



Fortescue Metals Group Ltd  
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30 September 2008

The Companies Officer  
ASX Limited  
Exchange Plaza  
2 The Esplanade  
Perth WA 6000

Dear Sir

### **Results of General Meeting**

Fortescue Metals Group Ltd ("Fortescue" "ASX : FMG") is pleased to advise the results of the Extraordinary General Meeting held today in Perth, Western Australia. The two resolutions presented for shareholder consideration are provided in the attached schedule with details of the proxy votes that had been received pursuant to the Notice of Meeting. All resolutions were passed unanimously at the meeting by a show of hands.

Following approval from members for the amendment to the constitution, Fortescue will proceed with the processing of the subscription for A\$140 million in preference shares as advised to the ASX under the release dated 29 August 2008. The key terms of these preference shares are listed below;

- Dividend coupon rate of 9% fixed p.a. payable six monthly either in cash, or where cash distributions are not able to be made by Fortescue, additional preference shares or ordinary shares (calculated on the basis of the volume weighted average share price) as elected by Fortescue;
- Term of 8.5 years;
- Redeemable by Fortescue at any time subject to minimum 30 days notice;
- Preference shares to rank in priority to Fortescue's ordinary shares on a winding up and in relation to the payment of distributions; and
- Limited voting rights in accordance with the rights outlined in the Notice of Meeting.

Yours sincerely

**Fortescue Metals Group Ltd**

**Rod Campbell**  
Company Secretary

**Att: Schedule**

**Schedule**

Resolution	Subject	Proxies Held			
		For	Against	Abstain	Open
1.	Amendment to Constitution to allow for the issue of preference shares.	1,930,513,924	18,157,916	432,705	10,086,934
2.	Amendment to Constitution for alignment to ASX Listing Rules.	1,948,028,604	738,658	177,613	10,246,604