

Greencross Limited

The Pet Company

SCHEME MEETING

6 FEBRUARY 2019



Stuart James

THAT, PURSUANT TO AND IN ACCORDANCE WITH SECTION 411 OF THE CORPORATIONS ACT, THE PROPOSED SCHEME OF ARRANGEMENT BETWEEN GREENCROSS AND THE HOLDERS OF ITS FULLY PAID ORDINARY SHARES, THE TERMS OF WHICH ARE CONTAINED AND MORE PARTICULARLY DESCRIBED IN THE SCHEME BOOKLET OF WHICH THIS NOTICE OF SCHEME MEETING FORMS PART, IS APPROVED (WITH OR WITHOUT MODIFICATION AS APPROVED BY THE FEDERAL COURT OF AUSTRALIA).

Proxy Results

Proxies:

The following proxies have been received:

	Votes received	% of votes received (excluding abstentions)	Number of shareholders	% of shareholders (excluding abstentions)
• For ¹	86,649,104	98.81%	1,061	80.81%
• Open/Undirected (Chairman) ²	692,728	0.79%	122	9.29%
• Open/Undirected (Other)	67,927	0.08%	18	1.37%
• Against	281,853	0.32%	112	8.53%
• Abstain ³	52,635	N/A	12	N/A

1. Including proxies received in relation to 3,933,924 shares held by Prebest Pty Limited and Swaus Pty Limited, being entities controlled by Jeff David.
2. The Chairman intends to vote his open/undirected proxies in favour of the resolution.
3. Votes relating to a shareholder who abstains from voting are not counted in determining whether the requisite majorities of votes were cast for or against the resolution.
4. Please note, a substantial shareholder of Greencross has today advised that it may change its “For” vote in respect of some or all of its approximately 13.5 million shares. This is unlikely to affect the achievement of the 75% by value requirement for the scheme, based on proxies received.