



**30 SEPTEMBER 2016**

## **RESULTS OF GENERAL MEETING**

In accordance with Listing Rule 3.13.2, Namibian Copper Limited (ASX Code: NCO) advises that all resolutions contained in the Notice of General Meeting dated 29 August 2016 were passed by the requisite majority of shareholders. 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 – APPROVAL TO ISSUE OPTIONS TO JOINT LEAD MANAGERS AND UNDERWRITERS – PATERSONS SECURITIES LIMITED AND TRANSOCEAN SECURITIES PTY LTD**

It was not resolved as an **ordinary resolution**:

*“That, for the purposes of Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue up to 51,666,667 Options to Patersons Securities Limited (ABN 69 008 896 311), or its nominees, and Transocean Securities Pty Ltd (ABN 25 009 230 120), or its nominees, on the terms and conditions set out in the Explanatory Memorandum.”*

	<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	11,961,523	1,066,116	-	-	13,027,639

### **RESOLUTION 2 – ISSUE OF SECURITIES TO A DIRECTOR AS SUB-UNDERWRITER – MR ROSS COTTON**

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

*“That, for the purpose of Listing Rule 10.11 and for all other purposes, approval is given to issue up to 25,000,000 Sub-Underwriter Shares to Mr Ross Cotton, or his nominees, 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	13,027,639	-	-	-	13,027,639

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**RESOLUTION 3 – ISSUE OF SECURITIES TO A PROPOSED DIRECTOR AS SUB-UNDERWRITER – MR JOHN KOLENDA**

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

*“That, for the purpose of Listing Rule 10.11, and for all other purposes, approval is given to issue up to 37,500,000 Sub-Underwriter Shares to Mr John Kolenda, or his nominees, 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	13,027,639	-	-	-	13,027,639

**RESOLUTION 4 – ISSUE OF SECURITIES TO A PROPOSED DIRECTOR AS SUB-UNDERWRITER – MR PAUL NIARDONE**

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

*“That, for the purpose of Listing Rule 10.11, and for all other purposes, approval is given to issue up to 12,500,000 Sub-Underwriter Shares to Mr Paul Niardone, or his nominees, 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	13,027,639	-	-	-	13,027,639

**RESOLUTION 5 – ISSUE OF SECURITIES TO A PROPOSED DIRECTOR AS SUB-UNDERWRITER – MR ADAM DAVEY**

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

*“That, for the purpose of Listing Rule 10.11, and for all other purposes, approval is given to issue up to 12,500,000 Sub-Underwriter Shares to Mr Adam Davey, or his nominees, 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	13,027,639	-	-	-	13,027,639

**RESOLUTION 6 – ISSUE OF SECURITIES TO A PROPOSED DIRECTOR AS SUB-UNDERWRITER – MR PHILIP RE**

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

*“That, for the purpose of Listing Rule 10.11 and for all other purposes, approval is given to issue up to 12,500,000 Sub-Underwriter Shares to Mr Philip Re, or his nominees, 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	13,027,639	-	-	-	13,027,639

Jay Stephenson  
**COMPANY SECRETARY**