

Date 27th October 2016

ASX Code: JRV

The Manager
Market Announcements Office
ASX Ltd
4th Floor, 20 Bridge Street
Sydney NSW 2000

**JRV: General meeting called by members
Withdrawal of previous notices of members' resolutions**

Jervois AGM on 29 November

Jervois Mining Limited will hold its Annual General Meeting of shareholders on 29 November 2016 in Melbourne. As advised on 26 October 2016, the official notice of meeting has been sent to all shareholders.

Member convened meeting on 24 November

The Company today received notice that members with 5.78% of the company's capital have apparently called a general meeting of the Company pursuant to section 249F of the Corporations Act. The meeting has been called for Sydney on 24 November 2016.

The Corporations Act gives 5% of shareholders the right to call a meeting of members, provided the proper notice is given. To be valid, any business of the meeting must comply with the Corporations Act and other relevant rules and law applicable to that business.

Invalid business proposed for 24 November meeting

The business listed for the 24 November meeting is invalid and cannot be considered because the Corporations Act rules with respect to timing and content of notice of that business have not been complied with.

The material terms of the motions purportedly proposed for the 24 November meeting are, with effect from the close of the meeting:

- Removal of Mr Duncan Pursell as a director of the Company
- Removal of Mr Derek Foster as a director of the Company
- Removal of Mr Roger Fairlam as a director and company secretary of the Company
- Election of Mr Richard Karn as a director of the Company
- Election of Mr Kenneth S. Koldenhoven as a director of the Company
- Election of Mr Stephen van der Sluys as director and company secretary of the Company.

There is no business that will be validly before the 24 November meeting. This is because:

- (a) the required statutory notice for a resolution to remove a director (at least 2 months, under section 203D of the Corporations Act) has not been given; and
- (b) the required statutory notice to the Company of a resolution to be moved by 5% of members, to appoint a director, (more than 2 months after the Company is notified, under section 249O of the Corporations Act) has not been given; and
- (c) The proposed resolutions and explanatory statement, when read together, are defamatory. Accordingly they do not meet the requirements of sections 249O(5) and 249P(9) of the Corporations Act.

These are substantially the same as motions which were the subject of notices from different shareholders pursuant to section 249N, which requested that those be considered at the “next” (2016) AGM of the Company. (One of the previous resolutions, proposing election of Mr Andrew Gillies as a director, was subsequently withdrawn by the requisitioners and replaced on 11 October 2016 with a notice of resolution proposing election of Mr R Karn).

As previously advised, those notices came too late to be considered on 29 November; and it is obviously too late for the 24 November meeting to consider those resolutions. In view of the overlap in subject matter of the previous notices with the material for the 24 November meeting, the Company takes the earlier notices under sections 249N and 249P to have been withdrawn.

Error in members’ 24 November notice of meeting

Shareholders need to be aware that there is a further error in the notice calling the 24 November meeting: the Chairman of the meeting will not vote unallocated proxies in favour of the resolutions. As provided for by the Company’s Constitution, a director of the Company will chair the meeting.

By order of the Board

A handwritten signature in black ink, appearing to be 'R. Fairlam', with a horizontal line extending to the right.

Roger Fairlam
Company Secretary