

**ASX ANNOUNCEMENT****21 November 2017****Results of Annual General Meeting**

Flinders Mines Limited (ASX: FMS) advises the outcome of resolutions put to shareholders at the Company's Annual General Meeting ("Meeting") held today, 21 November 2017. The following resolutions were passed on a poll:

- 1. Resolution 1 – Adoption of the Remuneration Report**  
Passed as an ordinary resolution.
- 2. Resolution 2 – Re-election of Director Mr Robert Kennedy**  
Passed as an ordinary resolution.
- 3. Resolution 3 – Approval of Incentive Rights Plan**  
Passed as an ordinary resolution.
- 4. Resolution 4 – Appointment of Auditor**  
Passed as an ordinary resolution.

The Board resolved to withdraw Resolution 5 – Adoption of New Constitution prior to this resolution being put to shareholders. Accordingly, no poll was taken.

In accordance with ASX Listing Rule 3.13.2 and Section 251AA of the Corporations Act, the attached information is provided in relation to the resolutions passed by members of the Company at the Meeting and proxies received in respect of each resolution put to shareholders.

For further information please contact:

**Shareholders**

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**About Flinders Mines Limited**

Flinders Mines Limited is an ASX-listed (ASX: FMS) exploration and development company focused on the commercialisation of its large, high quality hematite resource - the Pilbara Iron Ore Project (PIOP).

The PIOP is located approximately 70km from Tom Price in Western Australia's iron ore-rich Pilbara region. The project consists of two 100% owned tenements – M47/1451 (Blacksmith) and E47/1560 (Anvil) – and has a total (Inferred, Indicated and Measured) JORC-compliant resource of 1,042 million tonnes at 55.6% Fe using a 50% Fe cut-off grade. The project has received environmental approvals and the Company is currently determining the optimal development path

**FLINDERS MINES LIMITED**  
**ANNUAL GENERAL MEETING**  
**Tuesday, 21 November 2017**  
**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<br>(as at proxy close) |                       |                       |           | Number of votes cast on the poll<br>(where applicable) |                       |           | Resolution<br>Result     |
|---------------------------------------------|--------------------|------------------------------------------------------------------------|-----------------------|-----------------------|-----------|--------------------------------------------------------|-----------------------|-----------|--------------------------|
| Resolution                                  | Resolution<br>Type | For                                                                    | Against               | Proxy's<br>Discretion | Abstain   | For                                                    | Against               | Abstain*  | Carried /<br>Not Carried |
| 1 Adoption of the Remuneration Report       | Ordinary           | 2,570,149,840<br>90.04%                                                | 283,242,215<br>9.92%  | 1,016,391<br>0.04%    | 2,667,298 | 2,571,166,231<br>90.01%                                | 285,432,071<br>9.99%  | 3,267,298 | Carried                  |
| 2 Re-election of Director Mr Robert Kennedy | Ordinary           | 2,569,362,867<br>90.00%                                                | 284,196,032<br>9.96%  | 1,016,391<br>0.04%    | 2,500,454 | 2,570,379,258<br>89.98%                                | 286,385,888<br>10.02% | 3,100,454 | Carried                  |
| 3 Approval of Incentive Rights Plan         | Ordinary           | 2,565,697,395<br>89.85%                                                | 289,276,497<br>10.13% | 456,503<br>0.02%      | 1,645,349 | 2,566,153,898<br>89.80%                                | 291,466,353<br>10.20% | 2,245,349 | Carried                  |
| 4 Appointment of Auditor                    | Ordinary           | 2,621,576,947<br>91.98%                                                | 227,418,853<br>7.98%  | 1,039,249<br>0.04%    | 7,040,695 | 2,623,488,924<br>91.96%                                | 229,335,981<br>8.04%  | 7,040,695 | Carried                  |
| 5 Adoption of new Constitution              | Special            | RESOLUTION WITHDRAWN                                                   |                       |                       |           | RESOLUTION WITHDRAWN                                   |                       |           | Not Applicable           |

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