



AUSTIN EXPLORATION

Listed on the Australian Securities Exchange ("AKK") and the OTC in the USA (AUN-XY)
ACN 114 198 471

Minutes of the Annual General Meeting of Shareholders held at the offices of our share registry, Boardroom Pty Ltd, Level 12, 225 George Street, Sydney NSW 2000 - Monday 21 November 2016 at 12:00 pm

Present Guy Goudy (Executive Chairman), Tim Hart (Managing Director) Stuart Middleton (Non-Executive Director), and Andrew Blow (Non-Executive Director – by telephone).
Company Secretary Robert Lees (Director & Company Secretary)

Auditor – Tim Jackman of Grant Thornton (by telephone)

Boardroom Pty Ltd – Share registry

Meeting Opened at 12:05 pm with the Chairman, Mr Guy Goudy, declaring a quorum present (7 Shareholders present and 93,281,808 proxies received from 153 proxy holders). Of a total of 1,395,245,711 ordinary shares on issue, total proxies received were:-

Summary of Proxies received by the Company

	<i>In Favour</i>	<i>Against</i>	<i>Proxy's discretion</i>	<i>Abstention</i>
<i>Resolution 1</i>	52,400,940	5,543,171	21,759,359	13,598,308
<i>Resolution 2</i>	57,614,370	3,920,224	31,664,848	82,366
<i>Resolution 3</i>	57,791,567	3,339,350	31,998,431	152,460
<i>Resolution 4</i>	49,832,520	11,497,265	31,614,848	337,175
<i>Resolution 5</i>	55,322,038	4,642,258	31,736,848	1,580,664

Resolution 6	55,250,538	4,711,384	31,736,848	1,583,038
Resolution 7	41,280,049	8,316,384	31,770,182	11,915,193
Resolution 8	41,280,049	8,349,718	31,736,848	11,915,193
Resolution 9	45,081,095	14,597,629	31,686,848	1,916,236
Resolution 10	52,116,877	7,828,430	31,736,848	1,599,653

Voting Summary

Resolution 1 Remuneration Report	The non-binding ordinary resolution was passed on a show of hands.
Resolution 2 Re-election of Guy Goudy as a Director	The ordinary resolution was passed on a show of hands.
Resolution 3 Election of Andrew Blow as a Director	The ordinary resolution was passed on a show of hands.
Resolution 4 Issue of Shares to related party – Andrew Blow	The ordinary resolution was passed on a show of hands.
Resolution 5 Ratification of prior issue – Tranche 2 of June Placement	The ordinary resolution was passed on a show of hands.
Resolution 6 Ratification of prior issue – July Placement	The ordinary resolution was passed on a show of hands.
Resolution 7 Ratification of prior issue – September Placement	The ordinary resolution was passed on a show of hands.
Resolution 8 Ratification of prior issue – September Placement	The ordinary resolution was passed on a show of hands.
Resolution 9 Issue of Options to Broker	The ordinary resolution was passed on a show of hands.

Resolution 10

Approval of 10% placement capacity - Listing Rule 7.1A

The **Special** resolution was **passed** on a show of hands.

The meeting closed at 1:18 pm

Signed as a true record



Robert Lees

Company Secretary