

Results of General Meeting

In accordance with Section 251AA of the Corporations Act (Cwlth, Australia), the following information is provided to the ASX in relation to the resolutions passed by members of Avalon Minerals Limited at its General Meeting held on Tuesday 5 June 2012. All resolutions were duly carried on a show of hands

ORDINARY RESOLUTIONS

Resolution 1 - Ratification of the previous issue of 4,000,000 Shares to the Various Parties

“That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the prior issue and allotment of 4,000,000 Shares to the Various parties as set out in the Explanatory Memorandum”.

The resolution was passed on a show of hands.

The total number of proxy votes exercisable by all proxies validly appointed was 52,349,593.

Instructions in respect of the proxies were:

Instruction	Number of Votes	Total %
For	50,623,845	96.70%
Against	934,700	1.79%
Abstain	6,048	0.01%
Open	785,000	1.50%

Resolution 2 - Ratification of the previous issue of 6,000,000 Options to Indian Ocean

“That, for the purposes of Listing Rule 7.4 and for all other purposes, Shareholders ratify the prior issue of 6,000,000 Options to Indian Ocean as set out in the Explanatory Memorandum”.

The resolution was passed on a show of hands.

The total number of proxy votes exercisable by all proxies validly appointed was 58,073,520.

Instructions in respect of the proxies were:

Instruction	Number of Votes	Total %
For	56,338,172	97.01%
Against	944,300	1.63%
Abstain	6,048	0.01%
Open	785,000	1.35%

Resolution 3 - Approval to issue up to 12,200,000 Options to Key Personnel

“That for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve the issue of up to 12,200,000 Options to Key Personnel, on the terms and conditions set out in the Explanatory Memorandum.”

The resolution was passed on a show of hands.

ASX ANNOUNCEMENT

5 June 2012

The total number of proxy votes exercisable by all proxies validly appointed was 58,073,520.

Instructions in respect of the proxies were:

Instruction	Number of Votes	Total %
For	55,419,295	95.42%
Against	1,153,055	2.00%
Abstain	716,170	1.23%
Open	785,000	1.35%

Resolution 4 - Approval to issue up to 5,000,000 Options to Managing Director, Mr Jeremy Read or his nominee

“That for the purposes of Chapter 2E of the Corporations Act and Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 5,000,000 Options to Mr Jeremy Read or a nominee entity of Mr Read, on the terms and conditions set out in the Explanatory Memorandum”.

The resolution was passed on a show of hands.

The total number of proxy votes exercisable by all proxies validly appointed was 58,073,520.

Instructions in respect of the proxies were:

Instruction	Number of Votes	Total %
For	54,800,572	94.37%
Against	1,981,900	3.41%
Abstain	506,048	0.87%
Open	785,000	1.35%

Resolution 5 - Approval to issue up to 2,800,000 Options to Non-Executive Director, Mr Paul Niardone or his nominee

“That for the purposes of Chapter 2E of the Corporations Act and Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 2,800,000 Options to Mr Paul Niardone or a nominee entity of Mr Niardone, on the terms and conditions set out in the Explanatory Memorandum”.

The resolution was passed on a show of hands.

The total number of proxy votes exercisable by all proxies validly appointed was 58,073,520.

Instructions in respect of the proxies were:

Instruction	Number of Votes	Total %
For	55,300,572	95.23%
Against	1,981,900	3.41%
Abstain	6,048	0.01%
Open	785,000	1.35%

ASX ANNOUNCEMENT

5 June 2012

Resolution 6 - Approval of Performance Rights Plan

That for the purposes of Listing Rule 7.2 Exception 9(b) and sections 200B and 200E of the Corporations Act and for all other purposes, Shareholders approve the:

- a) *grant of Performance Rights under the Avalon Minerals Ltd Performance Rights Plan (**Performance Rights Plan or Plan**), a summary of which is set out in the Explanatory Memorandum; and*
- b) *giving of termination benefits under the Performance Rights Plan by the Company to a person or their associates in connection with that person ceasing to hold a managerial or executive office role in the Company or a related body corporate of the Company as set out in the Explanatory Memorandum”.*

The resolution was passed on a show of hands.

The total number of proxy votes exercisable by all proxies validly appointed was 58,073,520.

Instructions in respect of the proxies were:

Instruction	Number of Votes	Total %
For	55,431,295	95.45%
Against	1,141,055	1.97%
Abstain	716,170	1.23%
Open	785,000	1.35%

Resolution 7 - Approval to grant 10,000,000 Performance Rights to Managing Director, Mr Jeremy Read or a nominee entity

“That for the purposes of Chapter 2E of the Corporations Act and Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant 10,000,000 Performance Rights under the Performance Rights Plan to Mr Jeremy Read or a nominee entity of Mr Read, on the terms and conditions set out in the Explanatory Memorandum”.

The resolution was passed on a show of hands.

The total number of proxy votes exercisable by all proxies validly appointed was 58,073,520.

Instructions in respect of the proxies were:

Instruction	Number of Votes	Total %
For	54,800,572	94.37%
Against	1,981,900	3.41%
Abstain	506,048	0.87%
Open	785,000	1.35%

Resolution 8 - Approval to grant 5,600,000 Performance Rights to Non-Executive Director, Mr Paul Niardone or a nominee entity

“That for the purposes of Chapter 2E of the Corporations Act and Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant 5,600,000 Performance Rights under the Performance Rights Plan to Mr Paul Niardone or a nominee entity of Mr Niardone, on the terms and conditions set out in the Explanatory Memorandum”.

The resolution was passed on a show of hands.

ASX ANNOUNCEMENT

5 June 2012

The total number of proxy votes exercisable by all proxies validly appointed was 58,073,520.

Instructions in respect of the proxies were:

Instruction	Number of Votes	Total %
For	55,200,972	95.05%
Against	1,981,900	3.41%
Abstain	6,048	0.01%
Open	884,600	1.53%

Roslynn Shand
Company Secretary

For further information please visit www.avalonminerals.com.au