



9th November 2017

ASX Market Announcements
ASX
20 Bridge Street
Sydney NSW 2000
AUSTRALIA

Electronic Lodgement

RESULTS OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001 the following information is provided:

The Directors of PepinNini Minerals Limited wish to advise that all the resolutions as per the Notice of Meeting were passed on a show of hands at the Annual General Meeting of shareholders held today.

Resolution 1 – Adoption of the Remuneration Report for the year ended 30 June 2017

“That the Remuneration Report as contained in the Directors’ Report of the Company, for the year ended 30 June, 2017 be adopted.”

Valid proxy votes received in relation to Ordinary Resolution 1 were:

1. 31,735,421 available proxy votes received
2. 25,783,733 votes in favour of the resolution
3. 3,509,255 votes against the resolution representing 11% of valid votes received
4. 6,237,407 abstentions
5. 2,442,433 at the discretion of the proxy holder

The resolution was carried and the remuneration report for the year ended 30 June 2017 was adopted.

Resolution 2 – Re-Election of Ms Sarah Clifton-Brown

“That Ms Sarah Clifton-Brown, being a Director of the Company, who retires by rotation in accordance with the Company’s Constitution, and being eligible, is re-elected as a Director of the Company.”

Valid proxy votes received in relation to Ordinary Resolution 2 were:

1. 129,038,892 available proxy votes received
2. 124,740,179 votes in favour of the resolution
3. 1,853,280 votes against the resolution
4. 3,694,550 abstentions
5. 2,445,433 at the discretion of the proxy holder

The resolution was carried and Ms Sarah Clifton-Brown was re-elected a Director of the Company.

Resolution 3 – Approval of a 10% placement facility

“That for the purposes of ASX Listing Rule 7.1A and for all other purposes, approval is given to issue Equity Securities (as defined in the ASX Listing Rules) up to an additional 10% of the number of ordinary securities on issue calculated in accordance with the formula in ASX Listing Rule 7.1A.2 and on the terms and conditions described in the Explanatory Memorandum.”

Valid proxy votes received in relation to Ordinary Resolution 3 were:

1. 125,007,266 available proxy votes received
2. 119,771,812 votes in favour of the resolution
3. 2,793,021 votes against the resolution
4. 8,038,176 abstentions
5. 2,442,433 at the discretion of the proxy holder

The resolution was carried and the placement facility made available to the Company.

Resolution 4 – Ratification of issue of shares

“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, approval is given for the issue of 51,000,000 fully paid ordinary shares at \$0.012 per fully paid ordinary share in March 2017, and 26,434,943 fully paid ordinary shares at \$0.024 per fully paid ordinary share in April 2017.”

Valid proxy votes received in relation to Ordinary Resolution 4 were:

1. 31,296,916 available proxy votes received
2. 27,232,961 votes in favour of the resolution
3. 1,442,653 votes against the resolution
4. 101,748,526 abstentions
5. 2,621,302 at the discretion of the proxy holder

The resolution was carried and the issue of placement shares to sophisticated and professional investors in March and April 2017 was ratified.

Resolution 5 – Propose change of Company name

“That, for the purposes of sections 157(1)(a) and 136(2) of the Corporations Act 2001 (Cth) and for all other purposes, approval is given for the name of the Company to be changed to PepinNini Lithium Limited, and for all references to the Company’s name in the constitution of the Company to be replaced with PepinNini Lithium Limited.”

Valid proxy votes received in relation to Ordinary Resolution 5 were:

6. 132,250,711 available proxy votes received
7. 118,838,548 votes in favour of the resolution
8. 10,790,861 votes against the resolution
9. 794,731 abstentions
10. 2,621,302 at the discretion of the proxy holder

The resolution was carried and the change of company name to PepinNini Lithium Limited was ratified.

Resolution 6 – Issue of options to Rebecca Holland-Kennedy

“That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, the issue of 1,500,000 options on the terms summarised in the Explanatory Memorandum, to Ms Rebecca Holland-Kennedy, a related party of the Company, is approved.”

Valid proxy votes received in relation to Ordinary Resolution 6 were:

1. 33,893,287 available proxy votes received
2. 20,262,606 votes in favour of the resolution
3. 11,089,248 votes against the resolution
4. 5,165,680 abstentions
5. 2,451,433 at the discretion of the proxy holder

The resolution was carried and the issue of options to Rebecca Holland-Kennedy was ratified.

Resolution 7 – Issue of options to Sarah Clifton-Brown

“That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, the issue of 1,500,000 options on the terms summarised in the Explanatory Memorandum, to Ms Sarah Clifton-Brown, a related party of the Company, is approved.”

Valid proxy votes received in relation to Ordinary Resolution 7 were:

1. 132,403,835 available proxy votes received
2. 118,778,154 votes in favour of the resolution
3. 11,084,248 votes against the resolution
4. 329,607 abstentions
5. 2,541,433 at the discretion of the proxy holder

The resolution was carried and the issue of options to Sarah Clifton-Brown was ratified.

Resolution 8 – Issue of options to Philip Clifford

“That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, the issue of 1,500,000 options on the terms summarised in the Explanatory Memorandum, to Mr Philip Clifford, a related party of the Company, is approved.”

Valid proxy votes received in relation to Ordinary Resolution 8 were:

1. 132,120,835 available proxy votes received
2. 118,463,820 votes in favour of the resolution
3. 11,115,582 votes against the resolution
4. 324,607 abstentions
5. 2,541,433 at the discretion of the proxy holder

The resolution was carried and the issue of options to Philip Clifford was ratified.

Resolution 9 – Issue of options to Robert Wei Sun

“That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, the issue of 750,000 options on the terms summarised in the Explanatory Memorandum, to Mr Robert Wei Sun, a related party of the Company, is approved.”

Valid proxy votes received in relation to Ordinary Resolution 9 were:

1. 132,543,684 available proxy votes received
2. 117,567,181 votes in favour of the resolution
3. 6,725,344 votes against the resolution
4. 327,619 abstentions
5. 8,251,159 at the discretion of the proxy holder

The resolution was carried and the issue of options to Robert Wei Sun was ratified.



Justin Nelson
Company Secretary