



<b>Company/ASX Code</b>	Mineral Resources Ltd/MIN
<b>AGM date</b>	Thursday 18 November 2021
<b>Time and location</b>	9.30am (AWST) at Mineral Resources Park, 42 Bishopsgate Street, Lathlain, WA.
<b>Registry</b>	Computershare Investor Services Pty Ltd.
<b>Hybrid - physical and virtual in real time.</b>	Yes
<b>Poll or show of hands</b>	Poll on all items.
<b>Monitor</b>	Alan Dickson, assisted by Alyse Daams
<b>Pre - AGM Meetings?</b>	Yes, with Chairman Peter Wade, James McClements (Rem Chair) and James Bruce (x 2), Head of Investor Relations.

The individuals (or their associates) involved in the preparation of this voting intention do not hold a shareholding in this company.

**ANOTHER BUMPER YEAR FOR MINERAL RESOURCES**

<b>Item 1</b>	<b>Consideration of financial statements and reports</b>
<b>ASA Vote</b>	No vote required

**Summary of ASA Position**

**Governance and culture.**

Mineral Resources was listed in 2006, the founding directors, current Chairman Peter Wade and Managing Director Chris Ellison having significant shareholdings. The company's financial performance since listing has handsomely rewarded loyal early investors and has been a bonanza this year with greatly increased dividends paid and share price increase. The Board size has remained on the low side with one addition when compared with other top 100 ASX companies, which appears to have resulted in the company remaining able to quickly act on identified development opportunities as they arise.

**Financial performance including dividends and shareholder returns.**

The company's financial performance in FY21 was extremely impressive, especially considering the difficult operational issues faced in the year caused by the Covid-19 pandemic. As the following table shows, all the important metrics point strongly in the right direction.

Underlying earnings were substantially improved over FY20 by an 23% increase in iron ore exports at higher prices, and mining services volumes increasing by 20%.

<b>Summary</b> (As at FYE)	<b>2021</b>	<b>2020</b>	<b>2019</b>	<b>2018</b>
NPAT (\$m)	1,268	1,002	165.0	272.0
UPAT (\$m)	1,103	765.0	205.0	269.0
Share price (EOFY) (\$)	53.73 <sup>1</sup>	21.17	14.98	16.00
Dividend received (cents)	177	54	53	58
Annual TSR (%) <sup>2</sup>	162.2	44.9	(3.1)	52.9
ROIC (%)	38.6	49.6	9.7	18.3
EPS (cents)	673.2	533.0	87.1	145.3
CEO total remuneration, statutory (\$m)	3.48	4.34	3.02	4.54
CEO total remuneration, actual (\$m)	7.39	3.69	3.02	2.37

1. Price has dropped since EOFY to \$39.14 on 1 November 2021.

2. Based on dividends received in the year.

*CEO total remuneration, actual cash is made up of fixed remuneration AUD1,200,000, STI Cash Bonus \$600,000, 2017 & 2018 LTI Nominal value of 2,933,350, other benefits (incl. Superannuation) \$51,865 and LTI Vesting share price growth of \$2,605,893.*

*For FY21 the CEO's total actual remuneration was 83 times the Australian Full time Adult Average Weekly Total Earnings (based on November 2020 data from the Australian Bureau of Statistics).*

### **Senior management changes.**

The executive KMPs this year remained the same as last year, so seemly more stable than the multiple changes in the previous few years.

### **Key events such as restructures, acquisitions, buy backs and capital raisings**

There were no buybacks or share capital raisings during the year, and the FY19 joint venture project with Albermarle was put on hold until Lithium prices moved higher. During the year the company purchased the Wonmunna iron ore property and brought it into a producing mine. Their Lamb Creek project has also been advanced, so they hope to bring that into production in 2022. Post year-end they have also purchased a share in the Red Dog iron resource. Thus setting up a pipeline of future operations. The company had a 5.52% holding in Pilbara Minerals, which is a lithium producer which has seen a fivefold increase in its share price, they sold this holding on 6 September 2021 for \$328M.

<b>Item 2</b>	<b>Resolution 1 - Adoption of Remuneration Report</b>
<b>ASA Vote</b>	For

### Summary of ASA Position

The factors in the Remuneration report were approved at the 2020 AGM, there are no changes this year to the proposed method of remunerating the KPMs. The only issue we have with the LTI is the use of the single ROIC hurdle, the ASA prefer to see a hurdle of TSR in the LTIs. There have been some changes to the quantities of remuneration for the NEDs.

This is a large company now with a market capitalisation greater than \$8B with only a small board of directors (6). Last year the max remunerations of NEDs was increased from \$1Mpa (set in 2015) to \$2Mpa with an expectation of increasing the board size, and paying the directors more for chairing and membership of the various board committees. We are still awaiting the appointment of additional directors which we believe has been held up during the Covid-19 pandemic.

The company meets our requirements in the areas of performance shares being issued at market value, and the requirement that part of the directors' fees be paid in the form of shares will ensure that the benchmark directors' holdings will be achieved in a timely fashion.

The outstanding financial performance of the company is a factor in our decision to support the Remuneration Report and the incentive allocations made.

<b>Item 3</b>	<b>Resolution 2 - Re-election of Director – Mr Kelvin Flynn</b>
<b>ASA Vote</b>	For

### Summary of ASA Position

Mr Flynn joined the board of Mineral Resources in 2010 and was last elected in 2019, he retired by rotation and seeks re-election. The ASA likes to see some rotation of the board with Directors serving more than 12 year as being not in dependent. We vote against those longer-term directors to encourage a refreshing of the board. Mr Flynn has served 11 years. Mr Flynn is currently Chairman of the Audit and Risk committee and a member of both the Nomination and Remuneration Committees. We consider that Mr Flynn brings valuable experience and skills to the board's deliberations. In this instance we support his nomination. He retired by rotation and offers himself for re-election.

<b>Item 4</b>	<b>Resolution 3 - Re-election of director –Ms Xi Xi</b>
<b>ASA Vote</b>	For

#### **Summary of ASA Position**

Ms Xi Xi was initially appointed to the Board in 2017. Ms Xi Xi has extensive experience in the global natural resources sector and both technical and financial qualifications. She lives in Hong Kong so it has been a difficult year using zoom etc for her involvement as Chairman of the Nomination Committee as well as also being in the Audit and Risk committees. She retires by rotation and seeks re-election.

<b>Item 5</b>	<b>Resolution 4 – Approval of Grant of Securities to Managing Director</b>
<b>ASA Vote</b>	For

#### **Summary of ASA Position**

The grant of securities to the Managing Director requires shareholder approval. The shares in question are those he has been awarded as part of his 2021 STI and LTIs, including those from previous years. The alternative would be to pay these awards in cash.

<b>Item 6</b>	<b>Resolution 5 – Adoption of New Constitution</b>
<b>ASA Vote</b>	For

Having compared the two versions, the 2006 version and the proposed 2021 version, I would say this is a totally new Constitution, organised in a different way. Having read through, I am of the opinion that the new constitution has included, amongst other changes, matters required to be included or excluded mainly due to changes in the law or ASX listing rules since the Constitution was prepared for the listing back in 2006, and hence we support these changes.

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