



ASX Announcement
MNF Group Limited (ASX: MNF)
7 March 2019

RESULTS OF GENERAL MEETING

The results of the resolution passed at the General Meeting of MNF Group Limited held on 7 March 2019 are provided in accordance with ASX Listing Rule 3.13.2 and section 251AA (2) of the Corporations Act 2001 (Cth). The resolution was passed as special resolution and on the requisite show of hands.

Resolution 1: Financial Assistance

“That

- (1) in accordance with, and for the purpose of section 260B(2) of the Corporations Act 2001 (Cth), approval is given to the giving of what may be regarded as financial assistance by each of the following wholly-owned subsidiaries of the Company:
 - a. Telcoinabox Operations Pty Limited ACN 162 159 935;*
 - b. iVox Pty Ltd ACN 108 182 421;*
 - c. Neural Networks Technology Services Pty Ltd ACN 600 304 096;*
 - d. Mobile Service Solutions Pty Limited ACN 606 336 832; and*
 - e. Symmetry Networks Pty Ltd ACN 166 679 894*(each an **Inabox Target**) for the purpose of, or in connection with, the acquisition of shares in each Inabox Target by the Company, the details of which are set out in the accompanying Explanatory Memorandum;*
- (2) further documents in addition to those mentioned in the Explanatory Memorandum may be required or desirable for the purposes of the transactions contemplated in the Explanatory Memorandum and the shareholders approve the entry into and giving effect to such documents;*
- (3) approval be given to the proposed actions of the directors and the Company in doing all things necessary to give effect to the transactions contemplated in the Explanatory Memorandum which assist the acquisition by the Company of all the issued shares in each Inabox Target and any other transaction contemplated in the Explanatory Memorandum; and*
- (4) any director or secretary be directed to lodge with the Australian Securities and Investments Commission a notice of these resolutions and note the Company’s records accordingly.”*

| | |
|---------|--------|
| For* | 99.90% |
| Against | 00.10% |

The voting position is attached.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Catherine Ly'.

Catherine Ly
Company Secretary

*Includes available proxies cast by the Chairman of the meeting.

EXTRAORDINARY GENERAL MEETING
Thursday, 7 March, 2019

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

| Resolution | Manner in which the securityholder directed the proxy vote (as at proxy close): | | | Manner in which votes were cast in person or by proxy on a poll (where applicable) | | | |
|------------------------|--|---------------|---------------------|--|---------------------------|---------------------------|---------------------------|
| | Votes For | Votes Against | Votes Discretionary | Votes Abstain | For | Against | Abstain ** |
| 1 FINANCIAL ASSISTANCE | 50,692,684 | 52,100 | 452,462 | 28,386 | Passed on a show of hands | Passed on a show of hands | Passed on a show of hands |

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item