

**ASX ANNOUNCEMENT**

22 October 2014

The Manager  
 ASX Market Announcements  
 Australian Securities Exchange  
 20 Bridge Street  
 SYDNEY NSW 2000

Dear Sir/Madam,

**FLINDERS MINES LIMITED (FMS)  
 RESULTS OF 2014 ANNUAL GENERAL MEETING**

Pursuant to the requirements of ASX Listing Rule 3.13.2 and section 251AA of the Corporations Act, the following information is provided in respect of each resolution considered and voted upon at the Annual General Meeting of Flinders Mines Limited (**Company**) held today.

The total number of proxy votes exercisable by all proxies validly appointed was 466,151,040.

Details of proxy votes in respect of each of the resolutions set out in the Notice of Annual General Meeting dated 19 September 2014 are as follows:

1. "That the Remuneration Report required by section 300A of the *Corporations Act 2001* (Cth), as contained in the Company's Directors' Report for the year ended 30 June 2014 be adopted."

FOR	AGAINST	AT DISCRETION OF PROXY	TOTAL VALID AVAILABLE VOTES	ABSTAIN / NO INSTRUCTIONS / OPEN-UNUSABLE / EXCLUDED	TOTAL PROXIES
367,858,138	88,871,688	9,421,214	466,151,040	44,736,957	510,887,997

The resolution was passed on a show of hands as an ordinary resolution.

2. "That Mr Robert Kennedy, being a Director of the Company who retires by rotation in accordance with the Company's Constitution, and being eligible, is re-elected as a Director of the Company."

FOR	AGAINST	AT DISCRETION OF PROXY	TOTAL VALID AVAILABLE VOTES	ABSTAIN / NO INSTRUCTIONS / OPEN-UNUSABLE / EXCLUDED	TOTAL PROXIES
410,237,146	82,653,995	9,518,928	502,410,069	8,477,928	510,887,997

The resolution was passed on a show of hands as an ordinary resolution.

3. "That approval be given for the purpose of ASX Listing Rule 7.4 and for all other purposes, for the issue of two hundred and seventy four million (274,000,000) fully paid ordinary shares at \$0.025 per fully paid ordinary share on 10 March 2014."

FOR	AGAINST	AT DISCRETION OF PROXY	TOTAL VALID AVAILABLE VOTES	ABSTAIN / NO INSTRUCTIONS / OPEN-UNUSABLE / EXCLUDED	TOTAL PROXIES
197,061,860	20,255,604	12,612,594	229,930,058	357,959,895	587,889,953

The resolution was passed on a show of hands as an ordinary resolution.

4. "That approval be given for the purpose of ASX Listing Rule 7.2, exception 9 and for all other purposes, to issues of securities under the Flinders Mines Limited Incentive Rights Plan summarised in the Explanatory Statement accompanying this Notice."

FOR	AGAINST	AT DISCRETION OF PROXY	TOTAL VALID AVAILABLE VOTES	ABSTAIN / NO INSTRUCTIONS / OPEN-UNUSABLE / EXCLUDED	TOTAL PROXIES
397,856,944	52,099,852	12,443,642	462,400,438	48,487,559	510,887,997

The resolution was passed on a show of hands as an ordinary resolution.

5. "That approval be given for the purpose of ASX Listing Rule 10.14 and for all other purposes, to an issue of ten million (10,000,000) Performance Rights to the Company's Managing Director, Mr Ian Gordon under an employee share scheme operated by the Company on the terms set out in the Explanatory Statement accompanying this Notice."

FOR	AGAINST	AT DISCRETION OF PROXY	TOTAL VALID AVAILABLE VOTES	ABSTAIN / NO INSTRUCTIONS / OPEN-UNUSABLE / EXCLUDED	TOTAL PROXIES
343,543,216	52,920,392	9,493,642	405,957,250	104,930,747	510,887,997

The resolution was passed on a show of hands as an ordinary resolution.

Yours faithfully,  
**FLINDERS MINES LIMITED**



Justin Nelson  
Company Secretary