



Australian Pacific Coal

ASX Announcement

ASX Code: AQC
29 November 2013

2013 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, the Remuneration Report for the year ended 30 June 2013 (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
68,692,080	820,355	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 in accordance with Article 18.2 of the Company's Constitution, Peter Ziegler, who retires in accordance with the Company's Constitution and, being eligible for re-election 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
159,011,600	101,229	100,000

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Resolution Three (Ordinary Resolution)

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

“That Paul Ryan, who retires in accordance with Rule 15.4 of the Company’s Constitution and, being eligible, offers himself for re election, be re-elected as a Director.”

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

The instructions in respect of the proxies were:

For	Against	Abstain
159,011,600	101,229	100,000

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 Official Listing Rules of the ASX Limited, and for all other purposes, the Shareholders ratify the previous issue of 39,285,714 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 Four: Passed on a show of hands.

The instructions in respect of the proxies were:

For	Against	Abstain
158,725,705	487,124	0

Resolution Five (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 Official Listing Rules of the ASX Limited, 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 Five: Passed on a show of hands.

The instructions in respect of the proxies were:

For	Against	Abstain
159,020,539	101,229	91,061

Resolution Six (Ordinary Resolution)

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

“Depending upon whether the proposed issue of Shares has occurred as at the date of the Meeting, that in accordance with the provisions of:

(a) Listing Rule 7.1 of the Official Listing Rules of the ASX Limited; or

(b) Listing Rule 7.4 of the Official Listing Rules of the ASX Limited,

(as the case may be) and for all other purposes, the Shareholders approve the allotment and issue (in the case where the issue has not occurred as at the date of the Meeting) or the Shareholders ratify (in the case where the issue has occurred as at the date of the Meeting) the issue of 11,111,111 Shares at \$0.009 per Share (on the terms set out in the Explanatory Memorandum).”

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

The instructions in respect of the proxies were:

For	Against	Abstain
158,641,705	571,124	0

Resolution Seven (Ordinary Resolution)

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

“That for the purposes of Exception 9 of Listing Rule 7.2 and for all other purposes, the Company be authorised to issue securities under the amended “Officers, Executives, Consultants and Employee Share Plan”, approved by Shareholders on 30 November 2010 as an exception to Listing Rules 7.1 and 7.1A.”

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

The instructions in respect of the proxies were:

For	Against	Abstain
72,207,080	430,355	0

Resolution Eight (Ordinary Resolution)

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

“That, for the purpose of section 329(1) of the Corporations Act and for all other purposes, Sothertons Chartered Accountants and Business Advisors (Brisbane) (Sothertons (Brisbane)) be removed as the Company’s auditor, as proposed by the Notice of intention to remove signed by the Chairman of Australian Pacific Coal Limited and provided to the Company in accordance with section 329(1A) of the Corporations Act, and circulated to Sothertons (Brisbane) and ASIC in accordance with section 329(2).”

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

The instructions in respect of the proxies were:

For	Against	Abstain
159,111,600	101,229	0

Resolution Nine (Special Resolution)

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

“That, subject to Resolution 8 receiving shareholder approval, in accordance with of section 327D of the Corporations Act and for all other purposes, Sothertons Chartered Accountants and Business Advisors (Melbourne) be appointed as auditor of the Company.”

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

The instructions in respect of the proxies were:

For	Against	Abstain
159,111,600	101,229	0

Resolution Ten (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 ASX Listing Rule 7.1A, and for all other purposes, the Shareholders approve the issue of Equity 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 ASX Listing Rule 7.1A.2, over a 12 month period from the date of the Meeting, 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 Ten: Passed on a show of hands.

The instructions in respect of the proxies were:

For	Against	Abstain
147,279,951	10,555,147	1,377,731