

CHAIRMAN'S OPENING REMARKS CARPENTARIA RESOURCES LIMITED ANNUAL GENERAL MEETING 2019

Good morning everyone and welcome to our 2019 Annual General Meeting.

At last year's AGM I concluded my opening remarks on an optimistic note to the effect that the outlook for 2019 was very bright. My optimism was misplaced, as the Company did not achieve its major goal for the year, which was to secure further strategic investment in the Company to secure the A\$25m to fund the bankable feasibility study (BFS) for our flagship Hawsons Iron Project. This is disappointing for all of us – the board, our Managing Director, Quentin Hill and his team, and for all our shareholders.

During the year, Quentin and his team worked very hard and made every effort to obtain new funding for the BFS. Along the way the team has explored many opportunities and possibilities, and I note that some of these discussions and negotiations are on-going.

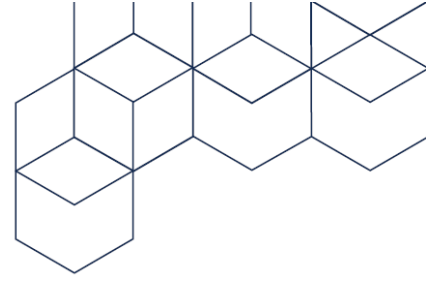
Clearly it is very challenging for small companies like Carpentaria to transform themselves into larger development and mining companies, especially at a time of great uncertainty in the future direction of global economic trends.

On a more positive note, the board was heartened by the support of new investors and long-term shareholders for the future development of the Hawsons Project through their support for our share purchase plan (SPP), that was announced on 17 April this year. The SPP set out to raise A\$2 million and was oversubscribed by ~A\$950,000, with the board subsequently deciding to accept the oversubscriptions to further fund a number of additional activities necessary for the Hawsons development. The board thanks all those who supported the Company through the SPP.

As I noted in my letter to shareholders dated 18 October this year, the board has been giving a lot of thought to the challenge of transforming the Company into an iron ore development and mining company and creating very substantial value for shareholders. Our deliberations included comparing the existing skills, capabilities and experiences of the board to those required to help finance and develop the Hawsons Iron Project.

We concluded that we needed at least one new board member with a background in financing, development and/or the operation of large-scale projects and have been searching for the right person to join the board and take over as Chairman.

It is a pleasure now to announce that our search has been successful and that Mr John Anderson has agreed to join the board as Chairman, a role he will formally take up later today.



Shareholders here today will have an opportunity to meet and talk to John and learn more about his background. In the meantime, I can say that he has a wealth of experience in the finance sector and has been extensively involved in project, equity and other financing and the leadership and management of resources companies in Australia and South America and in taking businesses from IPO through to successful operations. Of particular relevance to the challenging task of preparing the Company and its Hawsons Iron Project joint venture partner, Pure Metals, for financing and development, John has an expert understanding of the requirements of lenders and other investors when it comes to the planning, structuring and execution of large projects like Hawsons and how best to maximise the opportunities to achieve the necessary finance to develop Hawsons. As Chairman, John will bring this knowledge and experience to the Company and, indirectly, to Hawsons' owners.

I'm sure you will all join me in wishing John every success in his new role with Carpentaria Resources.

In parallel with the announcement of our new Chairman, I am also announcing that I am retiring from the Board at the end of this AGM. It has been an honour for me to serve as Chairman of the board since July 2014 and to have contributed to the transformation of Carpentaria from a junior minerals exploration company with interests in a wide range of commodities and exploration tenements with varying degrees of prospectivity to a company with a sharp focus on the development of a truly unique magnetite deposit that has the potential to become a world-class producer of the Hawsons Supergrade® product.

In closing, I thank my fellow board members for all their hard work this year, Quentin and his team for their on-going efforts to progress the Hawsons Iron Project, and particularly the shareholders of the company for their support for the Company and Hawsons.

This concludes my opening remarks and I thank you for your attention.

Dr Neil Williams