

18 July 2008

The Manager, Companies Australian Securities Exchange Companies Announcements Office Exchange Centre 20 Bridge Street SYDNEY NSW 2000

Oxiana General Meeting on 18 July 2008

In regard to the General Meeting that will be held today at 2.30pm today attached are the Chairman's and Managing Director and CEO's speeches that will be delivered at the meeting, together with the accompanying slides.

Yours sincerely

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Francesca Lee

General Counsel & Company Secretary

OXIANA LIMITED



GENERAL MEETING 2008

Friday, 18 July 2008 at 2:30pm

Barry Cusack, Chairman Oxiana Limited

Slide 1: General Meeting - 2008 Title Slide

INTRODUCTION

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Ladies and Gentlemen

Good afternoon, my name is Barry Cusack and I am the Chairman of Oxiana Limited.

Welcome to the first General Meeting of shareholders of the combined group formed through the merger of two great Melbourne resource companies, Oxiana and Zinifex. Also welcome to those watching the event via live webcast at www.oxiana.com.au.

On stage with me on my right is Andrew Michelmore our recently appointed Managing Director and Chief Executive Officer. As part of the terms of the merger, Andrew was appointed Managing Director and CEO on 20 June 2008 by a resolution of the Directors to replace Owen Hegarty who stepped down on the same day.

Prior to joining the merged Group Andrew was the CEO of Zinifex Limited. He joined Zinifex on 1 February 2008, upon his return from two years based in the UK as CEO of Russian energy and aluminium producer EN+ group. Prior to that he was CEO at WMC Resources during which time the company's market capitalisation nearly doubled. In total he had 12 years at WMC in senior roles and in this time was responsible for significant growth and improvement in operational reliability across all divisions.

Also with me on stage is Francesca Lee our new Company Secretary, who has also joined us from Zinifex.

Francesca has confirmed that we have a quorum present. Accordingly, I declare this General Meeting open. The Notice of meeting was mailed to Oxiana Shareholders on 17 June 2008 and to former Zinifex holders on 4 July 2008 along with their new Holding Statements and Oxiana shareholder welcome packs. I propose to take the Notice as read. The Minutes of the Annual General Meeting held on 17 April 2008 have been signed by me as Chairman as a true and correct record of that meeting.

OZ MINERALS

The proposed name for the Company is OZ Minerals Limited and change to this name is a subject of special resolution today. While we do not wish to pre-empt the results of that resolution, we will refer to OZ Minerals when referring to the company for simplicity.

SAFETY

Safety is very important to us, as it has been to both Oxiana and Zinifex. I therefore seek your attention to the evacuation procedure in the event of a fire or other emergency.

- First an <u>ALERT ALARM</u> will sound and will make a <u>BEEP-BEEP-BEEP</u> sound. Wait where you are for instruction.
- The second <u>EVACUATION ALARM</u> makes a <u>WHOOP-WHOOP</u> sound. This is the signal to follow the fire warden's directions to evacuate the area via the fire stairs. LIFTS ARE NOT TO BE USED.
- You will then be guided to move quietly and calmly to the Assembly Area John Batman Park across Spencer St from the Melbourne Convention Centre.
- Please familiarise yourselves with the emergency exists which are located behind me to the right and left
 of the stage accessible via the rear of the theatre (points to exits).

Slide 2: Board of Directors

I would like to take some time to introduce the Directors of OZ Minerals, as there may be some with whom you are not yet familiar. First of all I will introduce the Zinifex Directors who joined the OZ Minerals Board on 20 June as part of the terms of the merger and who are standing for re-election today. Details of their backgrounds and qualifications are set out in the Notice of Meeting.

As I introduce each of you, could you please stand up. The first director standing for re-election is:

Peter Mansell

Peter is the former Chairman of the Zinifex Board. I would also like to express my thanks and those of the Board for Peter's contribution to the conception and completion of the merger.

Peter chairs the new Board's Nomination and Remuneration Committee.

Peter Cassidy

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I would now like to introduce Peter Cassidy. Peter is a member of both the Board's Audit Committee and Compliance Committee and, as many of you will recall, was previously a Director of Oxiana.

Tony Larkin

Next is Tony Larkin. Tony chairs the Board's Audit Committee, is a member of the Nomination & Remuneration Committee and is a member of the Integration Committee.

Richard Knight

Could I ask Richard Knight to stand up. Dick is a member of the Board's Compliance Committee.

Dean Pritchard

Finally to Dean Pritchard. Dean chairs the Board's Compliance Committee.

Owen Hegarty

Also standing for re-election as a non-executive today is Owen Hegarty. Owen is the immediate past Managing Director and CEO of Oxiana Limited and the Chair of the Board Integration Committee.

Now I would like to introduce to you the incumbent directors who are not standing for re-election today.

Ronald Beevor

Ronnie Beevor is a member of the Audit Committee and the Nomination and Remuneration Committee.

Michael Eager

Mike Eager, who is a member of the Compliance Committee.

Brian Jamieson

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And finally to Brian Jamieson. Brian is a member of the Audit Committee, the Compliance Committee and the Integration Committee.

Slide 3: General Meeting Agenda

Today's meeting will be in three parts:

- First I will provide an overview of the merger to date.
- Then Andrew will discuss with you various aspects of the new company.
- This will be followed by the formal business of the meeting.

Slide 4: Merger Timeline

We announced the Oxiana and Zinifex plans for a merger on 3 March this year.

Oxiana has often stated its objective to become a major diversified mining Company. Similarly, Zinifex, following the divestment of its smelters, has clearly stated its objective to grow and diversify its mining business.

The rationale for this merger was clear – to create a platform for growth that was superior to that offered by either Oxiana or Zinifex in isolation. We have combined two companies with highly complementary characteristics, a strong development pipeline, financial strength and an outstanding team of skilled people. This was a compelling rationale when we were considering the merger and it remains a compelling rationale today.

We are excited by the potential offered by the merger, and the two organisations began planning for our integration immediately after announcing the merger. I am pleased to be able to report that the integration is proceeding very well.

Zinifex shareholders voted overwhelmingly in favour of the merger on 16 June with more than 97% of the shareholders who voted supporting the merger and 99% of the number of shares voted being in favour.

The Supreme Court of Victoria approved the Zinifex Scheme of Arrangement on 20th of June and the formal implementation of the merger occurred on 1 July. Zinifex shareholders became entitled to receive new Oxiana shares at the rate of 3.1931 Oxiana shares for each Zinifex share they owned, and new holding statements for those shares were issued on 4 July.

The merger of Oxiana and Zinifex is a merger of equals. The spirit of true cooperation, the genuine excitement and above all the professionalism with which these two groups of people have come together has been particularly pleasing for the Board.

Next week, OZ Minerals will release its Quarterly Activities Report; the first formal report made by the new Company and, we anticipate, the first of many that will demonstrate the ongoing growth and success of OZ Minerals.

Slide 5: Markets

Having said that, we acknowledge the current soft market for resource stocks and the decline in our share price. Your Board is concerned that the price does not represent our underlying value and we are very aware that our shareholders have been impacted by the decline.

We believe the fundamental outlook for our business is very strong and we are well-positioned to benefit from strong and sustainable demand for the commodities we produce from the growing economies in our region.

However, we are not immune from general market conditions and there will always be volatility in commodities and financial market which affects our share price.

The first of these is the drop in zinc price. This seems to us to be inconsistent with underlying demand and disproportionate to any stock build up even bearing in mind most smelters have contracted this year's supply needs.

Since we announced the merger between Oxiana and Zinifex, Oxiana's share price – the yellow line – has largely followed the short-term decline in the zinc price (the grey line), while the ASX Resources sector (the blue line) has performed more in line with the copper price, represented by the red line.

Some commentators say that OZ Minerals is a zinc company. It is not. Copper is a core commodity for OZ Minerals and, as we announced to the market earlier this month, copper will contribute more of our revenue than zinc once Prominent Hill comes on stream at the end of this year. Other contributors will be gold, nickel, silver and lead.

Slide 6: Australian copper-gold stocks

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Further, although copper and gold prices have held up, other Australian copper and gold companies have suffered also. The chart behind me shows that the share prices of both Equinox and, until very recently, Newcrest have diverged from the copper price similarly to Oxiana.

We also see a robust outlook for copper and simply fail to understand why investors are not reflecting that outlook in Oxiana's share price.

Zinc has defined Zinifex's history and has been an important metal for Oxiana as well. It is an important but decreasing part of the OZ Mineral's portfolio. We are in the enviable position of being the world's second largest zinc producer and we have the world-class Century mine in North Queensland. We know the metal and its markets well and we consider it to have a very strong outlook.

Our major customers are anxiously seeking commitments from us to supply them with zinc concentrate beyond their current supply agreements. It is perhaps in recognition of this fact that even the most bearish analysts now have zinc in deficit by 2010-11.

And gold is a good balance to our base metal production. It continues to perform strongly above \$900/oz and, although it is not as important to our portfolio as copper or zinc, our exposure to gold will rise with Prominent Hill next year and Martabe in late 2009, together, almost tripling our gold output.

We have recently seen some selling of Oxiana shares from shareholders who would prefer us to have a dominant exposure to a single metal rather than the more diversified production we now have. Your Board is convinced that the lower volatility of earnings that will result from a diversified strategy – a strategy that Oxiana has pursued for a number of years – is the better way to structure the Company.

And, in the current market environment, Oxiana's share price has also seen the impact of short sellers and margin calls. We are not alone in that respect.

But, we are a mining company, not financial advisors. Within our area of expertise, we remain of the view that the metals we produce will continue to be in growing demand as a result of continued growth in the rapidly developing economies of our region, notwithstanding current economic uncertainties and inflationary trends. We also see continuing tightness in supply due to declining grades, long lead times and escalating costs of production, development and infrastructure.

Slide 7: OZ Minerals changing the shape of the Australian Resources Sector

The longer term fundamentals that motivated the Boards of Oxiana and Zinifex to embark on the merger have not changed. Our belief remains that we are in an extended period of robust demand for the commodities we produce. OZ Minerals will have a strong and growing production profile, high margin operations and the capacity to invest in expansions, new projects, targeted exploration and, potentially, acquisitions.

We have no doubt that this profile gives us an outstanding opportunity to create superior value for our shareholders over time.

Slide 8: Video

We have previously announced that we want the merged Company to be known as OZ Minerals, and we will ask shareholders to vote on that proposal later today.

I am pleased to be able to say that our proposed new name has received wide support – both within Australia and beyond. I would now like to reveal OZ Minerals' new logo and brand to shareholders.

The short video we are about to play provides an overview of our rationale for the name and some background on what I am sure you will agree is a very strong and mature looking logo with which to take OZ Minerals forward.

I would now like to call on Andrew to give you an overview of the newly merged group and its activities. Thank you.

Slide 9: Managing Director and CEO, Andrew Michelmore

Thank you Barry. Before I make some comments about the structure of our business, I would like to introduce the new Executive Committee to shareholders. The Executive Committee, which I lead, is responsible for the day-to-day running of the Company under delegation from me.

Slide 10: Executive Committee

Not all members of the Executive are here today, but I will ask those who are to stand up as I call their names.

<u>Brett Fletcher</u> is our Chief Operating Officer - Australia. Brett was appointed Chief Operating Officer of Zinifex Limited in April 2007 to replace Paul Fowler who is now the CEO of Nyrstar.

Brett is now responsible for all on-shore operations including Golden Grove, Prominent Hill (when commissioned), Rosebery, Century, Avebury and Marketing.

Barry has already introduced **Francesca Lee**, our company secretary and General Counsel, to you. Francesca is responsible for the Legal Department and Secretariat and Corporate Governance matters.

<u>Jill Lever</u> is our Executive General Manager, Human Resources. Jill was previously the General Manager, Human Resources at Zinifex Limited. Jill is responsible for human resources, organisation development, remuneration policy, recruitment and succession planning.

<u>Bruce Loveday</u> is the Executive General Manager – Business Support. Bruce was the General Manager – External Relations at Oxiana prior to the merger. Bruce is responsible for safety, health and environment, information technology, external and internal communications, procurement and risk.

<u>Tony Manini</u> is our Executive General Manager – Exploration. Tony was the Executive General Manager – Exploration at Oxiana Limited prior to the merger and is responsible for Oxiana's Brownfield and Greenfield exploration activities globally.

<u>John Nitschke</u> is our Executive General Manager – Projects & Technical Services. John was the Executive General Manager – Australian Operations at Oxiana Limited prior to the merger. John is responsible for all major development projects, feasibility studies and technical services.

<u>Jeff Sells</u> is the acting Chief Financial Officer and was the Chief Financial Officer of Oxiana Limited prior to the merger. He is also a non-executive director of Toro Energy Limited. Jeff is responsible for the financial reporting of the company along with taxation, corporate finance, accounting and treasury functions.

Not with us today are:

<u>Peter Albert</u>, our Executive General Manager – Asia. Peter was Executive General Manager – Asia of Oxiana Limited prior to the merger. Peter is responsible for all off-shore operations, including the Sepon copper and gold mine and the Martabe Project. Peter is also responsible for government relations in Asia; and

<u>Peter Lester,</u> our Executive General Manager – Business Development. Peter was the Executive General Manager – Corporate Development at Oxiana prior to the merger. Peter is responsible for strategy, business development, mergers and acquisitions.

Slide 11: OZ Minerals - diversified

As Barry has said already we have created a company which has tremendous opportunities before it - the outlook for this sector has not changed. At OZ Minerals we recognise this and are singularly focused on reaping the benefits of these opportunities for all our stakeholders – particularly our shareholders.

I am pleased to report that the practical integration of the two companies has proceeded extremely well with two remarkably similar groups finding significant common ground. The new organisation is particularly eager to maintain and increase momentum – to hit our targets and to continue to grow shareholder value.

What we have done by forming OZ Minerals is to create a company with genuine scale. We are now among the 30 largest companies on the ASX 100 Index and Australia's third largest diversified resources company. We have 5 mining operations located in Australia and Asia and three new mines in development.

This scale gives you – our shareholders the chance to be part of a truly global resources company.

OZ Minerals is a company with superior financial strength. The increased production base we now have will see larger cash flows, and this, coupled with an existing strong cash balance, will generate a formidable organic funding capability – a serious competitive advantage at this time when the cost of debt is rising globally. While our primary objective is to use our financial strength to strategically grow OZ Minerals, we are also acutely aware that, in the current environment of weak share prices generally, we must also consider active capital management and other initiatives that have the potential to bolster shareholder return in the shorter term.

Slide 12: Commodities – growth driven by the emerging world

Financial markets globally have been volatile to say the least. The credit-crisis and a slow-down of the US economy have seen the nerves of markets frayed and a wild sell down of equities as a result.

As the Chairman said earlier, we are disappointed with the recent performance in the share price.

This is particularly as we believe that the robust fundamentals for our business – its assets and their performance, our powerful development pipeline and the markets for the commodities we produce – have not changed, and the fundamentals are underpinned by the structural change in the global economy, with the emergence of developing nations driving industrial growth.

Half the world's economy is now going through an industrial revolution. In the last decade the US has been responsible for only around 1/10 of global growth whereas China has supplied 1/3.

China is now the largest consumer of most key raw materials – including those produced by OZ Minerals.

Slide 13: Commodities – intensity of use

As countries industrialise, their intensity of use of metals increases significantly. China's economy has doubled in size so far this decade but its demand for resources has tripled.

It is this growth in the intensity of use of the commodities that OZ Minerals produces that will continue to drive our prospects.

Fears about recession in the US and Western Europe are impacting sentiment at present. But, even if some parts of the world experience economic slowdown, this will not de-rail the developing world juggernaut. Modelling suggests that if US demand were to slip to recessionary levels, Chinese GDP would fall by a mere 1% or less - to around 9%.

That's not a slowdown!

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Domestic demand in many emerging economies is growing rapidly, fuelled by increasing wealth, rapidly urbanising populations and the ballooning of the middle classes. It is this phenomenon that will continue to drive demand for all basic commodities. Asia is no longer just a source of cheap manufactured goods to be exported to Western consumers.

Slide 14: Copper

Now turning specifically to our main products.

Copper will, from next year, be the major contributor to the OZ Minerals Group revenue.

The price of copper has increased dramatically over the last few years, having risen by more than 250% over the last 4 years to its current level of US\$3.81 per pound. Copper mine supply continues to lag demand, which has resulted in very low inventory levels and high price levels. The outlook for the copper market remains strong. In this context, OZ Minerals is very well-positioned among the world's 20 largest copper producers.

Our copper production currently comes mainly from our Sepon operation in Laos with some also from the Golden Grove base metals operation in Western Australia and Rosebery in Tasmania – both of which produce zinc as their main product.

This sophisticated solvent-extraction and electrowinning plant at Sepon produces copper cathodes on site. The production of copper metal on site is a major competitive advantage for Sepon, and a premium is received for sales to nearby growing markets of Thailand, Vietnam and China.

An expansion of the Sepon copper plant from 60,000t to 80,000 t/annum is underway, and will be completed by 2010.

Our annualised copper production will more than double when the Prominent Hill mine in South Australia is commissioned later this year. Prominent Hill will produce a high grade, high quality, copper-gold concentrate at a rate in excess of 100,000t of copper and 80,000oz of gold/ annum in 2009. At current prices, this will see more than half of OZ Minerals' revenue from the production of copper.

We believe that we are only at the very beginning of understanding the potential of the Prominent Hill.

Work has already significantly increased the known extent of the orebody and we have also recently announced some exciting exploration results from around a kilometre from the open-pit which could represent a new standalone deposit.

Copper will continue to be a core focus for OZ Minerals. We will expand our existing copper operations, discover new ore bodies and potentially acquire further opportunities.

Slide 15: Zinc

Currently, zinc represents around 50% of OZ Minerals' revenue, which will reduce to around 35% of revenues in 2009 as copper and nickel output increases.

The price of zinc has declined over the past 12 months and this has justifiably caused some concerns for those who follow our company. As the Chairman mentioned earlier, we do not believe this decline reflects underlying fundamentals for the metal.

We want zinc to remain a key part of our commodity mix. We are the world's second largest producer of zinc – a position that gives us significant competitive advantage.

We, like many others, believe there is considerable upside for the zinc market. While a surplus of zinc was expected for 2008-9, this surplus will be substantially smaller than the 600,000 tonnes initially forecast - potentially below 200,000 tonnes.

Further, the market is expected to move into deficit by 2011-12 - possibly sooner - as several major mines reach the end of their life or become lower grade. Accelerating the return to deficit will be the recently announced expected closures of some marginal mines around the world.

Demand for zinc is good and is expected to continue to increase at a rate of 4-6% pa to 2012, driven by the construction and automotive sectors. Approximately half the world's zinc output is used in galvanising steel, and I am yet to come across an analyst who is negative on the outlook for steel demand.

Our zinc production comes from 3 operations.

The Century operation is the world's second largest zinc mine and accounts for around 4% of global zinc production.

Producing more than 500,000t of zinc and 40,000t of lead concentrates each year, Century is a significant contributor to the revenues of the group.

Currently, mine-life at Century runs until 2015. We have a large tenement area around Century and will increase our exploration at nearby prospects looking to extend that.

OZ Minerals is also a significant zinc producer at Golden Grove in Western Australia, which produces around 130,000 tonnes of zinc per annum. Golden Grove also produces significant quantities of copper and gold as byproducts.

A significant investment in exploration at Golden Grove over the past two years has seen discovery of extensions to the mineralisation and studies are now underway to asses the feasibility of extending mining until 2030.

We also produce around 80,000t of zinc and 20,000t of lead from the Rosebery mine in Tasmania, with those concentrates being sold to the Nyrstar smelter in Hobart.

Slide 16: Precious Metals

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The price of gold has climbed relatively steadily over the past decade with increasing geopolitical tensions, a weakening US\$ and reduced central bank selling. Today the price of gold sits at over US\$900/oz.

Consensus forecasts for the outlook for gold are almost universally strong, and our precious metal assets are therefore naturally very valuable to us.

We produce gold at Sepon, and as a by product at Golden Grove and Rosebery, and will produce a further 75,000 – 85,000oz from Prominent Hill next year. We are also building the Martabe gold mine in North Sumatra which will produce around 200,000oz of gold annually from 2010.

We are also a significant producer of silver with more than 10 million ounces currently produced from the Group's operations, rising to more than 12 million when Martabe is in production.

Slide 17: Development pipeline

In the current environment, having the capacity to steadily increase production in a cost-efficient manner is perhaps the greatest asset a mining company can have. And OZ Minerals is in the enviable position of having a very strong project pipeline.

The first current project to move into production is the newly acquired Avebury nickel mine in Tasmania. The mine will produce around 8,500t of nickel each year and is our first move into this commodity.

Prominent Hill will be in production at the end of this year, and 2010 will see both the completion of the Sepon copper expansion and the first full year of production from the Martabe gold-silver mine in Indonesia.

We also have a suite of expansion studies underway at each of our operations with a dedicated expert in-house project team overseeing these.

New developments with a slightly longer timeframe include some of the world's largest undeveloped zinc resources in the Dugald River zinc project in Queensland (which is now under feasibility study) and the Izok Lake and High Lake zinc and copper deposits in Canada which are also a focus for our projects team.

Underscoring the improving outlook for zinc, we have received expressions of interest for Dugald River concentrate that exceed planned annual production rates.

CONCLUSION

We now have the scale, diversity, financial capability and the Board and management expertise required to deliver into our clear growth vision. We will be aggressively pursuing large scale opportunities in our sector to further diversify but above all to add value to the business and our stakeholders.

Thank you.

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General Meeting 18 July 2008 Barry Cusack, Chairman



Barry Cusack - Chairman

Andrew Michelmore - Managing Director and CEO

Peter J Mansell - Remuneration and Nomination Committee (Chair).

Peter W Cassidy - Audit Committee; Compliance Committee.

Anthony C Larkin - Audit Committee (Chair); Remuneration and Nomination Committee; Integration Committee.

Dean A Pritchard - Compliance Committee (Chair).

Owen L Hegarty - Integration Committee (Chair).

Richard Knight - Compliance Committee.

Ronald H Beevor - Audit Committee; Remuneration and Nomination Committee.

Michael A Eager - Compliance Committee.

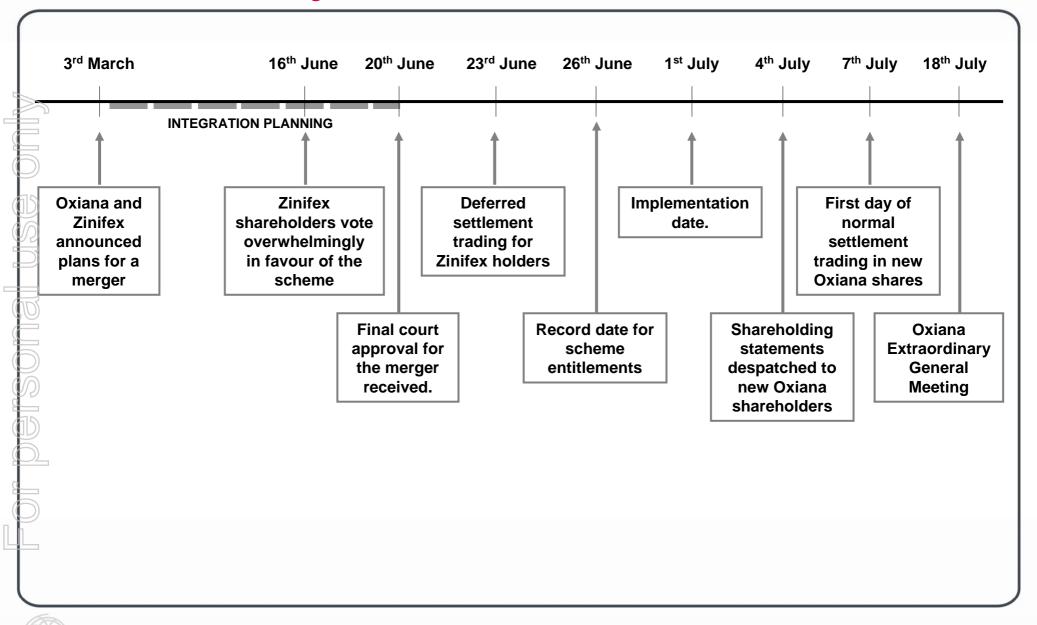
Brian Jamieson - Audit Committee; Compliance Committee; Integration Committee.



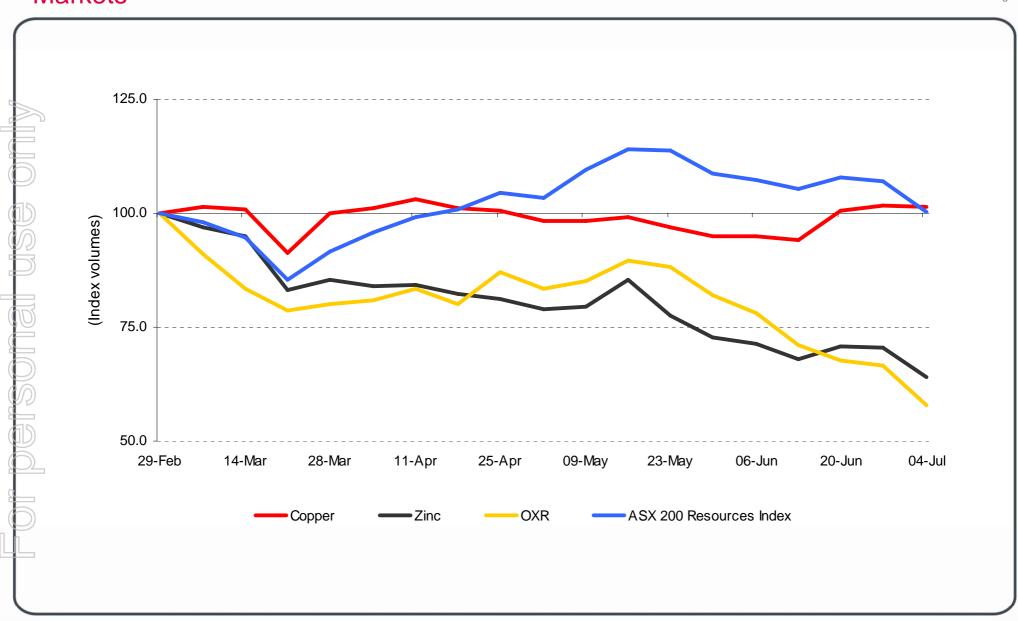
- Overview of the merger.
- Managing Director and CEO's review.
- Formal business.



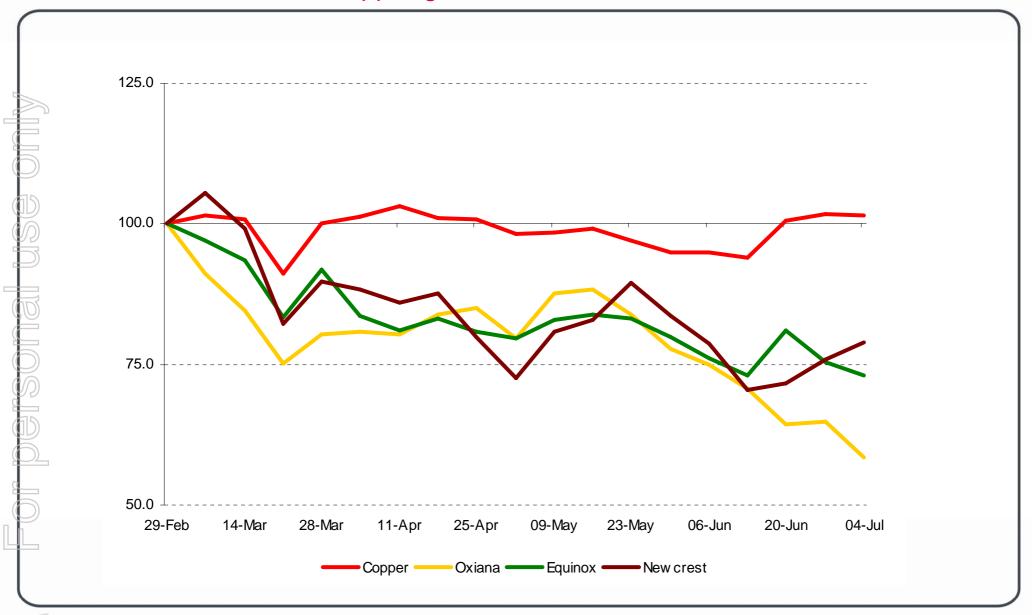
Oxiana and Zinifex merge to become OZ Minerals





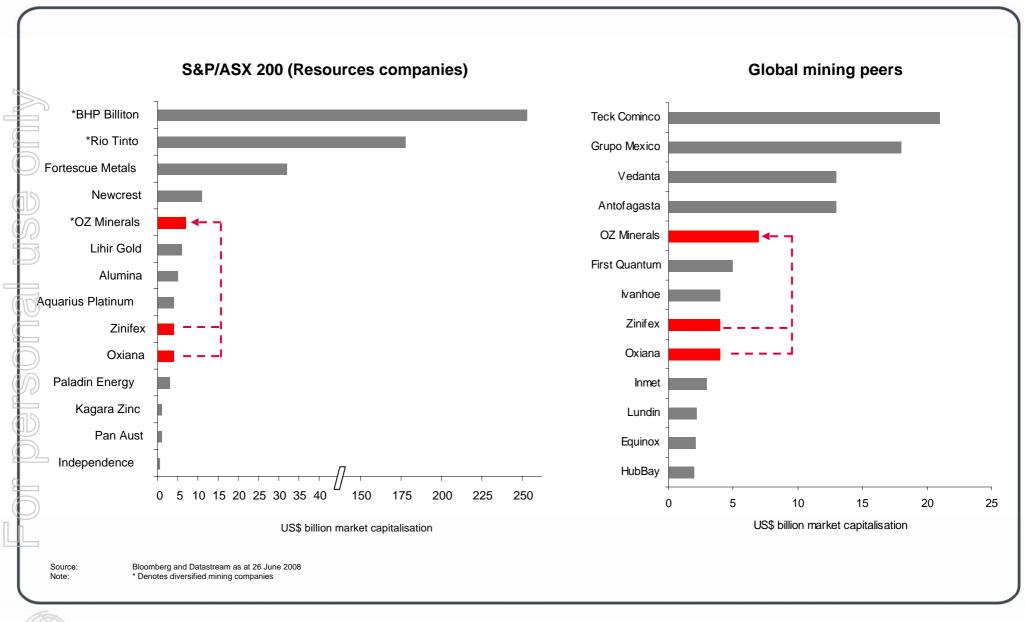








OZ Minerals changing the shape of the Australian resources sector





Andrew Michelmore Managing Director & CEO



Executive Committee

Andrew Michelmore - Managing Director & CEO

Peter Albert - Executive General Manager - Asia

Brett Fletcher - Chief Operating Officer - Australia

Francesca Lee - Company Secretary and General Counsel

Peter Lester - Executive General Manager - Business Development

Jill Lever - Executive General Manager - Human Resources

Bruce Loveday - Executive General Manager - Business Support

Tony Manini - Executive General Manager - Exploration

John Nitschke - Executive General Manager - Projects & Technical Services

Jeff Sells - Acting Chief Financial Officer

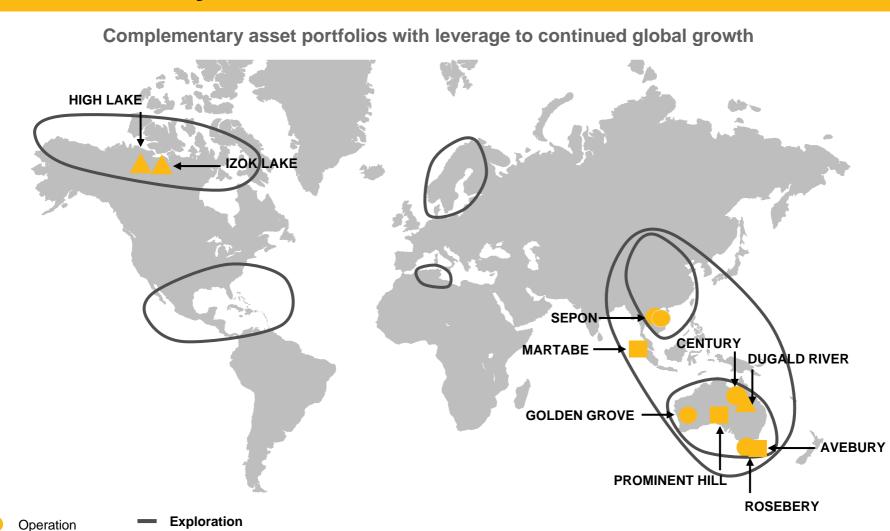




OZ Minerals: diversified by geography, commodity and maturity

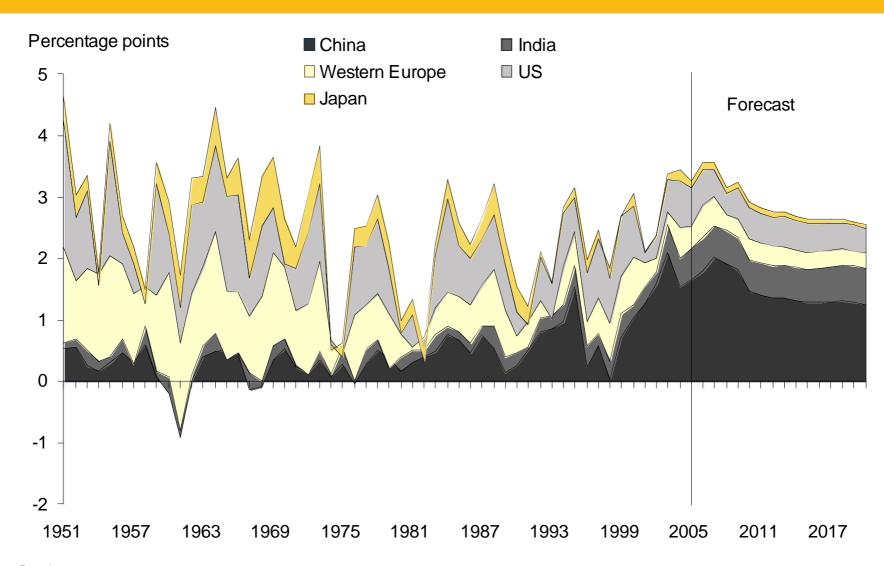
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Development
Project pipeline





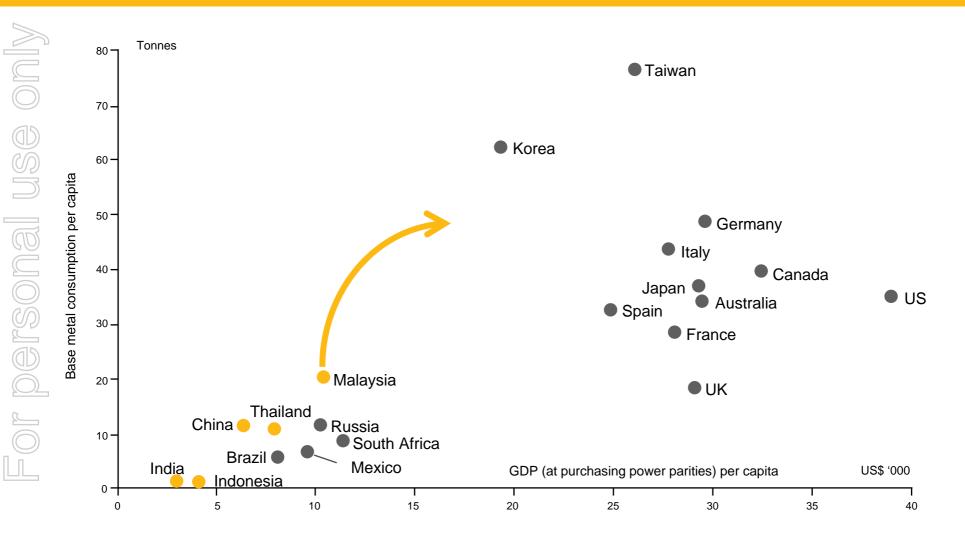
Commodities – growth driven by the emerging world





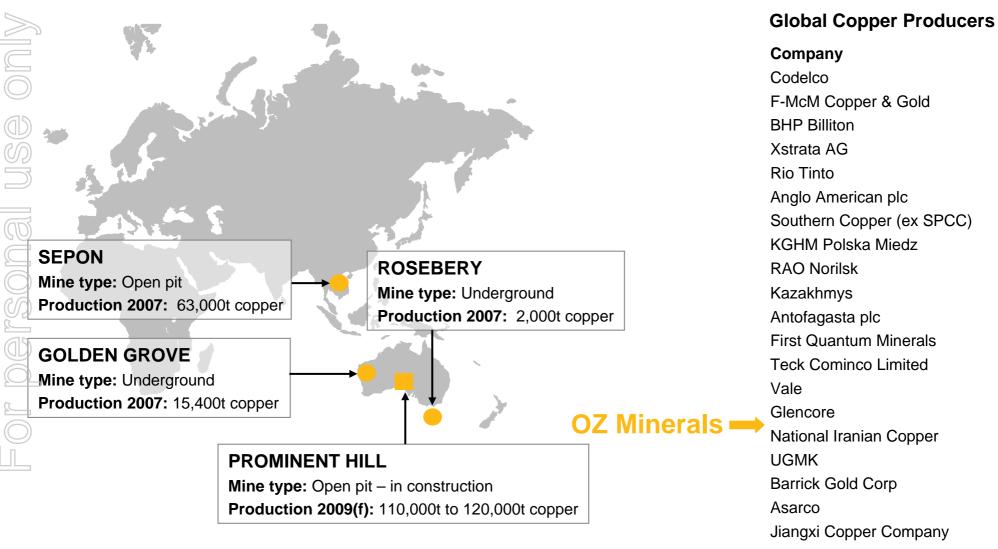
For personal use only

Base metal consumption & GDP per capita



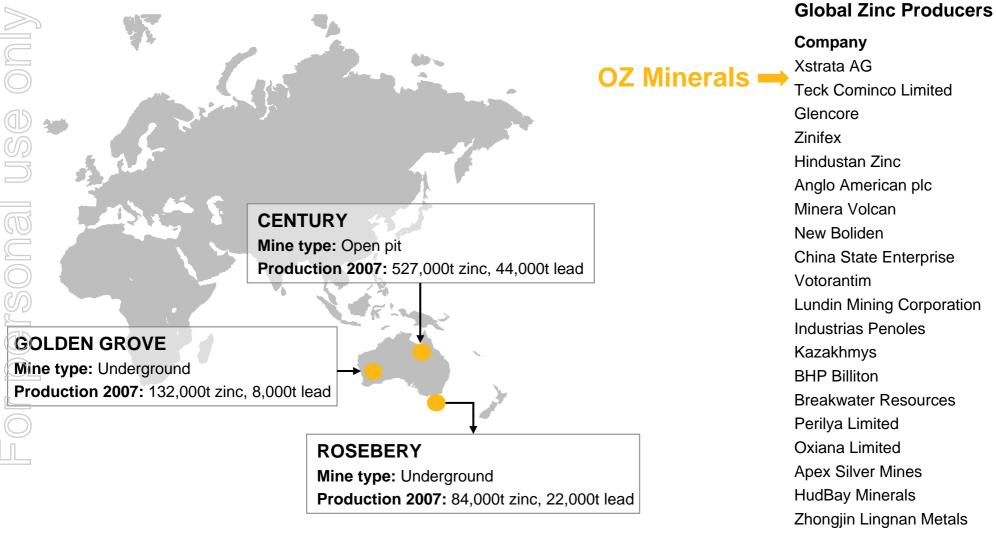


Copper



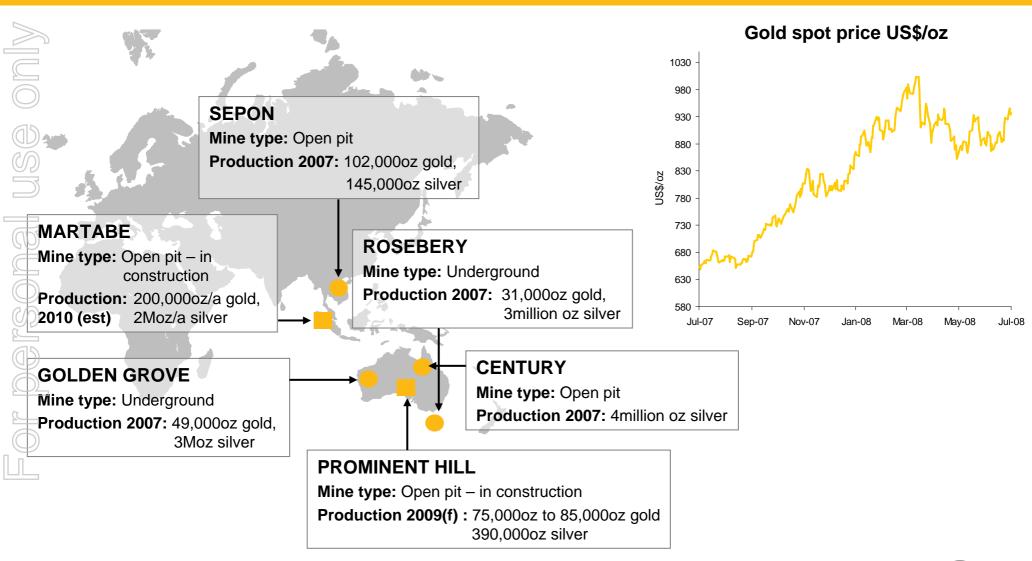


Zinc & lead

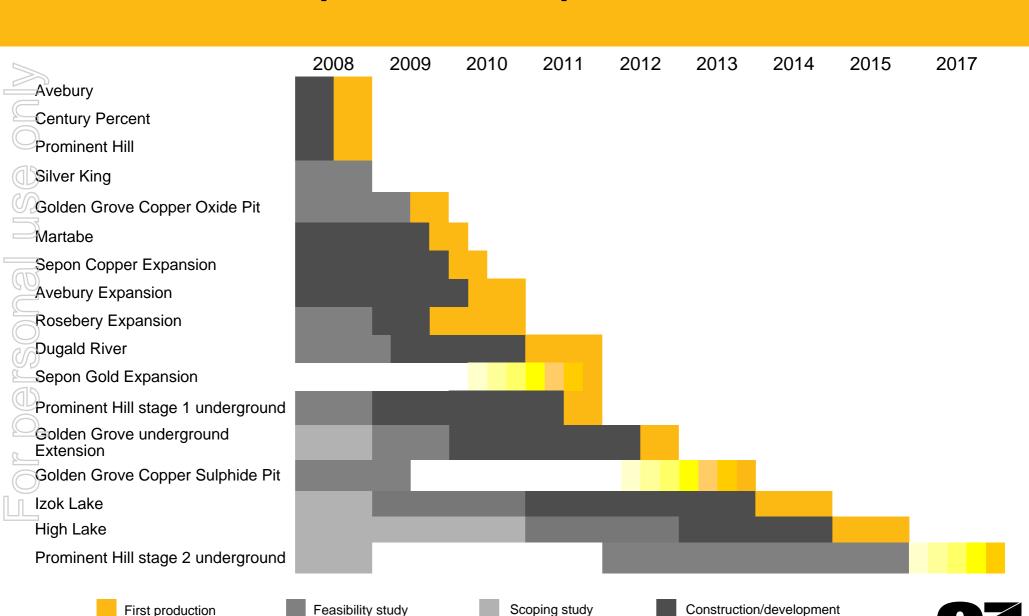




Precious metals







General Meeting Items of Business



Proxy Results: Resolution 1 – Change of Company name to OZ Minerals Limited

Valid proxies lodged	1,427,641,438
In favour of the resolution	1,308,637,563
Open	58,117,648
Against the resolution	60,886,227



Proxy results: Resolution 2 - Re-election of Directors.

Director	Proxies	In favour	Open	Against
Owen Hegarty	1,416,623,103	1,341,349,399	59,237,227	16,036,477
Peter Mansell	1,427,004,735	1,207,477,369	61,333,571	158,223,795
Peter Cassidy	1,426,278,471	1,282,336,182	60,365,410	83,576,879
Anthony Larkin	1,426,072,414	1,278,395,944	63,805,920	83,870,550
Richard Knight	1,426,435,832	1,278,184,969	63,771,842	84,479,021
Dean Pritchard	1,426,316,173	1,277,123,544	63,824,422	85,368,207



Proxy Results: Resolution 3 – Increase in Directors' Fee Cap

Valid proxies lodged	1,365,304,792
In favour of the resolution	1,203,735,051
Open	21,601,107
Against the resolution	139,968,634



Proxy Results: Resolution 4 – Termination Payment for Owen Hegarty

5,927
9,282
776,235,547
21,780,667
575,134,897
1,373,151,111



THANK YOU WWW.OZMINERALS.COM

