



29 November 2023

Results of Meeting

GWR Group Ltd (**ASX:GWR**) ("**GWR Group**" or "the **Company**") advises that, in accordance with Listing Rule 3.13.2 and Section 251AA of the Corporations Act, details of the resolutions, proxies received and votes cast for the meeting held today are set out in the attached summary.

All resolutions put to shareholders at today's Annual General Meeting were passed by the requisite majority.

This ASX announcement was authorised for release by Gary Lyons, Chairman of GWR Group Limited.

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Disclosure of Proxy Votes

GWR Group Limited

Annual General Meeting

Wednesday, 29 November 2023



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In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)			Results
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
1 Remuneration Report	P	11,443,229	10,955,861 95.74%	347,128 3.03%	156,000	140,240 1.23%	11,196,101 96.99%	347,128 3.01%	156,000	-
2 Re-election of Mr Michael Wilson as director	P	137,707,622	136,869,213 99.39%	686,169 0.50%	144,000	152,240 0.11%	142,729,248 99.52%	686,169 0.48%	144,000	Passed
3 Re-election of Mr Teck Siong Wong as director	P	137,751,622	136,868,951 99.36%	730,169 0.53%	100,000	152,502 0.11%	142,729,248 99.49%	730,169 0.51%	100,000	Passed
4 Re-election of Mr Wai Ho Law as director	P	137,707,622	136,868,951 99.39%	686,169 0.50%	144,000	152,502 0.11%	142,729,248 99.52%	686,169 0.48%	144,000	Passed
5 GWR Group Limited Employee Incentive Plan	P	11,944,229	10,834,128 90.71%	954,861 7.99%	130,000	155,240 1.30%	11,089,368 92.07%	954,861 7.93%	130,000	Passed
6 Issue of Performance Rights to Gary Lyons under the Plan	P	11,974,229	10,796,085 90.16%	1,022,904 8.54%	6,376,408	155,240 1.30%	11,051,325 91.53%	1,022,904 8.47%	6,376,408	Passed
7 Issue of Performance Rights to Teck Siong Wong under the Plan	P	11,974,229	10,796,085 90.16%	1,022,904 8.54%	100,000	155,240 1.30%	11,051,325 91.53%	1,022,904 8.47%	100,000	Passed
8 Issue of Performance Rights to Michael Wilson under the Plan	P	11,930,229	10,796,085 90.49%	978,904 8.21%	144,000	155,240 1.30%	11,051,325 91.86%	978,904 8.14%	5,751,795	Passed



Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)			Results
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN	OUTCOME
9 Issue of Performance Rights to Wai Ho Law under the Plan	P	11,930,229	10,796,085 90.49%	978,904 8.21%	144,000	155,240 1.30%	11,051,325 91.86%	978,904 8.14%	144,000	Passed
10 Approval of 10% Placement Facility	P	137,677,622	136,684,566 99.28%	837,816 0.61%	174,000	155,240 0.11%	142,547,601 99.42%	837,816 0.58%	174,000	Passed
11 Renewal of Proportional Takeover Provisions	P	137,667,622	136,868,184 99.42%	647,198 0.47%	184,000	152,240 0.11%	142,728,219 99.55%	647,198 0.45%	184,000	Passed

