



**ALLIANCE MINERAL
ASSETS LIMITED**

11 JULY 2019

CORPORATE DIRECTORY

Non-Executive Chairman

Geoff McNamara

Managing Director

Mark Calderwood

Executive Director – Operations

Mark Turner

Non-Executive Directors

Robert Vassie

Wei (Vicki) Xie

Ong Kian Guan

Joint Company Secretaries

Alexei Fedotov

Beverley Nichols

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**RESULTS OF EXTRAORDINARY GENERAL MEETING AND
RESIGNATION OF NON-EXECUTIVE DIRECTOR**

Alliance Mineral Assets Limited (ASX: A40; SGX: 40F) (**Company** or **Alliance**) today held an Extraordinary General Meeting of shareholders at 10am AWST and SGT at Grand Copthorne Waterfront Hotel, 392 Havelock Road, Singapore 169663 (**EGM**).

In accordance with ASX Listing Rule 3.13.2 and Rule 730A(2) of the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited (**SGX-ST**) (**Catalist Rules**), Alliance confirms that each of the resolutions were put to the EGM and were passed on a poll. Drewcorp Services Pte Ltd was appointed as scrutineer of the polling process.

Information required to be disclosed by the Company in accordance with section 251AA(2) of the *Corporations Act 2001* (Cth) and Catalist Rule 704(15) is contained in Appendix A of this announcement.

As foreshadowed in the Notice of Extraordinary General Meeting dated 11 June 2019 (**Notice**), the Company advises that Non-Executive Director, Mr Arnold Chan (**Mr Chan**), did not seek for re-election and has resigned from the Alliance Board effective at the conclusion of the EGM. The Board thanks Mr Chan for his contribution to the Company and wishes him well in his future endeavours. Details of Mr Chan's retirement pursuant to Catalist Rule 704(6)(a) are contained in a separate announcement to be released today.

Ms Wei (Vicki) Xie has been appointed as a member of the Remuneration and Nominating Committee to replace Mr Chan. The Remuneration and Nominating Committee now comprises Mr Robert Vassie (Chair), Mr Geoff McNamara and Ms Xie.

Beverley Nichols

Company Secretary

APPENDIX A

**ALLIANCE MINERAL ASSETS LIMITED
EXTRAORDINARY GENERAL MEETING
Thursday, 11 July 2019
Voting Results**

The following information is provided in accordance with section 251AA(2) of the *Corporations Act 2001* (Cth).

Resolution Details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution Number and Details	Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain	Carried / Not Carried
		1. Re-election of Director – Geoffrey William McNamara	Ordinary	429,446,485	60,070,614	48,833,611	1,005,056	495,079,434	
2. Re-election of Director – Mark Barlow Turner	Ordinary	429,020,954	60,786,145	48,833,611	715,056	453,547,442	112,108,919	9,899,756	Carried
3. Re-election of Director – Robert Scott Vassie	Ordinary	476,332,042	9,885,057	48,833,611	4,305,056	500,196,767	56,337,831	19,021,519	Carried
4. Re-election of Director – Wei (Vicki) Xie	Ordinary	479,764,342	9,724,157	48,853,411	1,013,856	496,555,017	62,159,031	16,842,069	Carried
5. Re-election of Director – Joshua Ong Kian Guan	Ordinary	427,238,212	62,451,937	48,883,411	782,206	493,471,011	68,184,637	13,900,469	Carried
6. Re-election of Director – Mark Calderwood	Ordinary	426,338,803	57,887,793	48,787,411	1,091,759	497,032,952	66,201,493	12,321,672	Carried
7. Approval of Equity Incentive Plan Rules	Ordinary	390,309,055	67,142,848	48,811,307	33,092,556	405,075,676	123,957,622	46,272,819	Carried
8. Proposed Issue of Performance Rights to Managing Director – Mark Calderwood	Ordinary	393,992,510	69,086,625	48,913,987	27,362,644	405,280,811	127,306,899	42,718,407	Carried
9. Proposed Issue of Options and Performance Rights to Executive Director - Mark Turner	Ordinary	391,090,726	68,814,985	48,787,411	30,662,644	402,405,751	127,315,859	45,584,507	Carried
10. Approval of Leaving Entitlements	Ordinary	389,392,592	67,452,946	48,798,411	33,711,817	402,364,830	137,191,220	36,000,067	Carried
11. Change of Company Name	Special	425,624,383	64,455,097	48,787,411	488,875	491,978,182	82,870,560	707,375	Carried
12. Approval of Issue of Conditional Placement Shares	Ordinary	400,674,661	5,305,871	48,787,756	84,587,478	473,618,355	5,845,871	96,091,891	Carried
13. Ratification of Issue of Institutional Placement Shares	Ordinary	291,098,860	55,332,010	48,809,411	144,115,485	366,690,522	62,676,910	146,188,685	Carried

The following information is provided in accordance with Catalist Rule 704(15).

Resolution Details		Total number of shares represented by votes for and against the relevant resolution	For		Against		Resolution Result
Resolution number and details	Type		Number of Shares	As a % of total number of votes for and against the resolution	Number of Shares	As a % of total number of votes for and against the resolution	Carried / Not Carried
1. Re-election of Director – Geoffrey William McNamara	Ordinary	562,013,798	495,079,434	88.09%	66,934,364	11.91%	Carried
2. Re-election of Director – Mark Barlow Turner	Ordinary	565,656,361	453,547,442	80.18%	112,108,919	19.82%	Carried
3. Re-election of Director – Robert Scott Vassie	Ordinary	556,534,598	500,196,767	89.88%	56,337,831	10.12%	Carried
4. Re-election of Director – Wei (Vicki) Xie	Ordinary	558,714,048	496,555,017	88.87%	62,159,031	11.13%	Carried
5. Re-election of Director – Joshua Ong Kian Guan	Ordinary	561,655,648	493,471,011	87.86%	68,184,637	12.14%	Carried
6. Re-election of Director – Mark Calderwood	Ordinary	563,234,445	497,032,952	88.25%	66,201,493	11.75%	Carried
7. Approval of Equity Incentive Plan Rules	Ordinary	529,033,298	405,075,676	76.57%	123,957,622	23.43%	Carried
8. Proposed Issue of Performance Rights to Managing Director – Mark Calderwood	Ordinary	532,587,710	405,280,811	76.10%	127,306,899	23.90%	Carried
9. Proposed Issue of Options and Performance Rights to Executive Director - Mark Turner	Ordinary	529,721,610	402,405,751	75.97%	127,315,859	24.03%	Carried
10. Approval of Leaving Entitlements	Ordinary	539,556,050	402,364,830	74.57%	137,191,220	25.43%	Carried
11. Change of Company Name	Special	574,848,742	491,978,182	85.58%	82,870,560	14.42%	Carried
12. Approval of Issue of Conditional Placement Shares	Ordinary	479,464,226	473,618,355	98.78%	5,845,871	1.22%	Carried
13. Ratification of Issue of Institutional Placement Shares	Ordinary	429,367,432	366,690,522	85.40%	62,676,910	14.60%	Carried

- Mr Calderwood and his associates were required to abstain on Resolutions 7, 8, 9 and 10. He and his associates have a beneficial interest in 26,962,128 shares in the Company (“Shares”).
- Mr Vassie and his associates were required to abstain on Resolutions 7, 8, 9 and 10. Mr Vassie does not hold any Shares. His associates hold 1,100,000 Shares.
- Mr Turner and his associates were required to abstain on Resolutions 7, 8, 9 and 10. Mr Turner does not hold any Shares. His associates hold 600,000 Shares.
- Mr McNamara, Ms Xie, Mr Arnold Chan and Mr Ong (being the remaining Directors at the time of the EGM apart from Mr Calderwood, Mr Vassie and Mr Turner) and their associates were required to abstain on Resolutions 7, 8, 9 and 10. They and their associates do not hold any Shares.
- Weier Antriebe und Energietechnik GmbH and its associates were required to abstain on Resolution 12. Weier Antriebe und Energietechnik GmbH holds 83,784,643 Shares. Its associates do not hold any Shares.

6. Galaxy Resources Limited and its associates were required to abstain on Resolution 13. Galaxy Resources Limited has a beneficial interest in 174,300,000 Shares. Its associates do not hold any Shares.
7. In accordance with the voting exclusion statement for Resolution 7 as set out in the Notice, the Company disregarded any votes cast in favour of this Resolution 7 by or on behalf of any Director or employee who is eligible to participate in the issue of Awards under the Incentive Plan Rules, or an associate of any such Director or employee. Such persons held 31,552,081 shares including the Directors and their associates as noted above.
8. In accordance with the voting exclusion statement for Resolution 10 as set out in the Notice:
If any Shareholder is a current or potential employee or Director of the Company or a related body corporate of the Company, then that Shareholder (and their associates) should not vote on Resolution 10 if they wish to preserve their ability to receive benefits under this approval.
The Company will disregard any votes cast in favour of this Resolution 10 by or on behalf of any officer of the Company or any of its child entities who is entitled to participate in a termination benefit, or an associate of such officer. Such persons held 31,552,081 shares including the Directors and their associates as noted above.
9. In accordance with the voting exclusion statements for Resolutions 7, 8, 9 and 10, the Company need not disregard a vote if:
 - It is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
 - It is cast by the person chairing the Meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.Further, if a member of the Key Management Personnel or a closely related party of the Key Management Personnel is appointed as a proxy on Resolutions 7, 8, 9 or 10, that person must not vote (and the Company will disregard any such votes) as a Proxy on Resolutions 7, 8, 9 or 10 if the appointment does not specify the way the proxy is to vote, unless the proxy is the Chairman of the meeting at which Resolutions 7, 8, 9 or 10 is voted on and the appointment expressly authorises the Chairman to exercise the proxy even if Resolutions 7, 8, 9 or 10 is connected directly or indirectly with remuneration of a member of the Key Management Personnel.

Save for the above, no parties were required to abstain from voting on the aforesaid resolutions.