

YTC Shareholders Approve Development Funding

"Full Scale Hera Development Set to Commence"

- \$158 million development funding approved by shareholders
- More than 98% of voted shares were in favour of the development funding
- Glencore will now subscribe for \$2.95 million of YTC shares at \$0.3138 per share
- YTC to move to full scale construction of the Hera Gold and Base Metals Project imminently
- The high grade Hera Gold and Base Metals Project is set to become the newest mine in the world-class Cobar mining province, with outstanding exploration potential

YTC Resources Limited ("YTC" or the "Company") is pleased to advise that it has today received shareholder approval for the \$158 development funding transaction with Glencore International AG ("Glencore"), to fund development of the Hera Gold and Base Metals Project and the Nymagee Copper Project in the Cobar Basin, NSW.

RESULTS OF MEETING

In accordance with ASX Listing Rule 3.13.2 and Section 251AA (2) of the Corporations Act, the Company advises that all resolutions put to shareholders were carried at the General Meeting held today. The results of the valid proxy votes were as follows:

Resolution 1: Approval of the Issue of the Subscription Shares to Glencore Australia Finance Holdings Pty Ltd

	FOR	AGAINST	DISCRETIONARY	ABSTAIN
No. of Holders	855	9	48	18
Shares	129,894,910	165,770	2,024,030	43,540,609
%	98.34	0.13	1.53	

The resolution was passed on a show of hands.

Resolution 2: Approval of the Issue to Glencore Group Funding Limited of Converting Notes and Shares on Conversion of those Converting Notes

	FOR	AGAINST	DISCRETIONARY	ABSTAIN
No. of Holders	853	8	48	21
Shares	129,360,715	85,770	2,521,725	43,657,109
%	98.02	0.06	1.91	

The resolution was passed on a show of hands.



Receipt of this shareholder approval represents the last substantive condition precedent for provision of the development funding from Glencore. YTC will now move to completion of the placement to Glencore (expected to take place March 2013) and funding drawdown.

Under the terms of the agreement with Glencore, Glencore has committed to:

- Subscribe for 9.39 million shares in YTC at 31.38 cents per share, representing a 25% premium to YTC's share price at the time of signing the transaction term sheet ("**Placement**"); and
- Provide YTC with up to \$155 million in funding comprising two converting note facilities for a total of \$70 million, and three debt facilities for a total of \$85 million ("**Project Finance Facilities**") (together the "**Development Funding**").

Following completion of the Placement, Glencore will hold a 9.9% shareholding in YTC.

The Project Finance Facilities will allow YTC to complete development of the Hera Gold and Base Metals Project, and establish a strong platform from which it may integrate the Nymagee Copper Project in the medium term.

Significant works have already been completed at site including site access roads, underground site establishment, construction of the box cut and decline development to ~100m.



Fan installation



Hera Portal

YTC's Managing Director, Rimas Kairaitis commented: *"I would like to thank YTC shareholders for their strong support. YTC now has its Hera Gold and Base Metals Project and the Nymagee Copper Project funded for development, and importantly, we have introduced a significant strategic partner with great experience in the Cobar region and globally. We are excited to be ramping up to full scale development of Hera and progressing Nymagee as rapidly as we can. In addition, YTC is committed to further exploration and realising the strong exploration potential of both Projects".*



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