

Results of Annual General Meeting

Pursuant to ASX listing rule 3.13.2 the following statistics are provided in relation to each motion on the agenda of Zambezi Resources Limited Annual General Meeting held on 17 August 2016.

All the resolutions before the meeting were passed.

In respect of each resolution the total number of votes exercisable by all validly appointed proxies was as follows:

RESOLUTION	FOR	AGAINST	OPEN- USABLE	ABSTAIN	INVALID
1. Appointment of Auditor	20,972,216	0	0	108,388	
2. Authorised Share Capital	12,620,378	0	0	8,460,226	
3. Consolidation of Capital	20,970,437	1,779	0	108,388	
4. Reduction of Share Capital Under Bermuda Laws by way of a Par Value Reduction	20,970,437	1,779	0	108,388	
5. Election of Mr Gregory John Bittar as a Director	20,952,116	20,100	0	108,388	
6. Election of Mr Brad Drabsch as a Director	16,693,499	4,278,717	0	108,388	
7. Approval of 10% Placement Capacity	20,972,216	0	0	108,388	
8. Subsequent Approval under ASX Listing Rule 7.4 of Securities Issued under ASX Listing Rules 7.1 & 7.1A	12,620,378	0	0	8,460,226	
9. Repayment of Convertible Note – Farm in Right and Royalty	12,620,378	0	0	8,460,226	
10. Placement in relation to the Facility	12,620,378	0	0	8,460,226	
11. Approval of Issue of Capital Raising Securities*	8,321,561	4,298,817	0	8,460,226	3,702,157
12. Participation in Capital Raising by Mr Gregory John Bittar	16,673,399	4,298,817	0	108,388	
13. Participation in Capital Raising by Mr Brad Drabsch	16,673,399	4,298,817	0	108,388	

* The Chairman was informed during the meeting that a shareholder has agreed to participate in the proposed capital raising and accordingly, the Company has disregarded the shareholder and his associates 'FOR' votes cast on Resolution 11. A total of 3,702,158 shares were deemed invalid.

Resolution 7 was a special resolution. Under listing rule 7.1A as well as section 251AA of the Corporations Act, at least 75% of votes cast by Shareholders present and eligible to vote at the Meeting had to be in favour of Resolution 7 for it to be passed.

Zambezi Resources Limited is pleased to announce that 100% of the eligible votes cast, voted in favour of Resolution 7.

For Further Information please contact:



Zambezi Resources Limited

David Vilensky

Chairman

Tel: +61 8 9325 9644