



25 February 2011

Company Announcements
AUSTRALIAN STOCK EXCHANGE LIMITED

ASX Code: BAA

RESULTS OF GENERAL MEETING OF SHAREHOLDERS

In accordance with Listing Rule 3.13.2, Bailey Minerals NL (ASX Code BAA) advises that the resolutions contained in the Notice of General Meeting dated 20 January 2011 were passed by the requisite majority of security holders.

All resolutions were decided on a show of hands.

The information required by section 251AA(2) of the Corporations Act 2001 (Cth) in respect of each resolution passed at the meeting is set out below.

1. RESOLUTION 1 – CHANGE TO SCALE OF ACTIVITIES

It was resolved as an **ordinary resolution**:

“That, subject to the passing of Resolution 2 and 3, for the purposes of ASX Listing Rule 11.1.2 and for all other purposes, the Company be authorised to make a significant change in the scale of its activities.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	7,677,500	0	0	1,475,000	9,152,500

2. RESOLUTION 2 – ISSUE OF SHARES TO SMART KINGDOM INVESTMENTS LIMITED

It was resolved as an **ordinary resolution**:

“That, subject to the passing of Resolutions 1 and 3, for the purpose Item 7 of Section 611 of the Corporations Act and for all other purposes, approval is given for:

- (a) the Directors to allot and issue up to 22,500,000 Shares to Smart Kingdom Investments Limited; and*
- (b) the acquisition of a relevant interest in the issued voting shares of the Company by Smart Kingdom Investments in excess of the threshold prescribed in Section 606(1) of the Corporations Act by virtue of the issue of the Shares,*

on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	7,667,500	0	0	1,475,000	9,152,500

3. RESOLUTION 3 – CAPITAL RAISING

It was resolved as an **ordinary resolution**:

“That, subject to the passing of Resolutions 1 and 2, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Directors to allot and issue up to 3,333,334 Shares at an issue price of \$0.30 raising up to approximately \$1,000,000 on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	6,302,500	0	1,375,000	1,475,000	9,152,500

4. RESOLUTION 4 – CORPORATE ADVISOR OPTIONS

It was resolved as an **ordinary resolution**:

“That, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Directors to allot and issue up to 2,000,000 Options to Veritas Securities Limited on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	7,677,500	0	0	1,475,000	9,152,500



Jay Stephenson
COMPANY SECRETARY