


**ASX Announcement**
**31 May 2019**

## Scheme Meeting Results

The Directors of MacPhersons Resources Limited (ASX: MRP) are pleased to advise in accordance with ASX Listing Rule 3.13.2 and Section 251AA of the Corporations Act, details of the resolutions and proxies received for the Scheme Meeting held on 31 May 2019.

The resolution approving the Scheme of Arrangement, as set out in the Notice of Scheme Meeting dated 17 April 2019, was passed with the requisite majorities of shareholders with:

1. Greater than 50% of shareholders present in person and voting (in person or by proxy) in favour of the resolution; and
2. Greater than 75% of eligible votes cast in favour of the resolution.

Results of the poll were as follows:

	For	Against	Total Votes Cast	Abstain <sup>1</sup>	% in Favour
<b>Votes</b>	181,088,988	208,000	181,296,988	-	99.89%
<b>Number of holders</b>	218	4	222	-	98.20%

<sup>1</sup> Note that votes relating to a shareholder who abstains from voting are not counted in determining the requisite majorities.

Proxies received were as follows:

	For	Against	Discretionary	Total Votes Cast <sup>2</sup>	% in Favour
<b>Votes</b>	178,322,026	208,000	223,035	178,753,061	99.88%
<b>Number of holders</b>	198	4	10	212	98.02%

<sup>2</sup> There were no proxy votes abstaining.

### Scheme Consideration

MacPhersons has applied to the Supreme Court of Victoria for approval of the Scheme at a hearing scheduled for 6 June 2019. If the Scheme is approved by the Court, MacPhersons shareholders who hold shares on the scheduled Scheme Record Date, being 5.00pm (WST) on 11 June 2019, will be entitled to receive the consideration of one new Intermin Resources Limited Share for each 1.8227 MacPhersons Shares held.

## Timetable

Key dates for implementation of the Scheme are set out below.

<b>Second Court Date</b> for approval of the Scheme	6 June 2019
<b>Effective Date</b>	6 June 2019
Court order lodged with ASIC and announcement to ASX	6 June 2019
Last day of trading in MacPhersons Shares – MacPhersons Shares suspended from trading on ASX from close of trading on ASX	6 June 2019
<b>Record Date for Scheme Consideration</b>	5:00 pm (Perth time) on 11 June 2019
<b>Implementation Date</b>	14 June 2019
Issue of Scheme Consideration to Scheme Participants	14 June 2019

All dates following the date of the Scheme Meeting are indicative only and, among other things, are subject to all necessary approvals from the Court. Any changes to the above timetable will be announced through ASX (and accordingly, details of any changes will be available on ASX's website at [www.asx.com.au](http://www.asx.com.au)) and notified on MacPhersons' website at [mrresources.com.au](http://mrresources.com.au).

Stephen Hewitt-Dutton  
 Company Secretary  
 MacPhersons Resources Limited

# Poll Declaration

## MacPhersons Resources Limited

Scheme Meeting  
Friday, 31 May 2019


**AUTOMIC**  
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In accordance with section 250L of the Corporations Act 2001, the following information confirms the results of the Poll completed at the Company meeting.

Resolution	Poll Results	
	VOTES	
	FOR	AGAINST
1 Scheme Resolution - as a special resolution.	181,088,988	208,000
That, pursuant to and in accordance with section 411 of the Corporations Act, the Scheme of Arrangement (the terms of which are described in the Scheme Booklet of which the notice convening this meeting forms part) is agreed to (with or without modification as approved by the Supreme Court of Victoria).	99.89%	0.11%

ABSTAIN 0



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Ann Nguyen  
Returning Officer

