



23 November 2016
For Immediate Release

RAMELIUS RESOURCES LIMITED

RESULTS OF AGM

Pursuant to ASX Listing Rule 3.13.2 and section 251AA of the Companies Act, Ramelius Resources Limited advises that the following resolutions were passed at the Annual General Meeting of the Company held today, Wednesday 23 November 2016 together with relevant proxy votes received by the Company.

23 November 2016

ISSUED CAPITAL

Ordinary Shares: 525M

DIRECTORS

NON-EXECUTIVE CHAIRMAN:
Robert Kennedy
NON-EXECUTIVE DIRECTORS:
Kevin Lines
Michael Bohm
MANAGING DIRECTOR:
Mark Zepfner

www.rameliusresources.com.au
info@rameliusresources.com.au

RAMELIUS RESOURCES LIMITED

Registered Office

Suite 4, 148 Greenhill Road
Parkside, Adelaide
South Australia 5063
Tel +61 8 8271 1999
Fax +61 8 8271 1988

Operations Office

Level 1, 130 Royal Street
East Perth WA 6004
Tel +61 8 9202 1127

ORDINARY BUSINESS

Address and presentation by Chairman and Managing Director

Annual Financial Report

To receive and consider the financial report and the directors' and auditors' reports for the year ended 30 June 2016.

Resolutions

1. Remuneration Report

To consider, and if thought fit, pass the following non-binding resolution as an ordinary resolution:

"That the Remuneration Report required by section 300A of the Corporations Act 2001, as contained in the Company's Directors Report for the year ended 30 June 2016 is adopted."

Details of Proxies received were:

For	Against	At Discretion of Proxy	Total Available Votes	Abstain	Open Unusable / Excluded
114,637,253	6,272,508	5,893,804	126,803,565	787,272	13,045,711

The resolution was passed unanimously on a show of hands.

2. Re-election of Director – Mr Kevin James Lines

To consider, and if thought fit, pass the following resolution as an ordinary resolution:

“That Mr Kevin James Lines, being a director of the Company who retires pursuant to clause 47 of the Company’s constitution, and being eligible, is re-elected as a director of the Company.”

Details of Proxies received were:

For	Against	At Discretion of Proxy	Total Available Votes	Abstain	Open Unusable / Excluded
129,589,736	2,221,224	7,393,939	139,204,899	1,431,649	-

The resolution was passed unanimously on a show of hands.

3. Approval of the Placement of 50,000,000 Shares on 1 August 2016

To consider, and if thought fit, pass the following resolution as an ordinary resolution:

“That for the purposes of ASX Listing Rule 7.4 and for all other purposes, the issue of 50,000,000 fully paid ordinary shares at \$0.50 per fully paid ordinary share on 1 August 2016 be approved.”

Details of Proxies received were:

For	Against	At Discretion of Proxy	Total Available Votes	Abstain	Open Unusable / Excluded
121,194,539	4,177,091	7,150,742	132,522,372	7,624,176	490,000

The resolution was passed on a show of hands.

4. Appointment of Auditor

To consider, and if thought fit, pass the following resolution as an ordinary resolution:

“That, subject to the Australian Securities and Investments Commission granting its consent to the resignation of the Company’s current auditor, Grant Thornton South Australian Partnership, for the purposes of section 327B of the Corporations Act 2001 (Cth) and for all other purposes, Grant Thornton Audit Pty Ltd, having been nominated and having consented in writing to act as auditor of the Company, be appointed as auditor of the Company and the directors of the Company be authorised to set the auditor’s remuneration.”

Details of Proxies received were:

For	Against	At Discretion of Proxy	Total Available Votes	Abstain	Open Unusable / Excluded
131,615,020	1,511,551	7,148,642	140,275,213	361,335	-

The resolution was passed unanimously on a show of hands.

5. Approval for Performance Rights Plan

To consider, and if thought fit, pass the following resolution as an ordinary resolution:

“That the terms of the Company’s Performance Rights Plan (PRP) for the purpose of section 260C of the Corporations Act 2001 (Cth), ASX Listing Rule 7.2 (Exception 9) and for all other purposes are approved, and that the directors are authorised to make offers under the PRP and satisfy those offers with issues of new equity securities (as defined in the ASX Listing Rules) as an exception to ASX Listing Rule 7.1.”

Details of Proxies received were:

For	Against	At Discretion of Proxy	Total Available Votes	Abstain	Open Unusable / Excluded
127,368,913	5,556,015	7,053,556	139,978,484	658,064	-

The resolution was passed unanimously on a show of hands.

6. Grant of Performance Rights to a Director

To consider, and if thought fit, pass the following resolution as an ordinary resolution:

“That, approval be given for the purpose of ASX Listing Rule 10.14 and for all other purposes, to the acquisition by Mr Mark Zeptner and/or his nominee of 500,000 performance rights in accordance with the terms of the Company’s Performance Rights Plan Rules and on the basis described in the explanatory memorandum accompanying the notice convening this meeting.”

Details of Proxies received were:

For	Against	At Discretion of Proxy	Total Available Votes	Abstain	Open Unusable / Excluded
127,279,738	5,726,618	7,082,747	140,089,103	547,445	-

The resolution was passed unanimously on a show of hands.

7. Reinstatement of proportional takeover provisions

To consider, and if thought fit, pass the following resolution as a special resolution:

“That, for the purposes of section 648G of the *Corporations Act 2001* (Cth), proportional takeover provisions contained in the explanatory memorandum accompanying the notice convening this meeting, be inserted back into the constitution of the Company.”

Details of Proxies received were:

For	Against	At Discretion of Proxy	Total Available Votes	Abstain	Open Unusable / Excluded
129,883,105	2,951,734	7,148,643	139,983,482	653,066	-

The resolution was passed unanimously on a show of hands.

Dom Francese
Company Secretary