

21 May 2019

Manager of Company Announcements
ASX Limited
Level 6, 20 Bridge St
Sydney NSW 2000

Results of Annual General Meeting

In accordance with Listing Rule 3.13.2, it is confirmed that all resolutions put to the annual general meeting of Battery Minerals Limited (ASX: BAT) shareholders, held at 8.30AM (WST) on 21 May 2019, were passed on a poll.

Proxy Votes received

Details of the instructions given to validly appointed proxies in respect of each resolution in accordance with S251AA of the Corporations Act are set out in the attachment to this announcement.

Poll Results

Details of the poll results are set out in in the attachment to this announcement.

Board Changes

As announced on 14 March 2019, Brett Smith and Gilbert George have stepped down from the Board at the conclusion of Company's AGM today. The Board would like to thank Mr. Smith and Mr. George, both of whom have been with Battery Minerals since 2012 for their dedicated service to the Company. Mr. Smith and Mr. George have made an enormous contribution to the Company's acquisition and development of its world-class graphite assets in Mozambique.

For and on behalf of the Board

Tony Walsh
Company Secretary

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Disclosure of Proxy Votes

Battery Minerals Limited

Annual General Meeting

Tuesday, 21 May 2019



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In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)		
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
1 Adoption of Remuneration Report	P	369,531,352	342,675,435	20,127,264	3,375,909	6,728,653	352,323,739	20,127,264	3,375,909
2 Re-election of Mr. David Flanagan as a Director	P	383,256,475	363,532,591	17,011,978	216,460	2,711,906	367,164,148	17,011,978	2,216,460
3 Re-election of Mr. Paul Glasson as a Director	P	382,928,161	363,515,140	16,701,115	544,774	2,711,906	367,146,697	16,701,115	2,544,774
4 Ratification of Tranche 1 Placement Shares	P	269,342,542	249,528,121	17,552,515	634,222	2,261,906	252,709,678	17,552,515	2,634,222
5 Authority to grant Tranche 1 Placement Options	P	269,522,853	249,063,121	18,197,826	453,911	2,261,906	252,244,678	18,197,826	2,453,911
6 Authority to issue Tranche 2 Placement Securities	P	190,857,178	166,160,699	18,082,826	2,916,838	6,613,653	173,694,003	18,082,826	4,916,838
7 Authority for Mr. David Flanagan to participate in the Tranche 2 Placement	P	377,587,332	355,883,359	19,042,067	888,111	2,661,906	359,464,916	19,042,067	2,888,111
8 Authority for Mr. Jeff Dowling to participate in the Tranche 2 Placement	P	381,084,824	359,697,214	18,725,704	888,111	2,661,906	363,278,771	18,725,704	2,888,111
9 Authority for Mr. Jeremy Sinclair to participate in the Tranche 2 Placement	P	382,584,824	361,197,214	18,725,704	888,111	2,661,906	364,778,771	18,725,704	2,888,111



Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)		
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
10 Authority for Mr. Gilbert George to participate in the Tranche 2 Placement	P	371,759,199	350,371,589	18,725,704	4,543,807	2,661,906	353,953,146	18,725,704	6,543,807
11 Authority for Ms. Ivy Chen to participate in the Tranche 2 Placement	P	382,484,824	361,282,214	18,640,704	888,111	2,561,906	364,763,771	18,640,704	2,888,111
12 Approval to issue ZEPO Options to Mr. David Flanagan, issue Shares upon exercise of the Options, and to give potential retirement benefits	P	377,409,521	325,322,303	49,375,312	1,065,922	2,711,906	328,953,860	49,375,312	3,065,922
13 Approval to issue ZEPO Options to Mr. Jeremy Sinclair, issue Shares upon exercise of the Options, and to give potential retirement benefits	P	382,404,513	330,969,795	47,304,812	1,068,422	4,129,906	336,019,352	47,304,812	3,068,422
14 Approval to issue ZEPO Options to Mr. Jeff Dowling, issue Shares upon exercise of the Options, and to give potential retirement benefits	P	380,904,513	329,469,795	47,304,812	1,068,422	4,129,906	334,519,352	47,304,812	3,068,422
15 Approval to issue ZEPO Options to Ms. Ivy Chen, issue Shares upon exercise of the Options, and to give potential retirement benefits	P	382,304,513	331,004,795	47,269,812	1,068,422	4,029,906	335,954,352	47,269,812	3,068,422
16 Approval to issue ZEPO Options to Mr. Paul Glasson, issue Shares upon exercise of the Options, and to give potential retirement benefits	P	382,404,513	330,969,795	47,304,812	1,068,422	4,129,906	336,019,352	47,304,812	3,068,422
17 Authority to issue ZEPO Options to Employees and issue Shares upon exercise of the Options	P	371,505,506	320,209,977	47,157,623	1,068,422	4,137,906	325,267,534	47,157,623	3,068,422
18 Approval of potential termination benefits in connection with ZEPO Options to be issued to Mr. David Flanagan in accordance with Resolution 12	P	377,364,521	325,247,303	47,987,312	1,110,922	4,129,906	330,296,860	47,987,312	3,110,922



Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)		
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
19 Approval of potential termination benefits in connection with ZEPO Options to be issued to Mr. Jeremy Sinclair in accordance with Resolution 13	P	382,362,013	330,136,795	48,095,312	1,110,922	4,129,906	335,186,352	48,095,312	3,110,922
20 Approval of potential termination benefits in connection with ZEPO Options to be issued to Mr. Jeff Dowling in accordance with Resolution 14	P	380,862,013	328,636,795	48,095,312	1,110,922	4,129,906	333,686,352	48,095,312	3,110,922
21 Approval of potential termination benefits in connection with ZEPO Options to be issued to Ms. Ivy Chen in accordance with Resolution 15	P	382,262,013	330,221,795	48,010,312	1,110,922	4,029,906	335,171,352	48,010,312	3,110,922
22 Approval of potential termination benefits in connection with ZEPO Options to be issued to Mr. Paul Glasson in accordance with Resolution 16	P	382,362,013	330,136,795	48,095,312	1,110,922	4,129,906	335,186,352	48,095,312	3,110,922
23 Approval of potential termination benefits in connection with existing ZEPO Options previously issued to Mr. David Flanagan	P	377,364,521	325,139,303	48,095,312	1,110,922	4,129,906	330,188,860	48,095,312	3,110,922

