

RESULTS OF 2020 ANNUAL GENERAL MEETING

Resolution Minerals Ltd (**Resolution** or **Company**) (ASX: RML) advises, in accordance with ASX Listing Rule 3.13.2 and section 251AA(2) of the *Corporations Act 2001* (Cth), details of the outcome in respect of each resolution before the meeting and numbers of valid proxy votes as detailed in the table below. All resolutions were passed on a poll.

Resolution advises that the exercise price of 13,400,000 unquoted options (ASX: RMLAI) will increase from \$0.06 to \$0.08 as of 1 December 2020 in accordance with the terms of those securities.

As previously announced, Resolution's founding Chairman, Mr Leonard Dean has resigned from the board at the conclusion of the AGM and Non-executive director Craig Farrow will take on the role of Chairman.

For further information please contact the authorising officer:

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CAPITAL STRUCTURE

Ordinary Shares
Issued 279 M

Options and rights
Listed options 6.1 M @ 10c
Listed options 74.4 M @ 12c
Unlisted options 12.3 M @ 25c
Unlisted options 13.4 M @ 6c
Unlisted rights 7.5 M

Performance Shares
Class A 9.6 M
Class B 3.6 M

Last Capital Raise
August 2020 - Placement & SPP
\$5.1M @ 7c

BOARD

Craig Farrow - Chair
Duncan Chessell - MD
Andrew Shearer - NED
Jarek Kopias - Co Sec

Results of meeting

Name of entity

Resolution Minerals Ltd

ABN/ACN/ARSN/ARBN

617 789 732

Date of meeting

27 November 2020

Resolutions voted on at the meeting					If decided by poll ⁵					Proxies received ⁶			
Resolution		Result ²	Voting method ³	If s250U applies ⁴	Voted for		Voted against		Abstained	For	Against	Abstain	Discretion ⁹
No ¹	Short description				Number	% ⁷	Number	% ⁸	Number	Number	Number	Number	Number
1	Remuneration report	Passed	Poll	N/A	29,142,714	99	420,155	1	519,809	28,046,984	420,155	519,809	979,292
2	Re-election - A Shearer	Passed	Poll	N/A	29,043,599	99	179,377	1	1,413,988	27,941,869	179,377	1,413,988	985,292
3	Re-election - C Farrow	Passed	Poll	N/A	29,043,599	99	179,377	1	1,413,988	27,941,869	179,377	1,413,988	985,292
4	Issue 10M consideration shares	Passed	Poll	N/A	22,705,290	89	2,883,007	11	48,667	21,622,227	2,883,007	48,667	966,625
5	Issue 5M drilling consideration shares	Passed	Poll	N/A	22,885,290	89	2,703,007	11	48,667	21,802,227	2,703,007	48,667	966,625
6	Share placement facility	Passed	Poll	N/A	27,837,172	91	2,799,792	9	0	26,784,142	2,751,092	0	985,292
7	Performance Share Plan	Passed	Poll	N/A	26,486,510	89	3,132,359	11	463,809	24,652,147	3,083,659	463,809	1,766,625
8	Share Option Plan	Passed	Poll	N/A	26,696,599	90	2,946,079	10	440,000	25,643,569	2,897,379	440,000	985,292
9	Issue rights - D Chessell	Passed	Poll	N/A	26,413,810	89	3,155,059	11	513,809	25,379,447	3,106,359	513,809	966,625
10	Issue rights - A Shearer	Passed	Poll	N/A	24,273,631	88	3,155,059	12	2,653,988	23,239,268	3,106,359	2,653,988	966,625
11	Issue rights - C Farrow	Passed	Poll	N/A	24,273,631	88	3,155,059	12	2,653,988	23,239,268	3,106,359	2,653,988	966,625
12	Issue options - C Farrow	Passed	Poll	N/A	24,831,480	89	3,111,019	11	2,140,179	23,797,117	3,062,319	2,140,179	966,625
13	10% placement capacity	Passed	Poll	N/A	26,944,314	90	3,062,650	10	630,000	25,891,284	3,013,950	630,000	985,292

Resolutions proposed but not put to the meeting¹⁰

No ¹	Short description	Reason(s) for not putting the resolution to the meeting
	Not applicable	

Instructions:

1. The resolution numbers in the tables above should match the resolution numbers in the notice of meeting.
2. Insert "Passed" or "Not passed", as appropriate.
3. Insert "Poll" or "Show of hands", as appropriate.
4. Insert "1st strike", "2nd strike" or "N/A", as appropriate.
5. Complete this section if the resolution was decided by a poll. Ignore this section if the resolution was decided by a show of hands.
6. Complete this section for all resolutions, showing the number of valid proxies received and how the proxy was directed to vote on the resolution.
7. Calculate this percentage as the number of votes cast for the resolution, divided by the total number of votes cast on the resolution. When summed with the percentage voted against the resolution, this should add to 100%.
8. Calculate this percentage as the number of votes cast against the resolution, divided by the total number of votes cast on the resolution. When summed with the percentage voted for the resolution, this should add to 100%.
9. "Discretion" means the proxy could vote on the resolution in their discretion.
10. Delete this table if there were no resolutions proposed but not put to the meeting.
11. Add or remove rows from each table to accommodate the number of resolutions proposed in the notice of meeting.
12. Delete these instructions before submitting this form to ASX.
13. See Guidance Note 35 *Security Holder Resolutions* for further guidance.