



27 November 2014

ASX RELEASE

ANNUAL GENERAL MEETING ON 27 NOVEMBER 2014

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, Sundance Resources Limited (SDL) advises that the resolutions put to the Annual General Meeting of Shareholders held on 27 November 2014 were all voted by Poll with the exception of Resolution 2 which was withdrawn prior to the meeting.

Poll results and summary of the proxy votes are detailed below.

Resolution 1 – Remuneration Report

To adopt the Remuneration Report for the year ended 30 June 2014.

For	Against	Abstain	Proxy's Discretion
417,576,884	118,164,612	4,307,563	15,773,059

This motion was not carried as an ordinary resolution on a poll, the details of which are:

For	Against	Abstain
446,564,563	561,122,997	4,967,398

Resolution 2 – Re-election of Mr Michael Blakiston as a Director

This resolution was withdrawn.

Resolution 3 – Re-election of Ms Fiona Harris as a Director

That Ms Harris, who retires in accordance with Clause 13.2 of the Company's Constitution and, being eligible for re-election, be re-elected as a Director.

For	Against	Abstain	Proxy's Discretion
530,348,443	26,249,385	7,312,654	17,024,136

This motion was carried as an ordinary resolution on a poll, the details of which are:

For	Against	Abstain
572,798,986	460,740,737	7,617,489

Resolution 4 – Election of Mr Wallace King AO as a Director

That Mr Wallace King, who was appointed to the Board since the last Annual General Meeting and who ceases to hold office in accordance with Clause 13.5 of the Company's Constitution and, being eligible offers himself for election, be elected as a Director of the Company.

For	Against	Abstain	Proxy's Discretion
541,530,798	15,437,304	8,252,579	15,683,937

This motion was carried as an ordinary resolution on a poll, the details of which are:

For	Against	Abstain
582,156,642	449,253,156	9,717,414

Resolution 5 – Issue of Performance Rights to Mr Giulio Casello

"That, pursuant to and in accordance with Listing Rule 10.14 and Chapter 2E of the Corporations Act and for all other purposes, the Company approves and authorises the Directors to offer and, subject to acceptance, grant Performance Rights for no consideration, to Mr Giulio Casello or his nominee, under the Performance Rights Plan on the terms and conditions set out in the Explanatory Memorandum."

For	Against	Abstain	Proxy's Discretion
402,459,114	144,646,036	7,893,603	16,435,865

This motion was carried as an ordinary resolution on a poll, the details of which are:

For	Against	Abstain
866,138,511	157,320,263	8,198,438

Resolution 6 – Ratification of issue of Convertible Notes to Wafin Limited

"That, for the purpose of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 400,000 convertible notes each with a face value of \$100 which were issued on 23 September 2014 to Wafin Limited on the terms and conditions set out in the Explanatory Memorandum."

For	Against	Abstain	Proxy's Discretion
538,419,243	13,643,501	12,15,322	16,356,552

This motion was carried as an ordinary resolution on a poll, the details of which are:

For	Against	Abstain
580,847,702	447,489,353	12,820,157

Resolution 7 – Ratification of Issue of Wafin Tranche 1 Options to Wafin Limited

“That, for the purpose of Listing Rule 7.4 and for all other purposes, Shareholders ratify the issue of 50,000,000 Wafin Tranche 1 Options which were issued on 23 September 2014 to Wafin Limited on the terms and conditions set out in the Explanatory Memorandum.”

For	Against	Abstain	Proxy’s Discretion
536,892,976	13,716,127	12,111,772	18,213,743

This motion was carried as an ordinary resolution on a poll, the details of which are:

For	Against	Abstain
581,178,626	447,561,979	12,416,607

Resolution 8 – Approval to Issue Wafin Tranche 2 Options to Wafin Limited

“That, for the purpose of Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of 210,000,000 Wafin Tranche 2 Options to Wafin Limited on the terms and conditions set out in the Explanatory Memorandum.”

For	Against	Abstain	Proxy’s Discretion
535,393,877	16,251,266	12,829,872	16,459,603

This motion was carried as an ordinary resolution on a poll, the details of which are:

For	Against	Abstain
577,925,387	450,097,118	13,134,707

CAROL MARINKOVICH
Company Secretary