



RESULTS OF SCHEME MEETING

8 November 2019

Wellcom Group Limited (**Wellcom**) (ASX:WLL) is pleased to announce that Wellcom shareholders today voted in favour of the scheme of arrangement (**Scheme**) for the proposed acquisition of all of the issued share capital in Wellcom (except for shares held by SIDCOM Pty Ltd) by Innocean Worldwide Inc (**Innocean**) (KRX: 214320).

Scheme Meeting voting results

The Scheme resolution, as set out in Wellcom's explanatory booklet dated 7 October 2019 (**Explanatory Booklet**), was passed by the requisite majorities of Scheme shareholders as noted in the table below.

		In favour	Against	Abstain ¹	Discretionary	Total
Votes cast	By proxy	25,697,485 (98.07%)	51,365 (0.20%)	560	287,377 (1.10%)	26,036,227 (100%)
	All votes (including proxy)	25,959,667 (99.46%)	141,680 (0.54%)	560	-	26,101,347 (100%)
Number of shareholders	Present and voting in person, by proxy, corporate representative or attorney)	198 (93.84%)	13 (6.16%)	1	-	211 (100%)

Next steps

Wellcom will apply to the Federal Court of Australia (**Court**) for approval of the Scheme and will make a further announcement after the Court has considered Wellcom's application.

Indicative Timetable (Subject to Court approval)

Description	Date ²
Second Court Hearing	Wednesday, 13 November 2019
Effective Date of the Scheme	Thursday, 14 November 2019
Suspension of trading in Wellcom shares on ASX	4.00pm on Thursday, 14 November 2019
Scheme Record Date	7.00pm on Thursday, 21 November 2019
Implementation Date	Wednesday, 27 November 2019

¹ Abstain figures are for noting purposes only.

² All dates and times are indicative only. Any changes to the timetable (which may include earlier or later date for the Second Court Date) will be announced through ASX

If the Court approves the Scheme at the Second Court Hearing, Wellcom proposes to lodge an office copy of the orders of the Court with the Australian Securities and Investments Commission on Thursday, 14 November 2019, at which time the Scheme will become effective.

If the Scheme becomes effective, on the Implementation Date Scheme shareholders will receive **\$6.70** for each Wellcom share that they hold as at the Scheme Record Date.

Payment of dividends

As previously announced, the ordinary dividend of \$0.11 per Wellcom share and the special dividend of \$0.10 per Wellcom share will be paid on the Implementation Date to Wellcom shareholders on the share register as at 7.00pm on 6 November 2019.

Further information

For further information about the Scheme, please call the Wellcom Shareholder information line on 1800 817 266 Monday to Friday between 9.00am and 5.00pm (Melbourne time), excluding public holidays.

For further information contact:

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