

AUSGROUP LIMITED
(Incorporated In The Republic Of Singapore)
Company Registration No. 200413014R

**RESOLUTIONS PUT TO THE
ANNUAL GENERAL MEETING
HELD ON 21 OCTOBER 2014**

AusGroup Limited (the “**Company**”) would like to announce the following:-

- (1) Pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited, at the annual general meeting (“**AGM**”) of the Company held at 3.00 p.m. on 21 October 2014, all resolutions relating to the matters as set out in the notice of AGM dated 15 September 2014 were put to the meeting and all resolutions, except for resolution no. 4 for the re-election of Mr Grant Anthony Pestell as director, were duly passed by way of a poll by the shareholders.
- (2) The results of the poll on each of the resolutions are as attached.
- (3) Messrs T S Tay Public Accounting Corporation was appointed as scrutineer for the purposes of the poll.
- (4) Mr Grant Anthony Pestell, who was not re-elected as a director of the Company at the AGM, will accordingly cease to be a director, a member of the audit committee, a member of the nominating committee and a member of the health, safety and sustainability committee.
- (5) Ms Ooi Chee Kar who was re-elected as a director of the Company at the AGM will remain a member and the chairman of the audit committee and a member of the remuneration and human capital committee. Ms Ooi is an independent non-executive director.

Gerard Patrick Hutchinson
Chief Financial Officer

21 October 2014

AUSGROUP LIMITED
Company Registration No. 200413014R

Annual General Meeting
Held on 21 October 2014

SCRUTINEERS' CERTIFICATE

To: The Chairman
AUSGROUP LIMITED

Dear Sirs,

As Scrutineers appointed for the purpose of the poll taken at the Annual General Meeting of the Company, we certify that the results of the poll in respect of:-

SUMMARY RESULTS OF POLL

No	Ordinary resolutions	Total number of shares represented by votes for and against	FOR		AGAINST	
			Number of Shares	%	Number of Shares	%
1	Adoption of audited financial statements and reports	149,754,186	149,754,186	100.00%	-	0.00%
2	Approval of directors' fees for the year ending 30 June 2015	149,754,186	90,673,186	60.55%	59,081,000	39.45%
3	Re-election of Mr Stuart Maxwell Kenny as director	149,754,186	149,720,186	99.98%	34,000	0.02%
4	Re-election of Mr Grant Anthony Pestell as director	149,754,186	72,089,075	48.14%	77,665,111	51.86%
5	Re-election of Ms Ooi Chee Kar as director	149,754,186	130,277,186	86.99%	19,477,000	13.01%
6	Re-election of Captain Larry Glenn Johnson as director	144,583,186	144,529,186	99.96%	54,000	0.04%
7	Re-election of Mr Wu Yu Liang as director	144,583,186	144,537,186	99.97%	46,000	0.03%
8	Re-election of Mr Eng Chiaw Koon as director	144,583,186	144,549,186	99.98%	34,000	0.02%
9	Re-appointment of PricewaterhouseCoopers LLP as auditors	144,583,186	140,098,175	96.90%	4,485,011	3.10%
10	Renewal of share issue mandate	144,583,186	144,545,186	99.97%	38,000	0.03%

Yours faithfully,



Signed
Scrutineer Firm: T S Tay Public Accounting Corporation