

ASX Announcement

21 May 2019

Results of 2019 Annual General Meeting

Resolute Mining Limited (ASX: RSG) advises that in accordance with Listing Rule 3.13.2 and Section 251AA (2) of the Corporations Act, details of the resolution outcomes and the proxies received in respect of each resolution are set out below:

| RESOLUTION | | TYPE | FOR | AGAINST | ABSTAIN | RESULT |
|------------|--|----------|------------------------|------------------------|------------|-----------|
| 1. | Adoption of Remuneration Report | Ordinary | 479,559,079 (99.6%) | 1,880,523 (0.4%) | 6,352,823 | PASSED |
| 2. | Re-election of Mr Matin Botha as a Director | Ordinary | 487,739,707 (99.8%) | 988,487 (0.2%) | 5,929,905 | PASSED |
| 3. | Re-election of Ms Yasmin Broughton as a Director | Ordinary | 271,442,661 (55.5%) | 217,280,533 (44.5%) | 5,934,905 | PASSED |
| 4. | Approval of annual grant of Performance Rights to Mr John Welborn | Ordinary | 481,869,523 (99.5%) | 2,340,881 (0.5%) | 10,447,695 | PASSED |
| 5. | Approval of special grant of Performance Rights to Mr John Welorn Resolution 5 was withdrawn prior to voting based on proxy votes received (47% For and 53% Against). The Board intends to consult with shareholders and Mr Welborn to agree on amendments to the proposed special grant of performance rights to ensure broader shareholder support. | Ordinary | 223,847,725 (46.8%) | 253,472,662 (53.0%) | 15,671,643 | Withdrawn |
| 6. | Approval of Deed of Indemnity, Access and Insurance | Ordinary | 485,161,816 (99.6%) | 1,478,963 (0.3%) | 6,325,382 | PASSED |

For further information, contact:

John Welborn Managing Director & CEO Jeremy Meynert
General Manager – Business Development & Investor Relations