

15 September 2017

Results of Extraordinary General Meeting

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

Resolution 1 (Ordinary Resolution)

"That in accordance with the provisions of ASX Listing Rule 7.4 and for all other purposes, the Shareholders ratify the previous issue of 43,389,000 fully paid ordinary shares in the Company for a consideration of \$1,735,560 (representing an issue price of \$0.04 per share) (**Placement Shares**) to investors that fall within the exemptions specified in subsections 708(8) or (11) of the Corporations Act 2001 (Cth)."

Resolution 2 (Ordinary Resolution)

"That in accordance with the provisions of ASX Listing Rule 7.4 and for all other purposes, the Shareholders ratify the previous issue of 2,000,000 fully paid ordinary shares in the Company (at an issue price of \$0.04 per share) (**Claymore Shares**) in part payment of the fee of \$80,000 to Claymore Capital Pty Ltd in relation to the Placement."

Resolution 3 (Ordinary Resolution)

"That for the purposes of ASX Listing Rule 7.4 and for all other purposes, the Shareholders ratify the previous issue of 17,500,000 fully paid ordinary shares at an issue price of \$0.04 (**Conversion Shares**) to various unrelated finance providers as described in the Explanatory Memorandum (**Conversion Recipients**)."

Resolution 4 (Ordinary Resolution)

"That for the purpose of Chapter 2E of the Corporations Act 2001 (Cth) and ASX Listing Rule 10.11 and for all other purposes, the Company be authorised to issue 1,250,000 fully paid ordinary shares in the Company at an issue price of \$0.04 per share to Stuart Andrew Pty Ltd (being an entity controlled by Peter Jones, a non-executive Director of the Company) (**Jones Placement Shares**) to raise a total of \$50,000 and to enable Stuart Andrew Pty Ltd to participate in the placement announced on 15 June 2017."

Resolution 5 (Ordinary Resolution)

"That for the purposes of Chapter 2E of the Corporations Act 2001 (Cth) and ASX Listing Rule 10.11 and for all other purposes, the Company be authorised to issue 10,000,000 fully paid ordinary shares in the Company at an issue price of \$0.04 per share to Stuart Andrew Pty Ltd (being an entity controlled by Peter Jones, a non-executive Director of the Company) (**Jones Conversion Shares**), pursuant to the Conversion Deed between Stuart Andrew Pty Ltd and the Company."

Resolution 6 (Ordinary Resolution)

"That for the purposes of Chapter 2E of the Corporations Act 2001 (Cth) and ASX Listing Rule 10.11 and for all other purposes, the Company be authorised to issue 1,492,218 fully paid ordinary shares in the Company at an issue price of \$0.04 per share to Ganbros Pty Ltd (being an entity controlled by Joseph Ganim, a non-executive Director of the Company) (**Ganim Conversion Shares**), pursuant to the Conversion Deed between Ganbros Pty Ltd and the Company."

Resolution 7 (Ordinary Resolution)

“That for the purposes of Chapter 2E of the Corporations Act 2001 (Cth) and ASX Listing Rule 10.11 and for all other purposes, the Company be authorised to issue 1,722,988 fully paid ordinary shares in the Company at an issue price of \$0.04 per share to DCEC Pty Ltd (being an entity controlled by Darryl Somerville, a non-executive Director of the Company) (**Somerville Conversion Shares**), pursuant to the Conversion Deed between DCEC Pty Ltd and the Company.”

Resolution 8 (Ordinary Resolution)

“That for the purposes of Chapter 2E of the Corporations Act 2001 (Cth) and ASX Listing Rule 10.11 and for all other purposes, the Company be authorised to issue 8,371,325 fully paid ordinary shares in the Company at an issue price of \$0.04 per share to Nicasio Alcantara (being a non-executive Director of the Company) (**Alcantara Conversion Shares**), pursuant to the Conversion Deed between Nicasio Alcantara and the Company.”

Resolution 9 (Ordinary Resolution)

“That for the purposes of Chapter 2E of the Corporations Act 2001 (Cth) and ASX Listing Rule 10.11 and for all other purposes, the Company be authorised to issue 18,750,000 fully paid ordinary shares in the Company at an issue price of \$0.04 per share to Wayburn Holdings Pty Ltd (being an entity controlled by Vernon Wills, an executive Director of the Company) (**Wayburn Conversion Shares**), pursuant to the Conversion Deed between Wayburn Holdings Pty Ltd and the Company.”

Resolution 10 (Ordinary Resolution)

“That in accordance with the provisions of ASX Listing Rule 7.1, and for all other purposes, the Company is authorised to issue pursuant to the share purchase plan (**SPP**) announced to the market on 25 July 2017 up to a maximum of 62,500,000 fully paid ordinary shares at an issue price of \$0.04 per Share (**SPP Shares**) to:

- a) Eligible Shareholders;
 - b) Claymore Capital Pty Ltd as the Underwriter or sub-underwriters nominated by the Underwriter; and
 - c) in respect of any shortfall in the SPP to sophisticated or professional investors,
- in accordance with the terms and conditions set out in the Explanatory Memorandum.”

Resolution 11 (Ordinary Resolution)

“That in accordance with the provisions of Part 2E of the Corporations Act 2001 (Cth), and for all other purposes, the Company is authorised to issue up to 375,000 fully paid ordinary shares at an issue price of \$0.04 per Share (**Related Party SPP Shares**) to each Director (or their associated entity), pursuant to the SPP announced to the market on 25 July 2017 and in accordance with the terms and conditions set out in the Explanatory Memorandum.”

Resolution 12 (Ordinary Resolution)

“That in accordance with the provisions of ASX Listing Rule 10.11, and for all other purposes, the Company is authorised to issue up to 3,750,000 fully paid ordinary shares at an issue price of \$0.04 per Share to Wayburn Holdings Pty Ltd (being an entity controlled by Vernon Wills, a Director of the Company) (**Wills Underwritten SPP Shares**) under the share purchase plan (**SPP**) announced to the market on 25 July 2017 pursuant to a sub-underwriting arrangement between Wayburn Holdings Pty Ltd and the Underwriter and in accordance with the terms and conditions set out in the Explanatory Memorandum.”

Resolution 13 (Ordinary Resolution)

“That in accordance with the provisions of ASX Listing Rule 10.11, and for all other purposes, the Company is authorised to issue up to 3,750,000 fully paid ordinary shares at an issue price of \$0.04 per Share to Stuart Andrew Pty Ltd (being an entity controlled by Peter Jones, a Director of the Company) (**Jones Underwritten SPP Shares**) under the share purchase plan (**SPP**) announced to the market on 25 July 2017 pursuant to a sub-underwriting arrangement between Stuart Andrew Pty Ltd and the Underwriter and in accordance with the terms and conditions set out in the Explanatory Memorandum.”

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	131,372,113	114,646	625,667	7,785,372	139,897,798
2	139,157,485	114,646	4,659,167	-	143,931,298
3	131,372,113	114,646	4,659,167	7,785,372	143,931,298
4	130,585,299	901,460	4,659,167	2,656,493	138,802,419
5	130,585,299	901,460	4,659,167	2,656,493	138,802,419
6	129,346,776	901,460	625,667	-	130,873,903
7	129,346,776	901,460	625,667	-	130,873,903
8	138,370,671	901,460	625,667	-	139,897,798
9	138,354,931	901,460	4,674,907	-	143,931,298
10	133,241,792	901,460	4,659,167	-	138,802,419
11	130,460,299	901,460	4,659,167	2,781,493	138,802,419
12	138,370,671	901,460	4,659,167	-	143,931,298
13	130,585,299	901,460	4,659,167	2,656,493	138,802,419

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About Site

Site Group International Limited ("Site") operates several businesses specialising in the delivery of education, training and labour services. Services are delivered to government, corporate and individual clients, predominately operating in energy, mining, construction, oil and gas and industrial sectors.

Site Group International Limited is an emerging company with a strategic business model pursuing earnings-accretive growth based on previous acquisitions along with organic growth.

Wild Geese International

Site operate a Perth based specialist Oil and Gas Competency Development and Design consultancy business unit, out of Perth, and had been operating for ~15 years prior to joining Site.

An Australian Registered Training Organisation, Wild Geese have integrated in to Site's broader national and international service capability.

Site Skills Training

An Australian Registered Training Organisation, Site Skills Training delivers Accredited and Non-Accredited High Risk Licence, Health and Safety and industry programs extensively throughout Australia and internationally. Site deliver ~25,000 short course programs in Australia each year including delivery of Apprenticeships and Traineeships, and VET in Schools programs.

Site Institute

Site Institute is an Australian Registered Training Organisation and International CRICOS education provider. Site Institute has students studying in Australia from countries including Argentina, Brazil, Chile, Colombia, Mexico, Peru and South Korea, with additional networks being established in other countries.

Site Online

Site established an online learning, learning software and platform development business. Site Online services and hosts Site's learning, student and competency management systems across its businesses, develops online learning programs, and converts existing learning content in to online programs.

Site Online is also established to service requirements of clients including those of other business units.

Site Group International Pte Ltd

The Site Group International business division builds immersive training environments for the purposes of undertaking competency development, specifically the Engineering, Procurement, Construction and Commissioning of Safe Live Process Plant environments.

SGL is based in Singapore and Malaysia and services predominately oil and gas industry clients throughout the world, utilising industry best practice and international standards for the development of competency frameworks and implementation of training programs.

TESOL Asia

TESOL Asia is a training and industry focussed organisation for Teachers in the English as a Second Language (ESL) sector. It provides access to training, consulting, industry conferences and academic journals around the world.

Teaching English to Speakers of Other Languages (TESOL) focusses on bringing English language acquisition academics together with professional teachers to support and develop the industry globally.