

AUSGROUP LIMITED

(Co. Reg. No. 200413014R)

(Incorporated in the Republic of Singapore)

RESULTS OF ANNUAL GENERAL MEETING HELD ON 26 OCTOBER 2017

Pursuant to Rule 704(16) of the Listing Manual of the Singapore Exchange Securities Trading Limited (the “**Listing Manual**”), 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 26 October 2017, all resolutions relating to matters set out in the Notice of AGM dated 11 October 2017 (“**Notice**”) were duly passed by the shareholders of the Company by way of poll.

The ordinary resolution relating to the re-appointment of auditors was inadvertently omitted from the Notice and Proxy Form, and hence was dealt with under item 4 of the Notice (Any Other Ordinary Business) as the new Ordinary Resolution 5(i) at the AGM, which was also duly passed by the shareholders of the Company by way of poll.

Ms. Ooi Chee Kar, having been re-elected as a Director of the Company, remains as Chairman of the Audit Committee and a member of the Nominating Committee. Ms. Ooi 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 2017 together with the Auditors’ Report thereon	563,577,928	559,324,434	99.25%	4,253,494	0.75%
Resolution 2 Re-election of Ms Ooi Chee Kar as a Director of the Company	563,627,928	559,290,434	99.23%	4,337,494	0.77%
Resolution 3 Re-election of Mr Eng Chiaw Koon as a Director of the Company	563,627,928	559,321,434	99.24%	4,306,494	0.76%

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 4 Re-election of Mr Shane Francis Kimpton as a Director of the Company	563,627,928	599,384,434	99.25%	4,243,494	0.75%
Resolution 5 Approval of Directors' fees amounting up to S\$500,000 for the year ending 30 June 2018, to be paid quarterly in arrears	434,590,614	306,881,794	70.61%	127,708,820	29.39%
Resolution 5(i) Re-appointment of Messrs KPMG LLP as Auditors of the Company and to authorise the Directors to fix their remuneration	563,567,928	559,354,434	99.25%	4,213,494	0.75%
Special Business					
Resolution 6 Authority to issue new shares	563,627,928	557,529,434	98.92%	6,098,494	1.08%
Resolution 7 Renewal of the interested person transactions mandate	290,806,192	286,210,698	98.42%	4,595,494	1.58%

Details of parties who are required to abstain from voting on any resolution(s)

Ezion Holdings Limited, which has a direct interest in an aggregate of 272,821,736 shares, had abstained from voting on Resolution 7.

Name of firm appointed as Scrutineer

Ardent Business Advisory Pte Ltd was appointed as Scrutineer for the conduct of poll at the AGM.

By Order of the Board

Eng Chiaw Koon
Managing Director
26 October 2017