

12 July 2018

RESULTS OF MEETING & ANDINA TAKEOVER UNCONDITIONAL

Titan Minerals Limited (ASX: TTM) ("**Titan**") is pleased to advise all resolutions at the General Meeting of Titan shareholders held today were passed on a show of hands.

The approval of Resolutions 1 to 3 (inclusive) by Titan shareholders satisfies the shareholder approval condition detailed in Section 9.10(e) of Titan's Bidder's Statement dated 23 May 2018 ("**Bidder's Statement**").

In accordance with the public statement of Titan's intentions contained in its ASX announcement "Intention to Declare Andina Takeover Unconditional" dated 25 June 2018, Titan has given notice to Andina Resources Limited ("**Andina**") and ASIC declaring its takeover bid for all of the fully paid shares in Andina ("**Andina Takeover**") free from the remaining offer conditions as detailed in section 9.10 of the Bidder's Statement.

Accordingly, the Andina Takeover is now unconditional. Titan will proceed to issue the offer consideration and compulsorily acquire Andina shares from Andina shareholders in accordance with the provisions of the *Corporations Act 2001* (Cth) ("**Corporations Act**"), as detailed in its announcement dated 25 June 2018.

In accordance with section 251AA(2) of the Corporations Act, each resolution has the following proxy votes awarded:

Resolution	For	Against	Abstain	Discretionary	Total Votes
1. Acquisition of Andina Shares from Mr Matthew Carr under the Andina Takeover	488,862,434	1,520	159,331	5,039,716	493,903,670
2. Acquisition of Andina Shares from Mr Nicholas Rowley under the Andina Takeover	483,860,636	3,318	5,159,331	5,039,716	488,903,670
3. Acquisition of Andina Shares from Mr Cameron Henry under the Andina Takeover	488,860,636	3,318	159,331	5,039,716	493,903,670
4. Ratification of Issue of Tranche 1 Placement Shares	487,203,430	1,520	1,809,331	5,057,720	492,262,670
5. Approval of Issue of Tranche 2 Placement Shares	488,842,632	3,318	159,331	5,057,720	493,903,670
6. Ratification of Issue of Performance Rights to Mr Zane Lewis	488,285,066	4,025	726,896	5,057,714	493,346,805

ENDS

For further information please contact:

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