

# ASX Announcement

26 November 2013



ABN: 45 116 153 514

ASX: TMX

## RESULTS OF ANNUAL GENERAL MEETING

In accordance with Listing Rule 3.13.2, Terrain Mining Limited (ASX Code: TMX) advises that the resolutions contained in the Notice of Annual General Meeting dated 21 October 2013 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 and defeated at the meeting is set out below.

### RESOLUTION 1 – ADOPTION OF THE REMUNERATION REPORT

It was resolved as a **non-binding resolution**:

*“That, for the purposes of Section 250R(2) of the Corporations Act and for all other purposes, approval is given to the adoption of the Remuneration Report as contained in the Company’s annual financial report for the year ended 30 June 2013.”*

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	105,850,481	0	70,000	6,884,347	112,804,828

### RESOLUTION 2 – RE-ELECTION OF DIRECTOR – MR DAVID PORTER

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

*“That, all purposes, Mr David Porter, who was appointed to the Board since the last annual general meeting of the Company, is re-elected as a Director.”*

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	115,200,481	0	70,000	6,884,347	112,154,828

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### RESOLUTION 3 – RE-ELECTION OF DIRECTOR – MR PAUL DICKSON

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

*“That, for all purposes, Mr Paul Dickson, who retires and offers himself for re-election, is re-elected as a Director.”*

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy Discretion</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	115,200,481	70,000	0	6,884,347	122,154,828

### RESOLUTION 4 – ISSUE OF OPTIONS TO RELATED PARTY – MR PAUL DICKSON

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

*“That, for the purposes of Section 195(4) and Section 208 of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 4,000,000 Options to Mr Paul Dickson (or his nominee) on the terms and conditions set out in the Explanatory Statement.”*

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy Discretion</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	114,204,481	996,000	70,000	6,884,347	112,154,828

### RESOLUTION 5 – ISSUE OF OPTIONS TO RELATED PARTY – MR JONATHAN LIM

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

*“That, for the purposes of Section 195(4) and Section 208 of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 4,000,000 Options to Mr Jonathan Lim (or his nominee) on the terms and conditions set out in the Explanatory Statement.”*

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy Discretion</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	114,204,481	996,000	70,000	6,884,347	122,154,828

### RESOLUTION 6 – ISSUE OF OPTIONS TO RELATED PARTY – MR DAVID PORTER

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

*“That, for the purposes of Section 195(4) and Section 208 of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 4,000,000 Options to Mr David Porter (or his nominee) on the terms and conditions set out in the Explanatory Statement.”*

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy Discretion</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	114,204,481	996,000	70,000	6,884,347	122,154,828

## RESOLUTION 7 – ISSUE OF SHARES TO RELATED PARTY – MR JUSTIN VIRGIN

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

*“That, for the purposes of Section 195(4) and Section 208 of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue 4,000,000 Options to Mr Justin Virgin (or his nominee) on the terms and conditions set out in the Explanatory Statement.”*

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy Discretion</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	104,854,481	1,066,000	9,350,000	6,884,347	122,154,828

## RESOLUTION 8 – ISSUE OF OPTIONS TO THE COMPANY SECRETARY

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 Company to issue 500,000 Options to the Company Secretary (or his nominee), on the terms and conditions set out in the Explanatory Statement.”*

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy Discretion</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	114,274,481	996,000	0	6,884,347	122,154,828

## RESOLUTION 9 – APPROVAL OF 10% PLACEMENT CAPACITY

It was resolved as a **special resolution**:

*“That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the issue of Equity Securities totalling up to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions set out in the Explanatory Statement.”*

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy Discretion</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	114,279,481	20,000	971,000	6,884,347	122,154,828

Jay Stephenson  
**COMPANY SECRETARY**