



Australian Pacific Coal

ASX Announcement

ASX Code: AQC
24 November 2014

2014 Annual General Meeting Outcome of Resolutions

At the Annual General Meeting of the Company's members held today, the resolutions put to the members and the outcome of those resolutions were as follows:

Resolution One (Ordinary Resolution)

To consider and, if thought fit, pass the following Advisory Resolution:

"That for the purposes of s 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report for the financial year ended 30 June 2014 (as set out in the Directors Report) is adopted."

Outcome of Resolution One: Passed on a show of hands.

The instructions in respect of the proxies were:

For	Against	Abstain
99,453,502	577,490	3,125,000

Resolution Two (Ordinary Resolution)

To consider and, if thought fit, pass the following resolution, as an Ordinary Resolution of the Company:

"That Mr Paul Anthony Ingram, who retires by rotation in accordance with Article 18 of the Company's Constitution and, being eligible, offers himself for re election, be re-elected as a Director of the Company."

Outcome of Resolution Two: Passed on a show of hands.

The instructions in respect of the proxies were:

For	Against	Abstain
102,628,710	436,221	91,061

Australian Pacific Coal Limited ABN 49 089 206 986

Level 7, 10 Felix Street, Brisbane QLD 4000 · PO Box 16330, City East QLD 4002

Tel: +61 7 3221 0679 · Fax: +61 7 3229 9323 · Web: www.aqcltd.com

Resolution Three (Ordinary Resolution)

To consider and, if thought fit, pass the following resolution, as an Ordinary Resolution of the Company:

“That in accordance with the provisions of Listing Rule 7.4 of the Official Listing Rules of the ASX Limited, and for all other purposes, the Shareholders ratify the previous issue of 156,250,000 Shares in the Company (on the terms set out in the Explanatory Memorandum) to The Australian Special Opportunity Fund, L.P. or its nominee.”

Outcome of Resolution Three: Passed on a show of hands.

The instructions in respect of the proxies were:

For	Against	Abstain
102,567,044	588,948	0

Resolution Four (Ordinary Resolution)

To consider and, if thought fit, pass the following Ordinary Resolution, with or without amendment:

“That in accordance with the provisions of Listing Rule 7.4 of the Listing Rules, and for all other purposes, the Shareholders ratify the allotment and issue of the Convertible Securities (on the terms summarised in the Explanatory Memorandum) in the Company to The Australian Special Opportunity Fund, L.P. or its nominee.”

Outcome of Resolution Four: Passed on a show of hands.

The instructions in respect of the proxies were:

For	Against	Abstain
102,667,044	488,948	0

Resolution Five (Ordinary Resolution)

To consider and, if thought fit, pass the following Ordinary Resolution, with or without amendment:

“That in accordance with section 254H of the Corporations Act and for all other purposes, the Company convert all of the issued fully paid ordinary shares in the capital of the Company as at 24 November 2014, being the date of the AGM, into a smaller number on the basis that every 5 Shares be consolidated into 1 Share with effect from 5pm (Brisbane time) on the date that this Resolution is approved by the Shareholders (Record Date) and otherwise on the terms and conditions set out in the Explanatory Memorandum.”

Outcome of Resolution Five: Passed on a show of hands.

The instructions in respect of the proxies were:

For	Against	Abstain
101,994,889	1,161,103	0

Resolution Six (Special Resolution)

To consider and, if thought fit, pass the following resolution with or without amendment, as a Special Resolution:

“That, pursuant to and in accordance with Listing Rule 7.1A, and for all other purposes, the Shareholders approve the issue of securities of up to 10% of the issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2, over a 12 month period from the date of this AGM, at a price not less than that determined pursuant to Listing Rule 7.1A.3 and otherwise on the terms and conditions in the Explanatory Memorandum (Placement Securities).”

Outcome of Resolution Six: Passed on a show of hands.

The instructions in respect of the proxies were:

For	Against	Abstain
102,128,710	927,282	100,000