

## Results of General Meeting 15<sup>th</sup> September 2014

A General Meeting for Queensland Bauxite Limited was held at 11.30am, Monday 15<sup>th</sup> September 2014 at LEVEL 16, 1 Market STREET, SYDNEY NSW.

At the General Meeting, shareholders passed resolutions as detailed in the Notice of Meeting to:

- Issue Shares to First State
- Ratify Past issue of Shares
- Approve Employee Share Option Plan
- Issue of Shares to Non Executive Director Meyer Gutnick or his nominee

### **Item 1 – Issue of Shares to First State**

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the issue of shares to First State;

*IT WAS RESOLVED "That, in accordance with ASX Listing Rule 7.1 and for all other purposes, the Company be permitted and authorised to issue to First State 37.5 million Shares and 30 million Options in consideration for the transfer of the First State Interest by First State to the Company as described in paragraph 2 of the Explanatory Memorandum."*

The proxy votes exercisable by all validly appointed proxies in relation to item 1, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	140,388,826
Against:	1,159,377
Abstain:	3,000
TOTAL:	141,551,203

**Item 2 – Ratify Past issue of Shares**

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the past issue of shares;

**It was Resolved** *"That, in accordance with ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the past issue of a total of 8,746,301 fully paid Shares in the capital of the Company to Gleneagle Securities Nominees Pty Limited, Marion Lesaffre and Robert Coenraads on the terms and conditions set out in paragraph 3 of the Explanatory Memorandum."*

The proxy votes exercisable by all validly appointed proxies in relation to item 2, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	140,371,826
Against:	1,176,377
Abstain:	3,000
TOTAL:	141,551,203

**Item 3 – Approve Employee Share Option Plan**

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the adoption of the approval of the Employee Share Option Plan;

*IT WAS RESOLVED "THAT, IN ACCORDANCE WITH EXCEPTION 9 OF ASX LISTING RULE 7.2 AND ASX LISTING RULE 10.14 AND FOR ALL OTHER PURPOSES:*

- (A) THE EMPLOYEE SHARE OPTION PLAN BE APPROVED;*
- (B) THE COMPANY BE PERMITTED AND AUTHORISED TO ISSUE SHARES TO, AND FOR THE BENEFIT OF, EMPLOYEES OF THE COMPANY (INCLUDING EXECUTIVE DIRECTORS); AND*
- (C) THE COMPANY BE PERMITTED AND AUTHORISED TO ISSUE OPTIONS TO, AND FOR THE BENEFIT OF, EMPLOYEES OF THE COMPANY (INCLUDING EXECUTIVE DIRECTORS),*

*ON THE TERMS CONTAINED IN THE EMPLOYEE SHARE OPTION PLAN, AND OTHERWISE ON THE TERMS MORE FULLY DESCRIBED IN PARAGRAPH 4 OF THE EXPLANATORY MEMORANDUM."*

The proxy votes exercisable by all validly appointed proxies in relation to item 3, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	140,296,826
Against:	1,254,377
Abstain:	0
TOTAL:	141,551,203

**Item 4 – Issue of Shares to Non Executive Director Meyer Gutnick or his nominee**

The following ordinary resolution was passed by shareholders, on a show of hands, in relation to the approval of shares to Meyer Gutnick or his nominee;

*IT WAS RESOLVED "THAT, IN ACCORDANCE WITH ASX LISTING RULE 10.11 AND FOR ALL OTHER PURPOSES, THE COMPANY BE PERMITTED AND AUTHORISED TO ISSUE UP TO 5 MILLION SHARES TO MEYER GUTNICK OR HIS NOMINEE ON THE TERMS MORE FULLY DESCRIBED IN PARAGRAPH 5 OF THE EXPLANATORY MEMORANDUM."*

The proxy votes exercisable by all validly appointed proxies in relation to item 4, and the direction for these proxies, were:

Voting Direction	Number of Proxy Votes
For:	139,738,826
Against:	1,809,377
Abstain:	3000
TOTAL:	141,551,203