



SYRAH RESOURCES

SYRAH RESOURCES LIMITED

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24 May 2019

The Manager
Market Announcements Office
ASX Limited
Level 4, North Tower, Rialto
525 Collins Street
MELBOURNE VIC 3000

Dear Sir/Madam,

Results of Annual General Meeting

In accordance with Listing Rule 3.13.2 and Section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution as set out in the attached proxy summary and poll report.

Yours sincerely,

Jennifer Currie
Company Secretary
Syrah Resources Limited

Syrah Resources Limited
Annual General Meeting
Friday, 24 May 2019
Voting Results

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

| Resolution details | | Instructions given to validly appointed proxies (as at proxy close) | | | | Number of votes cast on the poll (where applicable) | | | Resolution Result |
|--|--------------------|--|----------------------|-----------------------|------------|--|----------------------|------------|--------------------------|
| Resolution | Resolution Type | For | Against | Proxy's Discretion | Abstain | For | Against | Abstain* | Carried / Not Carried |
| 1 Adoption of Remuneration Report | Ordinary | 165,727,916 94.36% | 8,995,702 5.13% | 894,569 0.51% | 2,044,217 | 168,325,632 94.93% | 8,995,702 5.07% | 2,103,477 | Carried |
| 2 Election of Ms Lisa Bahash as a Director of the Company | Ordinary | 174,412,761 99.16% | 500,030 0.29% | 967,693 0.55% | 1,809,647 | 177,699,823 99.72% | 500,030 0.28% | 1,809,647 | Carried |
| 3 Re-election of Mr James Askew as a Director of the Company | Ordinary | 166,223,630 94.51% | 8,655,246 4.92% | 1,002,193 0.57% | 1,809,062 | 169,201,840 94.98% | 8,951,871 5.02% | 1,809,062 | Carried |
| 4 Re-election of Mr Sam Riggall as a Director of the Company | Ordinary | 174,256,601 98.24% | 2,278,923 1.28% | 844,637 0.48% | 309,970 | 177,295,507 98.66% | 2,404,023 1.34% | 309,970 | Carried |
| 5 Approval to grant options to Ms Lisa Bahash | Ordinary | 156,176,326 88.84% | 18,775,331 10.68% | 842,693 0.48% | 1,895,781 | 159,197,705 89.39% | 18,900,431 10.61% | 1,895,781 | Carried |
| 6 Ratification of Prior Issue of Shares | Ordinary | 95,193,056 96.88% | 2,203,476 2.24% | 867,591 0.88% | 79,426,008 | 98,380,016 97.81% | 2,203,476 2.19% | 79,426,008 | Carried |
| 7 Approval to issue fully paid ordinary shares to Shaun Verner (or his nominee) as Mr Verner's 2018 Short Term Incentive | Ordinary | 173,882,736 98.05% | 2,623,894 1.48% | 833,408 0.47% | 350,093 | 176,883,522 98.53% | 2,645,654 1.47% | 480,324 | Carried |
| 8 Approval to grant Performance Rights to Mr Shaun Verner (or his nominee) as his 2019 Long Term Incentive | Ordinary | 172,932,004 98.36% | 2,036,433 1.16% | 839,408 0.48% | 1,882,286 | 175,938,790 98.84% | 2,058,193 1.16% | 2,012,517 | Carried |
| 9 Renewal of the proportional takeover provisions in the constitution of the Company | Special | 173,492,664 98.83% | 1,188,639 0.68% | 862,693 0.49% | 2,146,135 | 176,674,726 99.33% | 1,188,639 0.67% | 2,146,135 | Carried |

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.