



ASX Announcement

28 October 2015

## Results of Annual General Meeting

Please be advised that resolutions 1, 2, 3, 4, 5, 6 and 7 as set out in the Notice of Annual General Meeting and considered at the Annual General Meeting of Atlas Iron Limited's shareholders commencing at 3.00pm WST today were all passed on a poll. The Notice of Meeting was lodged with the Australian Securities Exchange on 25 September 2015.

In accordance with Section 251AA (2) of the Corporations Act and ASX Listing Rule 3.13.2, details of proxy votes and votes cast for each resolution are attached.

Att.

### **Media Enquiries:**

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**ATLAS IRON LIMITED**  
**2015 ANNUAL GENERAL MEETING**  
**POLL RESULTS AND SUMMARY OF PROXIES AND VOTES**

|           |   |                |                |                           |
|-----------|---|----------------|----------------|---------------------------|
| <b>1)</b> | <b>REMUNERATION REPORT</b>  |                |                |                           |
|           | The instructions given to validly appointed proxies in respect of the resolution were as follows: |                |                |                           |
|           | <b>For</b>  | <b>Against</b> | <b>Abstain</b> | <b>Proxy's discretion</b> |
|           | 828,522,984   | 14,841,398     | 5,168,183      | 283,318,479               |
|           | The motion was carried as an ordinary resolution on a poll the details of which are:              |                |                |                           |
|           | <b>For</b>  | <b>Against</b> | <b>Abstain</b> |                           |
|           | 1,118,104,654   | 17,217,208     | 5,370,924      |                           |
| <b>2)</b> | <b>RE-ELECTION OF MRS CHERYL EDWARDES (CHAIRMAN) AS A DIRECTOR</b>                                |                |                |                           |
|           | The instructions given to validly appointed proxies in respect of the resolution were as follows: |                |                |                           |
|           | <b>For</b>  | <b>Against</b> | <b>Abstain</b> | <b>Proxy's discretion</b> |
|           | 836,441,788   | 8,690,155      | 3,588,379      | 283,292,118               |
|           | The motion was carried as an ordinary resolution on a poll the details of which are:              |                |                |                           |
|           | <b>For</b>  | <b>Against</b> | <b>Abstain</b> |                           |
|           | 1,135,337,360   | 9,190,155      | 3,588,379      |                           |
| <b>3)</b> | <b>RE-ELECTION OF MR JEFF DOWLING AS A DIRECTOR</b>   |                |                |                           |
|           | The instructions given to validly appointed proxies in respect of the resolution were as follows: |                |                |                           |
|           | <b>For</b>  | <b>Against</b> | <b>Abstain</b> | <b>Proxy's discretion</b> |
|           | 834,864,235   | 9,746,357      | 3,836,104      | 283,565,744               |
|           | The motion was carried as an ordinary resolution on a poll the details of which are:              |                |                |                           |
|           | <b>For</b>  | <b>Against</b> | <b>Abstain</b> |                           |
|           | 1,134,033,433   | 10,246,357     | 3,836,104      |                           |
| <b>4)</b> | <b>RE-ELECTION OF MR KEN BRINSDEN AS A DIRECTOR</b>   |                |                |                           |
|           | The instructions given to validly appointed proxies in respect of the resolution were as follows: |                |                |                           |
|           | <b>For</b>  | <b>Against</b> | <b>Abstain</b> | <b>Proxy's discretion</b> |
|           | 834,332,624   | 10,781,069     | 3,602,776      | 283,295,971               |

|           |  |                |                |                           |
|-----------|--|----------------|----------------|---------------------------|
|           |  |                |                |                           |
|           | The motion was carried as an ordinary resolution on a poll the details of which are:   |                |                |                           |
|           | <b>For</b>   | <b>Against</b> | <b>Abstain</b> |                           |
|           | 1,133,029,308  | 11,281,069     | 3,805,517      |                           |
|           |  |                |                |                           |
| <b>5)</b> | <b>APPROVAL OF THE ATLAS IRON LIMITED OPTION PLAN ("OPTION PLAN")</b>  |                |                |                           |
|           | The instructions given to validly appointed proxies in respect of the resolution were as follows:  |                |                |                           |
|           | <b>For</b>   | <b>Against</b> | <b>Abstain</b> | <b>Proxy's discretion</b> |
|           | 824,271,197  | 19,129,809     | 4,009,375      | 284,561,064               |
|           |  |                |                |                           |
|           | The motion was carried as an ordinary resolution on a poll the details of which are:   |                |                |                           |
|           | <b>For</b>   | <b>Against</b> | <b>Abstain</b> |                           |
|           | 1,124,333,412  | 19,630,135     | 4,111,352      |                           |
|           |  |                |                |                           |
| <b>6)</b> | <b>APPROVAL TO ISSUE OPTIONS TO MR DAVID FLANAGAN AND ISSUE SHARES UPON EXERCISE OF THE OPTIONS, AND TO GIVE POTENTIAL RETIREMENT BENEFITS</b> |                |                |                           |
|           | The instructions given to validly appointed proxies in respect of the resolution were as follows:  |                |                |                           |
|           | <b>For</b>   | <b>Against</b> | <b>Abstain</b> | <b>Proxy's discretion</b> |
|           | 351,963,203  | 30,938,039     | 466,641,874    | 282,307,928               |
|           |  |                |                |                           |
|           | The motion was carried as an ordinary resolution on a poll the details of which are:   |                |                |                           |
|           | <b>For</b>   | <b>Against</b> | <b>Abstain</b> |                           |
|           | 640,836,128  | 33,198,462     | 466,656,593    |                           |
|           |  |                |                |                           |
| <b>7)</b> | <b>APPROVAL OF 10% ADDITIONAL PLACEMENT CAPACITY</b>   |                |                |                           |
|           | The instructions given to validly appointed proxies in respect of the resolution were as follows:  |                |                |                           |
|           | <b>For</b>   | <b>Against</b> | <b>Abstain</b> | <b>Proxy's discretion</b> |
|           | 359,536,699  | 22,746,203     | 466,615,805    | 283,113,733               |
|           |  |                |                |                           |
|           | The motion was carried as an ordinary resolution on a poll the details of which are:   |                |                |                           |
|           | <b>For</b>   | <b>Against</b> | <b>Abstain</b> |                           |
|           | 655,698,341  | 25,685,052     | 466,732,501    |                           |