

## RESULTS OF AGM

22nd November 2012

For Immediate Release  
Australian Securities Exchange Limited  
Exchange Plaza  
2 The Esplanade  
PERTH WA 6000

Pursuant to the requirements of ASX Listing Rule 3.13.2 and section 251AA of the Corporations Act, YTC Resources Limited advises that the results of the resolutions put to the Annual General Meeting of the Company as set out in the Notice of Meeting and held on Thursday 22 November 2012, were as follows,

### RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a non-binding resolution:

*"That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company's annual financial report for the financial year ended 30 June 2012."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
35,349,915	1,779,216	577,279	48,640,956

The resolution was passed on a show of hands.

### RESOLUTION 2 – RE-ELECTION OF DIRECTOR – ROBIN CHAMBERS

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, for the purposes of ASX Listing Rules 14.4 and 14.5, and for all other purposes, Robin Chambers, a Director, retires by rotation, and being eligible, is re-elected as a Director."*



Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
73,265,886	7,751,607	4,643,223	686,650

The resolution was passed on a show of hands.

### RESOLUTION 3 – RE-ELECTION OF DIRECTOR – WENXIANG GAO

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, for the purposes of ASX Listing Rules 14.4 and 14.5, and for all other purposes, Wenxiang Gao, a Director, retires by rotation, and being eligible, is re-elected as a Director."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
83,321,836	1,862,901	475,979	686,650

The resolution was passed on a show of hands.

### RESOLUTION 4 – RE-ELECTION OF DIRECTOR – GARY COMB

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, for the purpose of clause 18.2(a)(i) of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Gary Comb, a Director who was appointed on 4 July 2012, retires, and being eligible, is re-elected as a Director."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
84,959,550	599,187	475,979	312,650

The resolution was passed on a show of hands.



## RESOLUTION 5 – RE-ELECTION OF DIRECTOR – MARK MILAZZO

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, for the purpose of clause 18.2(a)(i) of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Mark Milazzo, a Director who was appointed on 6 August 2012, retires, and being eligible, is re-elected as a Director."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
85,192,058	275,179	475,979	404,150

The resolution was passed on a show of hands.

## RESOLUTION 6 – ISSUE OF OPTIONS TO ANTHONY WEHBY

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, for the purpose of Section 195(4) of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to allot and issue up to:*

- (a) 300,000 Class A Related Party Options; and*
- (b) 300,000 Class B Related Party Options,*

*to Anthony Wehby (or his nominee) on the terms and conditions set out in the Explanatory Statement."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
82,278,752	3,592,635	475,979	0

The resolution was passed on a show of hands.





## RESOLUTION 7 – ISSUE OF OPTIONS TO RIMAS KAIRAITIS

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, for the purpose of Section 195(4) of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to allot and issue up to:*

- (a) 300,000 Class A Related Party Options; and*
- (b) 300,000 Class B Related Party Options,*

*to Rimas Kairaitis (or his nominee) on the terms and conditions set out in the Explanatory Statement."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
79,346,398	2,074,445	475,979	4,450,544

The resolution was passed on a show of hands.

## RESOLUTION 8 – ISSUE OF OPTIONS TO ROBIN CHAMBERS

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, subject to the passing of Resolution 2, for the purpose of Section 195(4) of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to allot and issue up to:*

- (a) 250,000 Class A Related Party Options; and*
- (b) 250,000 Class B Related Party Options,*

*to Robin Chambers (or his nominee) on the terms and conditions set out in the Explanatory Statement."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
27,462,333	10,360,998	4,643,223	43,880,812

The resolution was passed on a show of hands.



## RESOLUTION 9 – ISSUE OF OPTIONS TO CHRISTINE NG

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, for the purpose of Section 195(4) of the Corporations Act ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to allot and issue up to:*

- (a) 250,000 Class A Related Party Options; and*
- (b) 250,000 Class B Related Party Options,*

*to Christine Ng (or her nominee) on the terms and conditions set out in the Explanatory Statement."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
31,769,955	11,260,023	475,979	42,780,809

The resolution was passed on a show of hands.

## RESOLUTION 10 – ISSUE OF OPTIONS TO WENXIANG GAO

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, subject to the passing of Resolution 3, for the purpose of Section 195(4) of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to allot and issue up to:*

- (a) 250,000 Class A Related Party Options; and*
- (b) 250,000 Class B Related Party Options,*

*to Wenxiang Gao (or his nominee) on the terms and conditions set out in the Explanatory Statement."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
38,388,935	3,891,043	475,979	43,530,809

The resolution was passed on a show of hands.



### RESOLUTION 11 – ISSUE OF OPTIONS TO GARY COMB

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, subject to the passing of Resolution 4, for the purpose of Section 195(4) of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to allot and issue up to:*

- (a) 250,000 Class A Related Party Options; and*
  - (b) 250,000 Class B Related Party Options,*
- to Gary Comb (or his nominee) on the terms and conditions set out in the Explanatory Statement."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
82,343,752	3,467,035	475,979	0

The resolution was passed on a show of hands.

### RESOLUTION 12 – ISSUE OF OPTIONS TO MARK MILAZZO

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, subject to the passing of Resolution 5, for the purpose of Section 195(4) of the Corporations Act, ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to allot and issue up to:*

- (a) 250,000 Class A Related Party Options; and*
  - (b) 250,000 Class B Related Party Options,*
- to Mark Milazzo (or his nominee) on the terms and conditions set out in the Explanatory Statement."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
82,233,752	3,567,035	546,579	0

The resolution was passed on a show of hands.





### RESOLUTION 13 – APPROVAL OF 10% PLACEMENT CAPACITY– SHARES

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a special resolution:

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

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
84,828,379	683,008	475,979	299,400

The resolution was passed on a show of hands.

### RESOLUTION 14 – DIRECTORS' REMUNERATION

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

*"That, for the purposes of clause 18.4 of the Constitution, ASX Listing Rule 10.17 and for all other purposes, Shareholders approve the maximum total aggregate fixed sum per annum to be paid to Directors be set at \$600,000 to be paid in accordance with the terms and conditions set out in the Explanatory Statement."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
30,589,901	6,322,530	542,579	48,892,356

The resolution was passed on a show of hands.



## RESOLUTION 15 – REPLACEMENT OF CONSTITUTION

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a special resolution:

*"That, for the purpose of Section 136(2) of the Corporations Act and for all other purposes, approval is given for the Company to repeal its existing Constitution and adopt a new constitution in its place in the form as signed by the Chairman of the Meeting for identification purposes."*

Details of Proxies received:

FOR	AGAINST	OPEN	ABSTAIN
84,526,051	301,186	536,579	983,550

The resolution was passed on a show of hands.

Yours Faithfully,



**Richard Willson**  
 Company Secretary



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