeting held today.

For further information, contact:

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About TerraCom Limited

TerraCom Limited (**ASX: TER**) is an emerging company originating as a resource explorer with a large portfolio of operating assets in Mongolia and Queensland, Australia. We are currently enacting a growth strategy towards delivering a Mid-Tier diversified operating and trading business and have a global focus on the development of a high yielding diversified asset portfolio for its investors. To learn more, please visit www.terracomresources.com.

ANNUAL GENERAL MEETING
 Tuesday, 19 November, 2019

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):					Manner in which votes were cast in person or by proxy on a poll (where applicable)			
	Votes <i>For</i>	Votes <i>Against</i>	<i>Discretionary Chairman of Meeting</i>	Total Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>	<i>Resolution Result</i>
			<i>Other Nominated Person/s</i>						
01 ADOPTION OF REMUNERATION REPORT	293,032,084	1,211,964	395,238 0	395,238	2,644,056	294,219,996 99.59%	1,211,964 0.41%	2,644,056	Carried
02 RE-ELECTION OF MR. TSOGT TOGOO A	199,172,455	98,689,555	237,954 0	237,954	78,844,927	200,203,083 66.98%	98,689,555 33.02%	78,844,927	Carried
02 RE-ELECTION OF MR. PHILIP FORREST B	282,581,963	94,100,170	237,954 0	237,954	24,804	283,612,591 75.09%	94,100,170 24.91%	24,804	Carried
02 RE-ELECTION OF MR. JAMES SOORLEY C	281,868,107	94,805,646	265,954 0	265,954	5,184	282,243,618 74.86%	94,805,646 25.14%	5,184	Carried
03 APPROVAL OF INCREASE TO MAXIMUM ANNUAL AGGREGATE REMUNERATION FOR NON-EXECUTIVE DIRECTORS	287,191,429	7,203,548	218,942 0	218,942	2,669,423	288,203,045 97.56%	7,203,548 2.44%	2,669,423	Carried
04 APPROVAL OF SHARE ISSUE TO MR WALLACE KING AO UNDER NON-EXECUTIVE CHAIRMAN APPOINTMENT AGREEMENT	365,949,830	9,342,818	226,687 14,950	241,637	1,410,606	366,984,141 97.52%	9,342,818 2.48%	1,410,606	Carried
05 APPROVAL FOR THE COMPANY TO ISSUE A OPTIONS TO MR WALLACE KING AO	288,974,523	87,763,631	188,687 14,950	203,637	3,100	289,970,834 76.77%	87,763,631 23.23%	3,100	Carried
05 APPROVAL FOR THE COMPANY TO ISSUE B OPTIONS TO MR MR CRAIG WALLACE	371,427,981	5,256,093	232,567 14,950	247,517	3,100	372,468,172 98.61%	5,256,093 1.39%	3,100	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item

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05 APPROVAL FOR THE COMPANY TO ISSUE C OPTIONS TO MR MATTHEW HUNTER	197,469,248	84,123,149	259,487 14,950	274,437	94,721,998	198,536,359 70.24%	84,123,149 29.76%	94,721,998	Carried
05 APPROVAL FOR THE COMPANY TO ISSUE D OPTIONS TO MR PAUL ANDERSON	129,622,965	167,819,296	188,687 14,950	203,637	79,279,491	130,619,276 43.77%	167,819,296 56.23%	79,279,491	Not Carried
05 APPROVAL FOR THE COMPANY TO ISSUE E OPTIONS TO MR TSOGT TOGOO	195,594,337	180,857,317	478,187 14,950	493,137	100	196,880,148 52.12%	180,857,317 47.88%	100	Carried
05 APPROVAL FOR THE COMPANY TO ISSUE F OPTIONS TO MR PHILIP FORREST	278,441,926	98,299,228	188,687 14,950	203,637	100	279,438,237 73.98%	98,299,228 26.02%	100	Carried
05 APPROVAL FOR THE COMPANY TO ISSUE G OPTIONS TO MR JAMES SOORLEY	278,148,123	98,593,031	188,687 14,950	203,637	100	279,144,434 73.90%	98,593,031 26.10%	100	Carried
06 RATIFICATION OF THE ISSUE OF 1,500,000 A UNLISTED OPTIONS	375,337,344	1,367,527	219,683 14,950	234,633	5,387	376,256,094 99.64%	1,367,527 0.36%	113,944	Carried
06 RATIFICATION OF THE ISSUE AND B ALLOTMENT OF 16,666,667 FULLY PAID ORDINARY SHARES	306,318,473	856,259	235,138 14,950	250,088	69,520,071	307,252,678 99.72%	856,259 0.28%	69,628,628	Carried
06 RATIFICATION OF THE ISSUE AND C ALLOTMENT OF 9,230,769 FULLY PAID ORDINARY SHARES	348,163,920	848,556	235,138 14,950	250,088	27,682,327	349,098,125 99.76%	848,556 0.24%	27,790,884	Carried

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07 ISSUE OF CONVERTIBLE NOTES TO OCP ASIA (SINGAPORE) PTE LIMITED	199,807,243	83,846,722	235,138 14,950	250,088	93,040,838	200,741,448 70.54%	83,846,722 29.46%	93,149,395	Carried
08 APPROVAL OF 10% ADDITIONAL PLACEMENT CAPACITY	291,942,570	84,751,530	235,138 14,950	250,088	703	292,876,775 77.56%	84,751,530 22.44%	109,260	Carried

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