

29 November 2016

ASX Limited  
Company Announcements  
Level 4, 20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam

**RE: ANNUAL GENERAL MEETING – 29 NOVEMBER 2016**

We advise that pursuant to Listing Rule 3.13.2 of the Listing Rules, the outcome of all resolutions put to the members of Sun Resources NL at the Annual General Meeting held at the offices of BDO, 38 Station Street, Subiaco, Western Australia on Tuesday, 29 November 2016 at 11:30am were as follows:

**1. Resolution 1 – Remuneration Report**

As an advisory resolution:

*“That, for all purposes, the Remuneration Report that forms part of the Directors’ Report for the financial year ended 30 June 2016, be approved.”*

Passed by majority of the members present by show of hands.

**2. Resolution 2 – Re-election of Director – Mr Ian McCubbing**

As an ordinary resolution:

*“That, for all purposes, Mr Ian McCubbing, who retires from the office of Director in accordance with ASX Listing Rule 14.4 and Article 16.3(a) of the Company’s Constitution, and being eligible and offering himself for re-election, is re-elected as a Director.”*

Passed by majority of the members present by show of hands.

**3. Resolution 3 – Re-election of Director – Mr William Bloking**

As an ordinary resolution:

*“That, for all purposes, Mr William Bloking, who retires from the office of Director in accordance with ASX Listing Rule 14.4 and Article 16.3(a) of the Company’s Constitution, and being eligible and offering himself for re-election, is re-elected as a Director.”*

Passed by majority of the members present by show of hands.

**4. Resolution 4 – Re-election of Director – Mr Alexander Parks**

As an ordinary resolution:

*“That, for all purposes, Mr Alexander Parks, who retires from the office of Director in accordance with ASX Listing Rule 14.4 and Article 16.3(a) of the Company’s Constitution, and being eligible and offering himself for re-election, is re-elected as a Director.”*

Passed by majority of the members present by show of hands.

**5. Resolution 5 – Ratification of Prior Issue of Shares**

As an ordinary resolution:

*“That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, Shareholders ratify the prior issue of 25,360,200 Shares to various employees and consultants of the Company on the terms and conditions set out in the Explanatory Statement.”*

Passed by majority of the members present by show of hands.

**6. Resolution 6 – Approval of 10% Placement Facility**

As a special resolution:

*“That, for the purposes of ASX Listing Rule 7.1A and for all other purposes, approval is given for the issue of Equity Securities up to 10% of the issued capital of the Company (at the time of the issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions set out in the Explanatory Statement.”*

Passed by majority of 75% of the members present by show of hands.

**7. Resolution 7 – Approval of Issue of Shares to Dr Jaap Poll**

As an ordinary resolution:

*“That, for the purposes of ASX Listing Rule 10.11, Chapter 2E of the Corporations Act and for all other purposes, approval is given for the issue of 4,213,115 Shares at \$0.01 each to Dr Jaap Poll (or his nominee) on the terms and conditions set out in the Explanatory Statement.”*

Not passed by majority of members by proxy or present on a poll.

**8. Resolution 8 – Approval of Issue of Shares to Mr Matthew Batrick**

As an ordinary resolution:

*“That, for the purposes of ASX Listing Rule 10.11, Chapter 2E of the Corporations Act and for all other purposes, approval is given for the issue of 16,782,787 Shares at \$0.01 each to Mr Matthew Batrick (or his nominee) on the terms and conditions set out in the Explanatory Statement.”*

Not passed by majority of members by proxy or present on a poll.

**9. Resolution 9 – Approval of Issue of Shares to Mr Alexander Parks**

As an ordinary resolution:

*“That, for the purposes of ASX Listing Rule 10.11, Chapter 2E of the Corporations Act and for all other purposes, approval is given for the issue of 3,510,929 Shares at \$0.01 each to Mr Alexander Parks (or his nominee) on the terms and conditions set out in the Explanatory Statement.”*

Not passed by majority of members by proxy or present on a poll.

## DISCLOSURE OF PROXY VOTES

Pursuant to Section 251AA of the Corporations Act 2001 (Cth) the Company provides a summary of the votes by proxy on the Agenda considered at the Annual General Meeting held on the 29 November 2016.

	Proxies in favour	Proxies against	Proxies abstaining	Open proxies
<b>Resolution 1</b>	59,998,243	Nil	8,016,036	2,881,000
<b>Resolution 2</b>	68,014,279	Nil	Nil	2,881,000
<b>Resolution 3</b>	68,014,279	Nil	Nil	2,881,000
<b>Resolution 4</b>	68,014,279	Nil	Nil	2,881,000
<b>Resolution 5</b>	61,894,695	450	6,119,134	2,881,000
<b>Resolution 6</b>	68,013,829	450	Nil	2,881,000

All resolutions above were approved by members by show of hands.

All resolutions below were not approved by members in person or by proxy on a poll.

	In favour	Against	Abstaining	Open proxies
<b>Resolution 7</b>	36,736,260	46,149,037	Nil	2,881,000
<b>Resolution 8</b>	33,402,942	46,149,487	3,332,868	2,881,000
<b>Resolution 9</b>	36,736,260	46,149,037	Nil	2,881,000

Yours faithfully  
SUN RESOURCES NL



Craig Basson  
Company Secretary

