

ASX ANNOUNCEMENT

24 September 2015

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

Dear Sir/Madam,

FLINDERS MINES LIMITED (FMS) RESULTS OF 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 General Meeting of Flinders Mines Limited (**Company**) held today.

Details of votes in respect of each of the resolutions set out in the Notice of General Meeting dated 21 August 2015 are as follows:

1. "That, for the purposes of ASX Listing Rule 10.1 and for all other purposes, approval is given for the Company to:
 - a. enter into the Option and Sale Agreement with PIO Mines Pty Ltd, the material terms and conditions of which are summarised in the Explanatory Statement;
 - b. grant PIO Mines Pty Ltd an option to purchase the Company's Pilbara Iron Ore Project (PIOP) in accordance with the Option and Sale Agreement; and
 - c. if that option is exercised, sell the PIOP to PIO Mines Pty Ltd (or its Related Body Corporate) in accordance with the Option and Sale Agreement
 on the terms and conditions described in the Explanatory Statement."

Details of proxies received were:

FOR	AGAINST	AT DISCRETION OF PROXY	TOTAL VALID AVAILABLE VOTES	ABSTAIN
188,059,834	870,548,515	5,242,622	1,063,850,971	7,815,810

The poll results were:

FOR	AGAINST	ABSTAIN
206,122,456	877,652,968	7,815,810

The resolution was not carried as an ordinary resolution.

2. "That subject to and conditional on the passing of resolution 1, for the purposes of Part 2J.1 of the *Corporations Act 2001* (Cth) and for all other purposes, approval is given (on the terms and conditions described in the Explanatory Statement) for the share capital of the Company to be reduced by up to approximately \$6.9 million, such reduction of capital to be effected by the Company paying to each registered holder of fully paid ordinary shares in the Company as at a record date to be determined, an amount of \$0.0025 per fully paid ordinary share in the Company held by the holder at that time."

Details of proxies received were:

FOR	AGAINST	AT DISCRETION OF PROXY	TOTAL VALID AVAILABLE VOTES	ABSTAIN
1,357,410,699	236,103,716	8,904,515	1,602,418,930	9,604,693


The poll results were:

FOR	AGAINST	ABSTAIN
1,385,594,394	236,265,859	9,604,693

The resolution was carried as an ordinary resolution.

As resolution 1 was not carried, resolution 2, being subject to and conditional on the passing of resolution 1, is of no effect.

Yours faithfully,
FLINDERS MINES LIMITED



Justin Nelson
Company Secretary