

17 November 2016

Market Announcements Office  
Australian Securities Exchange Limited  
Exchange Centre  
Level 4, 20 Bridge Street  
Sydney NSW 2000

Pursuant to Listing Rule 3.13.2, we confirm that all resolutions put to the general meeting of shareholders today were duly passed.

The following information is provided in accordance with S251AA of the Corporations Act:

Resolution 2(a) – Re-election of Graham W Burke

VRL confirms that the resolution for the re-election of Graham W Burke was put to a poll for which the following votes were cast:

For:	122,988,568	99.00%
Against:	1,237,494	1.00%
Abstain:	63,695	

In respect to resolution 2(a), the total number of votes exercisable by all validly appointed proxies was:

Votes where the proxy was directed to vote 'for' the resolution	118,759,981
Votes where the proxy was directed to vote 'against' the resolution	1,237,494
Votes where the proxy may exercise a discretion how to vote	439,198

In addition, the number of votes where the proxy was directed to abstain from voting on the resolution was	63,695
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Resolution 2(b) – Re-election for David Evans

VRL confirms that the resolution for the re-election of David Evans was put to a poll for which the following votes were cast:

For:	123,927,662	99.76%
Against:	297,400	0.24%
Abstain:	64,695	

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In respect to resolution 2(b), the total number of votes exercisable by all validly appointed proxies and voted was:

Votes where the proxy was directed to vote 'for' the resolution	119,696,815
Votes where the proxy was directed to vote 'against' the resolution	297,400
Votes where the proxy may exercise a discretion how to vote	441,458

In addition, the number of votes where the proxy was directed to abstain from voting on the resolution was	64,695
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Resolution 2(c) – Election of Jennifer Fox Gambrell

VRL confirms that the resolution for the election of Jennifer Fox Gambrell was put to a poll for which the following votes were cast:

For:	120,044,097	96.66%
Against:	4,151,975	3.34%
Abstain:	84,695	

In respect to resolution 2(c), the total number of votes exercisable by all validly appointed proxies was:

Votes where the proxy was directed to vote 'for' the resolution	115,811,690
Votes where the proxy was directed to vote 'against' the resolution	4,151,975
Votes where the proxy may exercise a discretion how to vote	443,018

In addition, the number of votes where the proxy was directed to abstain from voting on the resolution was	84,695
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Resolution 3 – Adoption of the Remuneration Report

Note- the vote on this resolution is advisory only and does not bind the Directors or the Company.

VRL confirms that the resolution for the adoption of the Remuneration Report was put to a poll for which the following votes were cast:

For:	43,937,871	83.61%
Against:	8,611,202	16.39%
Abstain:	66,029,679	

In respect to resolution 3, the total number of votes exercisable by all validly appointed proxies was:

Votes where the proxy was directed to vote 'for' the resolution	43,281,448
Votes where the proxy was directed to vote 'against' the resolution	8,548,194
Votes where the proxy may exercise a discretion how to vote	428,098

In addition, the number of votes where the proxy was directed to abstain from voting on the resolution was 66,029,679

Resolution 4 – Renewal of Non-executive Directors' Share Plan

VRL confirms that the resolution for the renewal of the Non-executive Directors' Share Plan was put to a poll for which the following votes were cast:

For:	121,317,233	99.49%
Against:	615,770	0.51%
Abstain:	61,058	

In respect to resolution 4, the total number of votes exercisable by all validly appointed proxies was:

Votes where the proxy was directed to vote 'for' the resolution	119,372,675
Votes where the proxy was directed to vote 'against' the resolution	615,770
Votes where the proxy may exercise a discretion how to vote	450,865

In addition, the number of votes where the proxy was directed to abstain from voting on the resolution was 61,058

Resolution 5(a) – Issue of Shares to the Finance Director

VRL confirms that the resolution for the issue of shares to the Finance Director was put to a poll for which the following votes were cast:

For:	122,537,461	99.27%
Against:	899,138	0.73%
Abstain:	150,798	

In respect to resolution 5(a), the total number of votes exercisable by all validly appointed proxies was:

Votes where the proxy was directed to vote 'for' the resolution	119,074,792
Votes where the proxy was directed to vote 'against' the resolution	899,138
Votes where the proxy may exercise a discretion how to vote	430,648

In addition, the number of votes where the proxy was directed to abstain from voting on the resolution was 95,790

Resolution 5(b) – Financial Assistance to Finance Director

VRL confirms that the resolution for the provision of financial assistance to the Finance Director to acquire shares was put to a poll for which the following votes were cast:

For:	121,120,045	98.12%
Against:	2,315,897	1.88%
Abstain:	151,455	

In respect to resolution 5(b), the total number of votes exercisable by all validly appointed proxies was:

Votes where the proxy was directed to vote 'for' the resolution	117,649,926
Votes where the proxy was directed to vote 'against' the resolution	2,315,897
Votes where the proxy may exercise a discretion how to vote	436,598
In addition, the number of votes where the proxy was directed to abstain from voting on the resolution was	97,947

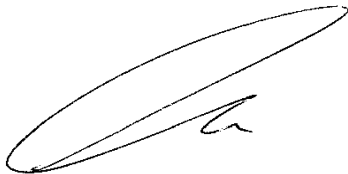
Resolution 6 – Holding a Spill Meeting

VRL confirms that as less than 25% of the eligible votes were cast against Resolution 3, the conditional Resolution 6, in accordance with section 250V of the Corporations Act, was not required.

In respect to resolution 6, the total number of votes exercisable by all validly appointed proxies was:

Votes where the proxy was directed to vote 'for' the resolution	8,724,647
Votes where the proxy was directed to vote 'against' the resolution	108,938,374
Votes where the proxy may exercise a discretion how to vote	461,023
In addition, the number of votes where the proxy was directed to abstain from voting on the resolution was	161,459

Yours sincerely



Shaun Driscoll  
Group Company Secretary

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