

**MINING INVESTMENTS RESOURCES PLC**

Company number 03744133

The Companies Act 2006 Resolutions

At the Annual General Meeting of the above named company, duly convened and held at the offices of Kerman & Co LLP, 200 Strand, London, WC2R 1DJ, on Friday 21st December 2012 at 10 30am, the following resolutions were duly passed

ORDINARY RESOLUTION**Resolution 5**

- 5 That the Directors be generally and unconditionally authorised pursuant to Section 551 of the Companies Act 2006 (the "2006 Act") to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("Rights") up to an aggregate nominal amount of £10,000,000 provided that this authority shall, unless previously revoked or varied by the Company in general meeting, expire at the conclusion of the next Annual General Meeting of the Company following the date of the passing of this resolution or (if earlier) 12 months from the date of passing this resolution, but so that the directors may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of that offer or agreement as if the authority hereby conferred had not expired
- This authority is in substitution for all previous authorities conferred on the Directors in accordance with Section 80 of the Companies Act 1985, or Section 551 of the 2006 Act

SPECIAL RESOLUTION**Resolution 6**

- 6 That, subject to the passing of Resolution 5, the Directors be given the general power to allot equity securities (as defined by Section 560 of the 2006 Act) for cash, either pursuant to the authority conferred by Resolution 5 or by way of a sale of treasury shares, as if Section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall be limited to
- 6 1 the allotment of equity securities in connection with an offer by way of a rights issue
- 6 1 1 to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings, and
- 6 1 2 to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary, but subject to such exclusions or other arrangements as the Board may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange, and
- 6 2 the allotment (otherwise than pursuant to paragraph 6 1 above) of equity securities up to an aggregate nominal amount of £10,000,000

The power granted by this resolution will unless renewed, varied or revoked by the Company, expire at the conclusion of the next Annual General Meeting of the Company following the date of the passing of this resolution or (if earlier) 12 months from the date of passing this resolution, save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired

This resolution revokes and replaces all unexercised powers previously granted to the Directors to allot equity securities as if either section 89(1) of the Companies Act 1985 or section 561(1) of the 2006 Act did not apply, but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to such authorities

By order of the Board



Terence Cross
Company Secretary

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Bridge House
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