

AUSGROUP LIMITED

(Co. Reg. No. 200413014R)
(Incorporated in the Republic of Singapore)

RESULTS OF ANNUAL GENERAL MEETING HELD ON 15 DECEMBER 2016

Pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited, the Board of Directors (the “**Board**”) of AusGroup Limited (the “**Company**”) is pleased to announce that at the Annual General Meeting (“**AGM**”) of the Company held on 15 December 2016, all resolutions relating to matters set out in the Notice of AGM dated 30 November 2016 were duly passed by the shareholders of the Company by way of poll.

Mr. Wu Yu Liang, having been re-elected as a Director of the Company, remains as Chairman of the Remuneration and Human Capital Committee and a member of the Audit Committee. Mr. Wu is considered by the Board to be an Independent Director for the purpose of Rule 704(8) of the Listing Manual.

The results of the poll on each of the resolutions put to vote at the AGM are set out below for information:

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Ordinary Business					
Resolution 1 Adoption of the Directors' Statement and Audited Financial Statements for the year ended 30 June 2016 together with the Auditors' Report thereon	168,457,326	165,000,325	97.95	3,457,001	2.05
Resolution 2 Re-election of Mr Stuart Maxwell Kenny as a Director	168,521,326	168,227,326	99.83	294,000	0.17
Resolution 3 Re-election of Mr Wu Yu Liang as a Director	147,639,808	144,338,807	97.76	3,301,001	2.24
Resolution 4 Approval of Directors' fees amounting up to S\$400,000 for the year ending 30 June 2017, to be paid quarterly in arrears	168,512,326	167,955,326	99.67	557,000	0.33

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Special Business					
Resolution 5 Authority to issue new shares	168,487,326	164,527,325	97.65	3,960,001	2.35
Resolution 6 Approval of share buyback mandate	168,521,326	167,977,326	99.68	544,000	0.32
Resolution 7 Approval of Shareholders' Loans and the Novation and Amendment Agreement as an interested person transaction	36,422,785	35,672,785	97.94	750,000	2.06
Resolution 8 Renewal of the interested person transactions mandate	36,431,785	35,681,785	97.94	750,000	2.06
Resolution 9 Appointment of KPMG LLP as Auditors in place of retiring auditors	168,487,326	168,457,326	99.98	30,000	0.02

Name of firm appointed as Scrutineer

DrewCorp Services Pte Ltd was appointed as Scrutineer for the conduct of poll at the AGM.

By Order of the Board

Eng Chiaw Koon
Managing Director

15 December 2016