

**14 October 2011**

The Company Announcements Office  
Australian Securities Exchange  
Level 4, 20 Bridge St  
SYDNEY NSW 2000

### **RESULTS OF SCHEME AND GENERAL MEETINGS**

Conquest Mining Limited (ASX: CQT) ("Conquest") held two shareholder meetings this morning: a scheme meeting to vote on the proposed merger with Catalpa Resources Limited ("Catalpa") ("the Merger") and a general meeting to vote on resolutions related to the proposed merger and certain other resolutions (together, "the Meetings").

All resolutions were passed at the Meetings. Details of the votes cast on each resolution are attached to this announcement, in accordance with listing rule 3.13.2 and section 251AA(2) of the *Corporations Act 2001* (Cth).

For the Merger (and the broader transaction of which the Merger forms part) to be implemented, Catalpa shareholders must pass a resolution at an extraordinary general meeting to be held at 1pm (Sydney time) today ("the Catalpa Meeting"). That resolution relates to the issue of shares to Newcrest Mining Limited ("Newcrest") as consideration for the purchase of Newcrest's interest in the Cracow and Mt Rawdon gold projects in Queensland.

An announcement will be made following the Catalpa Meeting in relation to the results of the votes taken at that meeting.

Yours faithfully



Evan Elstein  
Company Secretary

**RESULTS OF SCHEME AND GENERAL MEETINGS**

**Details of the Votes Cast on Each Resolution**

<b>Scheme Meeting</b>		<b>Total For</b>	<b>Total Against</b>	<b>Total</b>	<b>Abstained</b>
<i>"That, pursuant to and in accordance with section 411 of the Corporations Act 2001 (Cth), the proposed scheme of arrangement between the Company and the holders of its fully paid ordinary shares, the terms of which are contained and more particularly described in the scheme booklet of which this notice forms part, is approved (with or without modification as approved by the Federal Court of Australia)."</i>	<b>Votes</b>	358,574,212	3,150,345	361,724,557	46,826
	<b>% Votes</b>	99.13%	0.87%	100%	
	<b>Holders</b>	671	36	707	6
	<b>% Holders</b>	94.91%	5.09%	100%	

<b>General Meeting</b>		<b>Total For</b>	<b>Total Against</b>	<b>Total</b>	<b>Abstained</b>
<i>"That, for the purpose of section 208 of the Corporations Act, rule 10.11 of the Listing Rules and for all other purposes, the Company issue the Tranche 1 Non-dilution Rights Options to the Trustee, to be held on behalf of Jake Klein, on the terms more particularly described in the scheme booklet of which this notice forms part."</i>	<b>Votes</b>	275,934,180	70,275,652	346,209,832	1,369,093
	<b>% Votes</b>	79.70%	20.30%	100%	
<i>"That, for the purpose of section 208 of the Corporations Act, rule 10.11 of the Listing Rules and for all other purposes, the Company issue the Tranche 2 Non-dilution Rights Options to the Trustee, to be held on behalf of James Askew, on the terms more particularly described in the scheme booklet of which this notice forms part."</i>	<b>Votes</b>	275,718,180	70,275,652	345,993,832	1,581,093
	<b>% Votes</b>	79.69%	20.31%	100%	
<i>"That, for the purpose of section 208 of the Corporations Act, rule 10.11 of the Listing Rules and for all other purposes, the Company issue the Tranche 3 Non-dilution Rights Options to the Trustee, to be held on behalf of Nicholas Curtis, on the terms more particularly described in the scheme booklet of which this notice forms part."</i>	<b>Votes</b>	242,071,215	103,888,902	345,960,117	1,581,093
	<b>% Votes</b>	69.97%	30.03%	100%	
<i>"That, for the purpose of rule 6.23.2 of the Listing Rules and for all other purposes, the Company cancel the Majority Options the subject of Majority Options Offers accepted by Majority Optionholders, subject to, and in accordance with, the terms of the relevant Majority Options Offers, as more particularly described in the scheme booklet of which this notice forms part."</i>	<b>Votes</b>	335,793,028	8,359,994	344,153,022	826,729
	<b>% Votes</b>	97.57%	2.43%	100%	
<i>"That, for the purpose of rules 6.23.2 and 10.11 of the Listing Rules and for all other purposes, the Company cancel the Minority Options and issue the Minority Options Consideration to the Trustee, to be held on behalf of the Interested Directors, subject to, and in accordance with, the terms of the Minority Options Offers, as more particularly described in the scheme booklet of which this notice forms part."</i>	<b>Votes</b>	337,625,814	7,178,606	344,804,420	1,659,831
	<b>% Votes</b>	97.92%	2.08%	100%	