

20 November 2017

Company Announcements Office  
Australian Securities Exchange

## **Xref Limited Annual General Meeting**

We advise that the Resolutions, as set out below and put to the above Meeting on 20 November 2017, which commenced at 4:30pm, were carried on a show of hands.

### **Ordinary Business**

#### **Resolution 1 – To Elect a Director – Mr Timothy Griffiths**

That, for the purposes of Article 10.2 of the Company's Constitution, ASX Listing Rule 14.4 and for all other purposes, Mr Timothy Griffiths, who retires by rotation as a Director and, being eligible, offers himself for re-election, be elected a Director of Xref.

#### **Resolution 2 – To Adopt the Remuneration Report**

That the Company's Remuneration Report for the financial year ended 30 June 2017, as set out in the Directors' Report in the Xref 2017 Annual Report, be adopted.

### **Special Business**

#### **Resolution 3 – To Ratify the Previous Issue of 663,109 Shares under the Placement**

That, for the purposes of ASX Listing Rules 7.1 and 7.4, and for all other purposes, the issue by way of the placement of 663,109 fully paid ordinary shares in the capital of Xref, at A\$0.60 per share, which raised A\$397,865, as detailed in the ASX announcement dated 8 August 2017, and as set out in the Explanatory Notes, be hereby approved.

#### **Resolution 4 – To Approve a 10% Placement Facility**

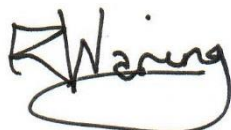
That, pursuant to, and in accordance with, ASX Listing Rule 7.1A and for all other purposes, Shareholders approve the issue of Equity Securities of up to 10% of the issued capital of the Company (at the time of the issue) calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2, and on the terms and conditions set out in the Explanatory Notes.

Resolution 4 was a Special Resolution and therefore required approval of at least 75% of the votes cast by Shareholders entitled to vote (in person, by proxy, by attorney or, in the case of a corporate shareholder, by a corporate representative) on the Resolution.

In respect of each Resolution on the Notice of Meeting, the total number of proxy votes exercisable by all proxies validly appointed was:

Resolution	For	Against	Abstain	Excluded	Discretion
1	93,076,123	-	-	-	43,210
2	26,323,472	83,121	203,054	66,466,476	43,210
3	72,485,477	12,463	-	22,351,012	43,210
4	88,096,383	4,779,186	200,554	-	43,210

**Xref Limited**



**Robert J Waring**  
Company Secretary