

22 November 2016

Results of Annual General Meeting

Notice is hereby given, in accordance with Listing Rule 3.13.2 and Corporations Law Section 251AA(2) that at the Annual General Meeting (“AGM”) of the Company held today that the resolutions as set out below were passed by a show of hands without amendment.

Resolution 1 (Advisory Resolution)

“That, the Remuneration Report for the year ended 30 June 2016 (as set out on pages 19 to 25 of the Directors’ Report) is adopted.”

Resolution 2 (Ordinary Resolution)

“That Darryl Somerville, who retires in accordance with Rule 38.1 of the Company’s Constitution and, being eligible, offers himself for re-election, be re-elected as a Director.”

Resolution 3 (Ordinary Resolution)

“That in accordance with the provisions of ASX Listing Rule 10.11 and for all other purposes, the Company be authorised to issue 3,667,825 fully paid ordinary shares at an issue price of \$0.28 per share to Wayburn Holdings Pty Ltd ACN 009 320 852 (an entity associated with Vernon Wills, Executive Director of the Company) (**Wayburn Placement Shares**) to raise a total of \$1,026,991, being part of the placement announced on 19 November 2015.”

Resolution 4 (Ordinary Resolution)

“That in accordance with the provisions of ASX Listing Rule 10.11 and for all other purposes, the Company be authorised to issue 357,143 fully paid ordinary shares at an issue price of \$0.28 per share to Darryl Somerville (or nominee), the Chairman of the Company) (**Somerville Placement Shares**) to raise a total of \$100,000, being part of the placement announced on 19 November 2015.”

Resolution 5 (Ordinary Resolution)

“That in accordance with the provisions of ASX Listing Rule 10.11 and for all other purposes, the Company be authorised to issue 357,143 fully paid ordinary shares at an issue price of \$0.28 per share to Joseph Ganim (or nominee) a non-executive Director of the Company (**Ganim Placement Shares**) to raise a total of \$100,000, being part of the placement announced on 19 November 2015.”

Resolution 6 (Ordinary Resolution)

“That in accordance with Listing Rule 10.14 of the Official Listing Rules, and for all other purposes, the Company be authorised to issue 200,000 fully paid ordinary shares to Blake Wills, being a related party and employee of the Company, or his nominee in accordance with the terms of the Site Group International Limited Employee Share Plan and otherwise on the terms set out in the Explanatory Memorandum.”

Resolution 7 (Ordinary Resolution)

“That in accordance with Listing Rule 10.14 of the Official Listing Rules, and for all other purposes, the Company be authorised to issue 200,000 fully paid ordinary shares to Jamie Wills, being a related party and employee of the Company, or his nominee in accordance with the terms of the Site Group International Limited Employee Share Plan and otherwise on the terms set out in the Explanatory Memorandum.”

Resolution 8 (Special Resolution)

“That, pursuant to and in accordance with ASX Listing Rule 7.1A, and for all other purposes, the Shareholders approve the issue of Equity Securities of up to 10% of the issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2, over a 12 month period from the date of the Meeting, at a price not less than that determined pursuant to Listing Rule 7.1A.3 and otherwise on the terms and conditions in the Explanatory Memorandum (**Placement Securities**).”

Resolution 9 (Special Resolution)

“That in accordance with section 648G of the Corporations Act and Rule 75 of the Company’s Constitution, the proportional takeover approval provisions in the Company’s Constitution be renewed with immediate effect from this Resolution 9 being passed.”

In respect of the resolutions, the total number of proxy votes exercisable by all proxies validly appointed and the total number of proxy votes in respect of which the appointments specified that:

- I. The proxy was to vote for the resolution; and
- II. The proxy was to vote against the resolution; and
- III. The proxy was able to vote at the proxy’s discretion; and
- IV. The proxy abstained from voting

are set out below:

Resolution	For	Against	Discretion	Abstain	Total
1	117,799,986	1,383,684	3,206,167	107,835,476	230,225,313
2	226,431,646	566,000	3,227,667	-	230,225,313
3	126,257,127	1,336,857	3,227,667	99,403,662	230,225,313
4	225,647,549	1,342,097	3,227,667	8,000	230,225,313
5	217,207,735	1,342,097	3,227,667	8,447,814	230,225,313
6	117,817,313	1,346,857	3,217,667	107,843,476	230,225,313
7	126,272,127	1,331,857	3,217,667	99,403,662	230,225,313
8	225,644,679	1,352,967	3,227,667	-	230,225,313
9	225,720,702	1,276,944	3,227,667	-	230,225,313

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Media and Investors

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