



MITHRIL

RESOURCES LTD

9 November 2016

Company Announcements Office
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

ANNUAL GENERAL MEETING MITHRIL RESOURCES LIMITED

As required by section 251AA(2) of the Corporations Act the following statistics are provided in respect of each motion on the agenda. In respect to each motion the total number of votes exercisable by all validly appointed proxies is:

Adoption of Remuneration Report

<input type="checkbox"/>	Votes where the proxy directed to vote "for" the motion	75,873,956
<input type="checkbox"/>	Votes where the proxy was directed to vote "against" the motion	2,328,186
<input type="checkbox"/>	Votes where the proxy may exercise a discretion how to vote	20,895,531

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 2,620,777 and 13,433,334 were excluded.

The motion was carried on a show of hands as an ordinary resolution.

Re-election of Donald Stephens as Director

<input type="checkbox"/>	Votes where the proxy directed to vote "for" the motion	90,599,342
<input type="checkbox"/>	Votes where the proxy was directed to vote "against" the motion	551,674
<input type="checkbox"/>	Votes where the proxy may exercise a discretion how to vote	20,935,531

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 3,065,237.

The motion was carried on a show of hands as an ordinary resolution.

Approval of 10% Placement Facility

<input type="checkbox"/>	Votes where the proxy directed to vote “for” the motion	88,870,236
<input type="checkbox"/>	Votes where the proxy was directed to vote “against” the motion	3,243,898
<input type="checkbox"/>	Votes where the proxy may exercise a discretion how to vote	20,935,531

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 2,102,159.

The motion was carried on a show of hands as a **special resolution**.

Subsequent Approval of the Issue of 6,330,189 Shares

<input type="checkbox"/>	Votes where the proxy directed to vote “for” the motion	66,043,582
<input type="checkbox"/>	Votes where the proxy was directed to vote “against” the motion	6,713,911
<input type="checkbox"/>	Votes where the proxy may exercise a discretion how to vote	20,935,531

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 295,237 and 21,163,523 were excluded.

The motion was carried on a show of hands as an ordinary resolution.

Subsequent Approval of the Issue of 61,950,000 Shares

<input type="checkbox"/>	Votes where the proxy directed to vote “for” the motion	87,207,605
<input type="checkbox"/>	Votes where the proxy was directed to vote “against” the motion	6,713,411
<input type="checkbox"/>	Votes where the proxy may exercise a discretion how to vote	20,935,531

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 295,237.

The motion was carried on a show of hands as an ordinary resolution.

Subsequent Approval of the Issue of 6,500,000 Options

<input type="checkbox"/>	Votes where the proxy directed to vote “for” the motion	88,257,605
<input type="checkbox"/>	Votes where the proxy was directed to vote “against” the motion	5,663,411
<input type="checkbox"/>	Votes where the proxy may exercise a discretion how to vote	20,935,531

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 295,237.

The motion was carried on a show of hands as an ordinary resolution.

Issue of 6,190,571 Shares to Graham Ascough

<input type="checkbox"/>	Votes where the proxy directed to vote "for" the motion	71,142,025
<input type="checkbox"/>	Votes where the proxy was directed to vote "against" the motion	10,585,657
<input type="checkbox"/>	Votes where the proxy may exercise a discretion how to vote	20,895,531

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 895,237 and 11,633,334 were excluded.

The motion was carried on a show of hands as an ordinary resolution.

Issue of 4,333,428 Shares to Donald Stephens

<input type="checkbox"/>	Votes where the proxy directed to vote "for" the motion	82,775,359
<input type="checkbox"/>	Votes where the proxy was directed to vote "against" the motion	10,585,657
<input type="checkbox"/>	Votes where the proxy may exercise a discretion how to vote	20,895,531

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 895,237.

The motion was carried on a show of hands as an ordinary resolution.

Yours faithfully,



**DONALD STEPHENS
COMPANY SECRETARY**