Disclosure of Proxy Votes

Primero Group Ltd

2018 Annual General Meeting Friday, 30 November 2018



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Th accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

| == 115 | | | Proxy | Votes | Poll Results (if applicable) | | | | | |
|-----------|---|---|--|------------|------------------------------|---------|-----------------------|-----|---------|---------|
| | Resolution | Decided by Show of Hands (S) or Poll (P) | Total Number of Proxy Votes exercisable by proxies validly appointed | FOR | AGAINST | ABSTAIN | PROXY'S DISCRETION | FOR | AGAINST | ABSTAIN |
| | 1 Remuneration Report | S | 20,036,179 | 19,994,513 | 0 | 44,000 | 41,666 | n/a | n/a | n/a |
| D | 2 Appointment of Auditor | S | 47,791,265 | 47,789,599 | 0 | 44,000 | 1,666 | n/a | n/a | n/a |
| | 3 Re-election of Mr Dean Ercegovic as a Director | S | 47,791,265 | 47,791,265 | 0 | 44,000 | 0 | n/a | n/a | n/a |
| | 4 Re-election of Mr Luke Graham as a Director | S | 47,791,265 | 47,789,599 | 1,666 | 44,000 | 0 | n/a | n/a | n/a |
|][5 | 5 Re-election of Mr Mark Connelly as a Director | S | 47,716,265 | 47,674,599 | 1,666 | 119,000 | 40,000 | n/a | n/a | n/a |
| | 6 Issue of Plan Options to Mr Cameron Henry | S | 38,671,088 | 38,629,422 | 41,666 | 44,000 | 0 | n/a | n/a | n/a |
| _ | 7 Issue of Plan Options to Mr Dean Ercegovic | S | 38,671,088 | 38,631,088 | 40,000 | 44,000 | 0 | n/a | n/a | n/a |
| | 8 Issue of Plan Options to Mr Brett Grosvenor | S | 38,671,088 | 38,629,422 | 41,666 | 44,000 | 0 | n/a | n/a | n/a |
| | 9 Issue of Plan Options to Mr Luke Graham | S | 38,671,088 | 38,629,422 | 41,666 | 44,000 | 0 | n/a | n/a | n/a |

| | | | Proxy Votes | | | | Poll Results (if applicable) | | |
|---|---|--|-------------|---------|---------|-----------------------|------------------------------|---------|---------|
| Resolution | Decided by Show of Hands (S) or Poll (P) | Total Number of Proxy Votes exercisable by proxies validly appointed | FOR | AGAINST | ABSTAIN | PROXY'S DISCRETION | FOR | AGAINST | ABSTAIN |
| 10 Issue of Plan Options to Mr Mark Connelly | S | 38,671,088 | 38,629,422 | 41,666 | 44,000 | 0 | n/a | n/a | n/a |
| 11 Section 195 Approval | S | 47,791,265 | 47,749,599 | 41,666 | 44,000 | 0 | n/a | n/a | n/a |
| | | | | | | | | | |