

## ANNUAL GENERAL MEETING RESULTS

In accordance with Section 251AA of the Corporations Act, the following information is provided to ASX Limited in relation to the resolutions passed by the members of **Iron Road Limited (ASX:IRD)** at its Annual General Meeting held on 28 November 2014.

### ***Resolution 1: Adoption of Remuneration Report***

The total number of proxy votes exercisable by proxies validly appointed was 467,446,733.

The resolution was passed on a show of hands.

A breakdown of the proxies is as follows:

| FOR         | AGAINST | AT PROXY'S<br>DISCRETION | ABSTAIN   |
|-------------|---------|--------------------------|-----------|
| 461,033,378 | 71,145  | 100,000                  | 6,242,210 |

### ***Resolution 2: Re-election of Mr Jerry Ellis as a Director***

The total number of proxy votes exercisable by proxies validly appointed was 467,446,733.

The resolution was passed on a show of hands.

A breakdown of the proxies is as follows:

| FOR         | AGAINST | AT PROXY'S<br>DISCRETION | ABSTAIN |
|-------------|---------|--------------------------|---------|
| 467,316,770 | 29,963  | 100,000                  | -       |

### ***Resolution 3: Re-election of Mr Julian Gosse as a Director***

The total number of proxy votes exercisable by proxies validly appointed was 467,446,733.

The resolution was passed on a show of hands.

A breakdown of the proxies is as follows:

| FOR         | AGAINST | AT PROXY'S<br>DISCRETION | ABSTAIN |
|-------------|---------|--------------------------|---------|
| 467,316,770 | 29,963  | 100,000                  | -       |

#### ***Resolution 4: Employee Share Option Plan Refresh***

The total number of proxy votes exercisable by proxies validly appointed was 467,446,733.

The resolution was passed on a show of hands.

A breakdown of the proxies is as follows:

| <b>FOR</b>  | <b>AGAINST</b> | <b>AT PROXY'S<br/>DISCRETION</b> | <b>ABSTAIN</b> |
|-------------|----------------|----------------------------------|----------------|
| 462,418,130 | 138,606        | 100,000                          | 4,789,997      |

#### ***Resolution 5: Adoption of the Iron Road Equity Incentive Plan***

The total number of proxy votes exercisable by proxies validly appointed was 467,446,733.

The resolution was passed on a show of hands.

A breakdown of the proxies is as follows:

| <b>FOR</b>  | <b>AGAINST</b> | <b>AT PROXY'S<br/>DISCRETION</b> | <b>ABSTAIN</b> |
|-------------|----------------|----------------------------------|----------------|
| 465,678,613 | 174,839        | 100,000                          | 1,493,281      |

#### ***Resolution 6: Approval of Potential Termination Benefits Under the Iron Road Equity Incentive Plan***

The total number of proxy votes exercisable by proxies validly appointed was 467,446,733.

The resolution was passed on a show of hands.

A breakdown of the proxies is as follows:

| <b>FOR</b>  | <b>AGAINST</b> | <b>AT PROXY'S<br/>DISCRETION</b> | <b>ABSTAIN</b> |
|-------------|----------------|----------------------------------|----------------|
| 465,498,671 | 374,781        | 100,000                          | 1,473,281      |

**Resolution 7: Approval of issue of Incentive Plan Securities to Mr Andrew Stocks**

The total number of proxy votes exercisable by proxies validly appointed was 467,446,733.

The resolution was passed on a show of hands.

A breakdown of the proxies is as follows:

| FOR         | AGAINST | AT PROXY'S<br>DISCRETION | ABSTAIN   |
|-------------|---------|--------------------------|-----------|
| 464,235,956 | 194,839 | 100,000                  | 2,915,938 |

Yours sincerely,  
**IRON ROAD LIMITED**

A handwritten signature in black ink, appearing to be "G. Anderson".

Graham Anderson  
**Company Secretary**