

ASX ANNOUNCEMENT - KPG

Friday 29 November 2019

Results of the Annual General Meeting held on 29 November 2019

We advise that :

(a) A summary of valid and eligible proxies received for the above meeting was as follows:

| Resolutions | Votes For | Votes Against | Votes Ab- staining | Votes Excluded/ Invalid | Undirected Votes Valid | Total |
|---|--------------|------------------|-----------------------|-------------------------------|------------------------------|------------|
| Resolution 1 Non-Binding Ordinary Adoption of the Remuner- ation Report | 3,198,371 | 119,379 | 0 | 23,754,822 | 11,000 | 27,083,572 |
| Resolution 2 Ordinary Re-election of Director – Mr Ryan Macnamee | 26,732,724 | 13,450 | 326,398 | 0 | 11,000 | 27,083,572 |
| Resolution 3 Ordinary Re-election of Director – Ms Ada Poon | 27,040,737 | 16,835 | 0 | 0 | 26,000 | 27,083,572 |
| Resolution 4 Ordinary Remuneration of Non-Ex- ecutive Directors | 3,300,915 | 16,835 | 23,754,822 | 0 | 11,000 | 27,083,572 |

* there were no invalid votes.

- ** included in the "votes excluded / no instruction" column in the table above were 0 votes where the nominee registered shareholder had not received instructions from the beneficial shareholder. The votes in this column are votes unable to be cast due to voting restrictions as outlined in the Notice of Meeting.
- *** all 'undirected votes' except for 11,000 votes (per resolution) were cast with the Chair as proxy, which as outlined in the Notice of Meeting would be voted <u>FOR</u> all resolutions.

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(b) The following ordinary resolutions were passed without resort to a poll at the Annual General Meeting of Kelly Partners Group Holdings Limited on Friday 29 November 2019.

Resolution 1 – Adoption of Remuneration Report

The motion was carried on a show of hands and for the record the show of hands and proxy position were in excess of 75% in favour of the resolution.

Resolution 2 – Re-election of Director - Mr Ryan Macnamee

The motion was carried on a show of hands.

Resolution 3 – Re-election of Director – Ms Ada Poon

The motion was carried on a show of hands.

Resolution 4 – Remuneration of Non-Executive Directors

The motion was carried on a show of hands.

Yours Sincerely

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DAVID FRANKS Company Secretary Kelly Partners Group Holdings Limited