

2017 ANNUAL GENERAL MEETING OF FLINDERS EXPLORATION LTD

The 2017 annual general meeting of the Shareholders of Flinders Exploration Limited (ACN 140 351 033) (the Company) was held in the offices of KMT Partners, 31 Hauteville Terrace, Eastwood South Australia 5063 on Wednesday 18 April 2018 at 10:00 am (ACDT) .

Three Resolutions were carried unanimously.

RESOLUTION 1 – IN SPECIE DISTRIBUTION OF BEACON MINERALS LIMITED SHARES

"That, for the purposes of sections 256B and 256C of the Corporations Act and for all other purposes, Shareholders approve an equal reduction in the Company's share capital by way of a pro rata 'in specie' distribution by the Company of 16,000,000 fully paid ordinary shares in the capital of Beacon Minerals Limited held by the Company to Eligible Shareholders and on the terms and conditions set out in the Explanatory Memorandum."

RESOLUTION 2 – IN SPECIE DISTRIBUTION OF GLADIATOR RESOURCES LIMITED SHARES

"That, for the purposes of sections 256B and 256C of the Corporations Act and for all other purposes, Shareholders approve an equal reduction in the Company's share capital by way of a pro rata 'in specie' distribution by the Company of approximately 28,000,000 fully paid ordinary shares in the capital of Gladiator Resources Limited held by the Company to Eligible Shareholders and on the terms and conditions set out in the Explanatory Memorandum."

RESOLUTION 3 – RE-ELECTION OF DIRECTOR – DR KEVIN WILLS

"That, for the purposes of clause 47.4.1 of the Company's Constitution and for all other purposes, Dr Kevin Wills, a Director who retires by rotation, and being eligible, is re-elected as a Director."