

RESULTS OF ANNUAL GENERAL MEETING

In accordance with Listing Rule 3.13.2 the directors of Pensana Metals Limited (PM8:ASX) ("the Company") advise that the following resolutions put to shareholders were carried unanimously by show of hands at the Annual General Meeting of the Company held earlier today:

1. *"That pursuant to and in accordance with section 250R(2) of the Corporations Act and for all other purposes, approval is given by the Shareholders for the adoption of the Remuneration Report on the terms and conditions in the Explanatory Statement."*
2. *" That, for all purposes, Mr David Hammond being a Director who retires by rotation pursuant to and in accordance with article 6.14 of the Constitution and, being eligible pursuant to article 6.17 of the Constitution is re-elected as a Director with effect from the close of this Meeting, on the terms and conditions in the Explanatory Statement."*
3. *"That, pursuant to and in accordance with Listing Rule 7.1A and for all other purposes, approval is given for the Company to issue Equity Securities 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, to be issued on the terms and conditions set out in the Explanatory Statement accompanying this Notice."*

A summary of proxy votes in relation to the resolutions passed is attached.

Scott Mison
Company Secretary

ANNUAL GENERAL MEETING – 29 NOVEMBER 2019

DISCLOSURE OF PROXY VOTES

In accordance with section 251AA of the Corporations Law, the following information is provided to Australian Stock Exchange Limited in relation to resolutions put to members of Pensana Metals Limited at its Annual General Meeting held on 29 November 2019.

	RESOLUTION		
	1	2	3
Decided by show of hands (S) or poll (P)	S	S	S
Total number of proxy votes exercisable by proxies validly appointed	39,335,426	56,489,392	56,480,044
Total number of proxy votes in respect of which the appointments specified that:			
- the proxy is to vote for the resolution	31,910,536	48,019,847	54,414,723
- the proxy is to vote against the resolution	6,297,281	7,336,013	931,789
- the proxy is open on the resolution	1,097,609	1,103,532	1,103,532
- the proxy is to abstain on the resolution	8,459,891	22,000	31,348
- the proxy may vote at the proxy's discretion	30,000	30,000	30,000