

ASX Announcement
30 November 2017

OUTCOME OF ANNUAL GENERAL MEETING

The Directors advise that all resolutions detailed in the Notice of Annual General Meeting of Australian Potash Limited were passed by the requisite majority on a show of hands at the Annual General Meeting of the Company held on 30 November 2017.

Resolution 4, Approval of 10% Placement Facility, and Resolution 12, Renewal of Proportional Takeover Provisions in the Constitution, were special resolutions and were passed with the requisite 75% majority.

Listed below is a summary of the number of proxy votes cast in respect to each of the resolutions put to shareholders at the Annual General Meeting:

Resolution	For	Against	Chairman's Discretion	Abstain
1. Adoption of Remuneration Report	13,561,002	554,162	29,325,772	5,624,999
2. Election of Director - Mr Brett Lambert	19,740,163	Nil	29,325,772	Nil
3. Election of Director - Mr Rhett Brans	19,740,163	Nil	29,325,772	Nil
4. Approval of 10% Placement Facility	19,634,497	Nil	29,325,772	105,666
5. Ratification of Prior Issue of Shares	19,634,497	Nil	29,325,772	105,666
6. Ratification of Prior Issue of Shares	19,634,497	Nil	29,325,772	105,666
7. Ratification of Prior Issue of Share Options to Mr Brett Lambert	18,780,497	Nil	30,179,772	105,666
8. Ratification of Prior Issue of Share Options to Mr Rhett Brans	18,780,497	Nil	30,179,772	105,666
9. Issue of Options to Mr Matt Shackleton	13,051,336	104,162	30,179,772	5,730,665
10. Related Party Participation in Capital Raising - Mr Matt Shackleton	13,157,002	104,162	30,179,772	5,624,999


Resolution	For	Against	Chairman's Discretion	Abstain
11. Related Party Participation in Capital Raising - Mr Brett Lambert	18,886,163	Nil	30,179,772	Nil
12. Renewal of Proportional Takeover Provisions in the Constitution	18,780,497	Nil	30,179,772	105,666

For further information, please contact

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About Australian Potash Limited

Australian Potash Limited (ASX: APC) is an ASX-listed Sulphate of Potash (SOP) developer. The Company holds a 100% interest in the Lake Wells Potash Project located approximately 500kms northeast of Kalgoorlie, in Western Australia's Eastern Goldfields.

The Lake Wells Potash Project is a palaeochannel brine hosted sulphate of potash project. Palaeochannel bore fields supply large volumes of brine to many existing mining operations throughout Western Australia, and this technique is a well understood and proven method for extracting brine. APC will use this technically low-risk and commonly used brine extraction model to further develop a bore-field into the palaeochannel hosting the Lake Wells SOP resource.

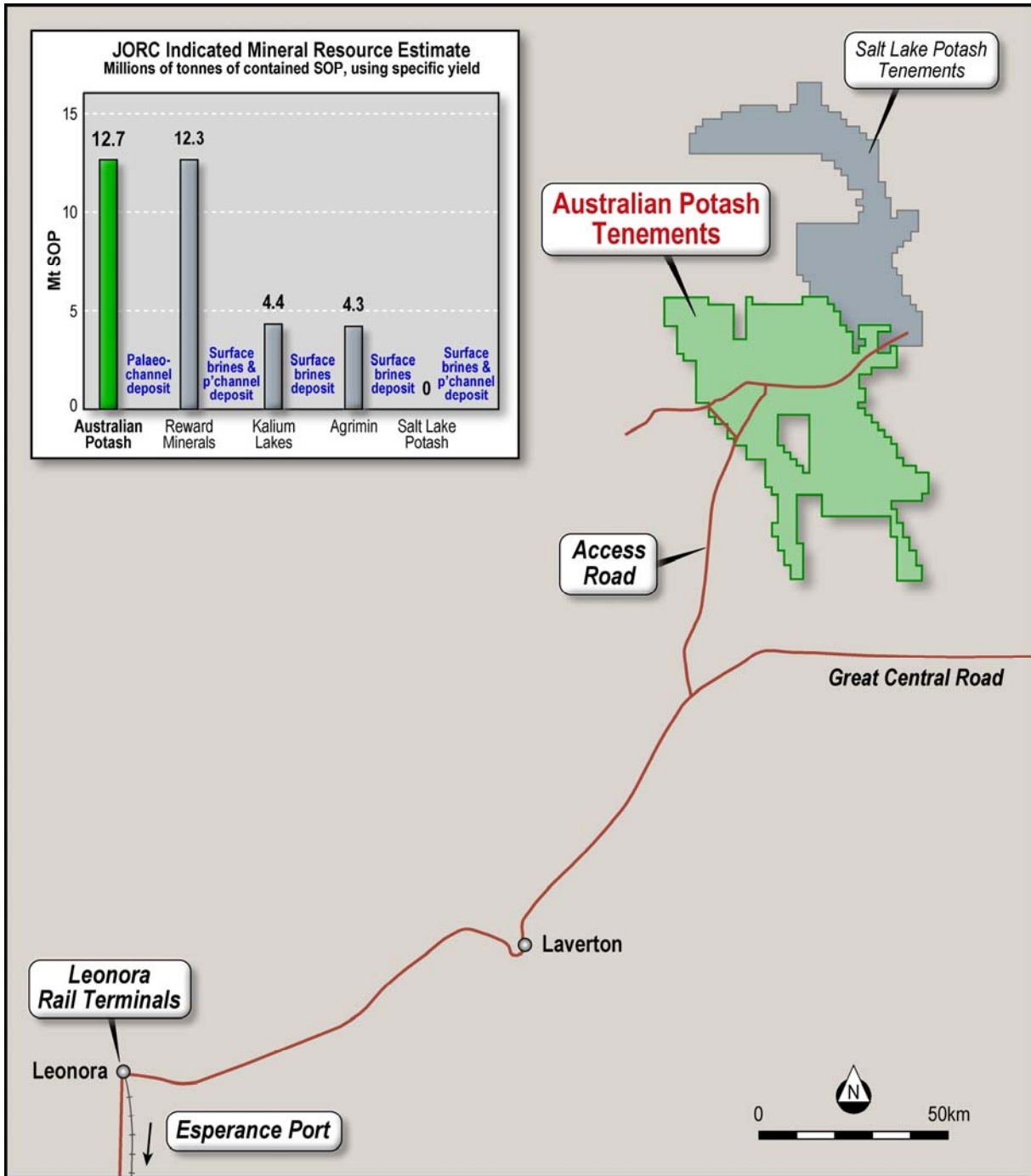
A Scoping Study on the Lake Wells Potash Project was completed and released on 23 March 2017ⁱ. The Scoping Study exceeded expectations and confirmed that the Project's economic and technical aspects are all exceptionally strong, and highlights APC's potential to become a significant long-life, low capital and high margin sulphate of potash (SOP) producer.

Key outcomes from the Scoping Study are as follows:

- Stage 1 production rate of **150,000tpa** of premium-priced sulphate of potash (years 1 – 5)
- Stage 2 production rate of **300,000tpa** of premium-priced sulphate of potash (years 6 – 20)
- Upgraded JORC 2012 Mineral Resource Estimate comprising 14.7m tonnes of SOP, including 12.7mt in the Indicated categoryⁱ
- Operating expenditure of A\$368/US\$283 tonne SOP in the first 5 years and A\$343 tonne SOP over the life of mine
- At a SOP price of A\$795 per tonne SOP, the Project generates LOM annual operating pre-tax cashflowⁱⁱ of A\$118m/US\$81m
- Pre-production capital expenditure (Stage 1) of A\$175m/US\$135m and Stage 2 of A\$163m/US\$125m
- Life of Mine (LOM) is 20 years (inc. Stage 1 & Stage 2) –upside to LOM through continued exploration



Lake Wells is located close to existing logistics infrastructure in WA's Eastern Goldfields



APC's Lake Wells SOP Project with existing logistics infrastructure

Forward looking statements disclaimer

This announcement contains forward-looking statements that involve a number of risks and uncertainties. These forward-looking statements are expressed in good faith and believed to have a reasonable basis. These statements reflect current expectations, intentions or strategies regarding the future and assumptions based on currently available information. Should one or more of the risks or uncertainties materialise, or should underlying assumptions prove incorrect, actual results may vary from the expectations, intentions and strategies described in this announcement. No obligation is



assumed to update forward looking statements if these beliefs, opinions and estimates should change or to reflect other future developments.

Competent persons statement

The information in this announcement that relates to Exploration Targets and Mineral Resources is based on information that was compiled by Mr Jeffery Lennox Jolly. Mr Jolly is a principal hydrogeologist with AQ2, a firm that provides consulting services to the Company. Neither Mr Jolly nor AQ2 own either directly or indirectly any securities in the issued capital of the Company. Mr Jolly has over 30 years of international experience. He is a member of the Australian Institute of Geoscientists (AIG) and the International Association of Hydrogeologists (IAH). Mr Jolly has experience in the assessment and development of palaeochannel groundwater resources, including the development of water supplies in hypersaline palaeochannels in Western Australia. His experience and expertise is such that he qualifies as a Competent Person as defined in the 2012 edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Jolly consents to the inclusion in this report of the matters based on his information in the form and context in which it appears.

The Hydrogeological information in this announcement has been prepared by Carsten Kraut, who is a member of the Australasian Institute of Geoscientists (AIG), and International Association of Hydrogeologists (IAH). Mr Kraut is contracted to the Company through Flux Groundwater Pty Ltd. Mr Kraut has experience in the assessment and development of palaeochannel groundwater resources, including the development of water supplies in hypersaline palaeochannels in Western Australia. His experience and expertise is such that he qualifies as a Competent Person as defined in the 2012 edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Kraut consents to the inclusion in this report of the matters based on his information in the form and context in which it appears.

ⁱRefer to ASX announcement 23 March 2017 'Scoping Study Confirms Exceptional Economics of APC's 100% Owned Lake Wells Potash Project In WA'. That announcement contains the relevant statements, data and consents referred to in this announcement. Apart from that which is disclosed in this document, Australian Potash Limited, its directors, officers and agents: 1. Are not aware of any new information that materially affects the information contained in the 23 March 2017 announcement, and 2. State that the material assumptions and technical parameters underpinning the estimates in the 23 March 2017 announcement continue to apply and have not materially changed.

ⁱⁱOperating cashflows include all revenue and operating expenditure, but exclude capital expenditure.

