IOOF Holdings Ltd ABN 49 100 103 722 Level 6, 161 Collins Street Melbourne VIC 3000 GPO Box 264 Melbourne VIC 3001 Phone 13 13 69 www.ioof.com.au



23 November 2017

2017 Annual General Meeting - Results of Meeting

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, details of the resolutions and the proxies received in respect of each resolution are set out in the attached proxy summary.

-ENDS-

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About IOOF Holdings Limited

IOOF has been helping Australians secure their financial future since 1846. During that time, we have grown substantially to become one of the largest groups in the financial services industry.

IOOF provides advisers and their clients with the following services:

- Financial Advice and Distribution services via our extensive network of financial advisers and stockbrokers;
- Platform Management and Administration for advisers, their clients and hundreds of employers in Australia;
- Investment Management products that are designed to suit any investor's needs; and
- Trustee Services including compensation trusts, estate planning and corporate trust services.

Further information about IOOF can be found at www.ioof.com.au

DISCLOSURE OF MEETING PROXY VOTES

Annual General Meeting-Thursday, 23 November 2017

| | | | Proxy Votes in respect of which appointment specifies * | | | | Poll Results (if applicable) | | |
|--|---|--|---|----------------------|------------------------|-----------|------------------------------|----------------------|-----------|
| Resolution | Decided by Show of Hands (S) or Poll (P) | Total Number of Proxy Votes exercisable by proxies validly appointed | FOR | AGAINST | PROXY'S DISCRETION | ABSTAIN | FOR | AGAINST | ABSTAIN |
| 2a. To re-elect Mr George Venardos as a Director | Р | 189,653,478 | 157,531,186 (83.06%) | 807,460 (0.43%) | 31,314,832 (16.51%) | 237,675 | 192,250,749 (99.58%) | 807,460 (0.42%) | 237,675 |
| 2b. To re-elect Ms Jane Harvey as a Director | Р | 189,609,611 | 154,261,136 (81.36%) | 4,033,501 (2.13%) | 31,314,974 (16.52%) | 281,542 | 188,980,841 (97.91%) | 4,033,501 (2.09%) | 281,542 |
| 3. Remuneration Report | Р | 188,372,062 | 149,185,640 (79.20%) | 7,900,038 (4.19%) | 31,286,384 (16.61%) | 1,153,680 | 180,542,693 (95.81%) | 7,901,442 (4.19%) | 1,153,680 |
| Grant of Performance Rights to the Managing Director | Р | 188,785,832 | 153,815,734 (81.48%) | 3,707,374 (1.96%) | 31,262,724 (16.56%) | 739,910 | 185,245,981 (98.04%) | 3,708,778 (1.96%) | 739,910 |
| 5. Ratification of Prior Issue of Shares | Р | 43,874,939 | 10,962,370 (24.99%) | 1,601,297 (3.65%) | 31,311,272 (71.36%) | 468,708 | 45,667,491 (96.61%) | 1,601,297 (3.39%) | 479,590 |

^{*} The Proxy Votes do not include any votes that were revoked at the meeting.