

Minutes of Annual General Meeting of Queensland Industrial Minerals Holdings Limited held on Wednesday 30 March 2016 at Darlington Centre, 174 City Road, Darlington NSW at 10:15am.

1. Present:

David Li (Chairman), Felix Cheung, Harry Mavrolefteron, Tony Tao, Shu Yu Yun , Ian Mitchell, Eric Chen

2. Apologies:

Shi Yi Wei (Director), A.J Whyte (Auditor)

3. Proxy Votes and Notice of Meeting:

The Secretary tabled the list of proxy votes received for the meeting, all voting in favour of the resolutions.

The Secretary tabled the Notice of Meeting.

4. Receipt of the Annual Report:

The Chairman tabled the Annual Report and Financial Statements for the year ended 30 June 2015 and addressed shareholders in relation thereto and on progress towards mining development and ASX listing of the Company. Felix Cheung addressed the Shareholders on the content of the Financial Statements. Questions by Shareholders were answered.

5. Re-election of Felix Cheung:

RESOLVED THAT Felix Cheung be re-elected as a Director of the Company.

6. Issue of Shares to David Li:

David Li vacated the Chair in favour of Ian Mitchell (Company Secretary).

RESOLVED THAT the Company issue and allot to David Li 500,000 fully paid shares in the Company in lieu of Director's fees for the year ended 30 June 2015, at a deemed issue price of 15 cents per share, as a non-executive Director and Chairman, and Chief Executive Officer of the Company.

(Noted that neither David Li nor any of his associates voted on this resolution).

David Li resumed the chair.

7. Issue of Shares to Felix Cheung:

RESOLVED THAT the Company issue and allot to Felix Cheung, a non-executive Director and Chief Financial Officer of the Company, 500,000 ordinary fully paid shares in the Company, in lieu of Director's fees for the year ended 30 June 2015 at a deemed issue price of 15 cents per share.

(Noted that Felix Cheung nor any of his associates voted on this resolution).

8. Issue of Shares to Shi Yi Wei:

RESOLVED THAT the Company issue and allot to Shi Yi Wei, a non-executive Director and Marketing Director of the Company, 500,000 ordinary fully paid shares in the Company in lieu of Director's fees for the year ended 30 June 2015 at a deemed issue price of 15 cents per share"

(Noted that neither Shi Yi Wei nor any of her associates voted on this resolution).

The Chairman answered questions from Harry Mavrolefteron and Tony Tao regarding the proposals for allotments of shares to former directors in lieu of director's fees. The matter will be further considered by the Directors.

9. Issue of Shares to Ian Mitchell:

RESOLVED THAT the Company issue and allot to Ian Mitchell, the Secretary of the Company, 50,000 ordinary fully paid shares in the company.

10. Issue of Shares to Eric Chen:

RESOLVED THAT the Company Issue and allot to Eric Chen, Directors' Assistant, 10,000 ordinary fully paid shares in the Company.

11. Change of Name of the Company:

RESOLVED THAT the name of the Company be changed to HIGH TITANIUM RESOURCES AND TECHNOLOGY LIMITED

(Noted that this resolution was carried unanimously).

The meeting closed at 11: 10am

Signed as a true record

Chairman

