

Armour Energy Limited

28 November 2014

Results of Annual General Meeting

Notice is hereby given, in accordance with Listing Rule 3.13.2 and Corporations Law Section 251AA(2) that at the Annual General Meeting (“AGM”) of the Company held today that all of the resolutions as set out below **were passed by a show of hands without amendment, including Special Resolution 5 requiring a 75% majority.**

1. That the Remuneration Report for the year ended 30 June 2014 (as set out in the Directors’ Report) is adopted.
2. That Bill Stubbs, who retires by rotation in accordance with Article 38 of the Company’s Constitution and, being eligible, offers himself for re-election, be re-elected as a Director of the Company.”
3. That Stephen Bizzell, who retires by rotation in accordance with Article 38 of the Company’s Constitution, and, being eligible, offers himself for re-election, be re-elected as a Director of the Company.”
4. That in accordance with the provisions of Listing Rule 7.4, and for all other purposes, Shareholders ratify the previous issues by the Company of a total of 793,713 fully-paid ordinary shares (including 308,856 shares at an issue price of \$0.15 per Share on 18 July 2014, and 484,857 shares at an issue price of \$0.085 per share on 2 October 2014 both based on 20 day VWAP) which represented part-payment of employee remuneration, in those proportions and otherwise on terms set out in the Explanatory Memorandum accompanying this Notice of Meeting.
5. That, pursuant to and in accordance with Listing Rule 7.1A, and for all other purposes, Shareholders approve the issue of Equity Securities of up to 10% of the issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2, over a 12 month period from the date of the Meeting, at a price not less than that determined pursuant to Listing Rule 7.1A.3 and otherwise on the terms and conditions described in the Explanatory Memorandum (**Placement Securities**).

In respect of the resolutions, the total number of proxy votes exercisable by all proxies validly appointed and the total number of proxy votes in respect of which the appointments specified that:

- I. The proxy was able to vote at the proxy’s discretion;
- II. The proxy was to vote for the resolution;
- III. The proxy was to vote against the resolution; and
- IV. The proxy abstained from voting

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are set out below:

Ordinary	Discretion	For	Against	Abstain	Total
1	1,732,762	104,992,838	112,000	2,781,855	109,619,455
2	1,732,762	107,874,693	12,000	-	109,619,455
3	1,732,762	107,810,493	14,200	62,000	109,619,455
4	1,732,762	107,764,693	60,000	62,000	109,619,455
Special	Discretion	For	Against	Abstain	Total
5	1,732,762	107,814,493	70,000	2,200	109,619,455

We note that all discretionary proxies were directed in favour of the resolutions put to the meeting, including discretionary votes assigned to the Chairman.



On behalf of the board
Karl Schlobohm
Company Secretary

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