



HILLCREST LITIGATION SERVICES LIMITED

8 December 2016

ASX ANNOUNCEMENT

RESULTS OF ANNUAL GENERAL MEETING

In accordance with Listing Rule 3.13.2, Hillcrest Litigation Services Limited (ASX Code: HLS) (Company) advises that the resolutions contained in the Notice of Annual General Meeting dated 8 November 2016 were passed by the requisite majority of security holders. All resolutions were decided on a show of hands.

The information required by section 251AA(2) of the Corporations Act 2001 (Cth) in respect to each resolution passed at the meeting is set out below.

RESOLUTION 1 – ADOPTION OF THE REMUNERATION REPORT

It was resolved as a **non-binding resolution**:

“That, for the purposes of Section 250R(2) of the Corporations Act and for all other purposes, approval is given to the adoption of the Remuneration Report as contained in the Company’s annual financial report for the year ended 30 June 2016.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 2 – RE-ELECTION OF DIRECTOR – MR ALAN VAN NOORT

It was resolved as an **ordinary resolution**:

“That, for the purpose of clause 13.2 of the Constitution and for all other purposes, Mr Alan van Noort, a Director, retires by rotation, and being eligible, is re-elected as a Director.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 3 – CHANGE TO NATURE AND SCALE OF ACTIVITIES

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions, for the purpose of ASX Listing Rule 11.1.2 and for all other purposes, approval is given for the Company:

- (a) to make a significant change in the nature and scale of its activities as described in the Explanatory Statement;*
- (b) to issue Shares at an issue price of \$0.10 per Share;*
- (c) to have Options on issue upon Settlement with an exercise price of not less than \$0.10 per Option.”*

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 4 – DISPOSAL OF MAIN UNDERTAKING

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions, for the purposes of ASX Listing Rule 10.1, ASX Listing Rule 11.2 and for all other purposes, approval is given for the Company to complete the Disposal on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 5 – CONSOLIDATION OF CAPITAL

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of all the Essential Resolutions, pursuant to section 254H of the Corporations Act and for all other purposes, the issued capital of the Company be consolidated on the basis that every 16.6666667 Shares be consolidated into one (1) Share and, where this Consolidation results in a fraction of a Share or an Option being held, the Company be authorised to round that fraction up to the nearest whole Share or Option (as the case may be).”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 6 – ISSUE OF CONSIDERATION SHARES TO BUBS SHAREHOLDERS

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of all the Essential Resolutions, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue 163,400,000 post-Consolidation Shares to the BUBS Shareholders (or their nominees) on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 7 – ISSUE OF SHARES – CAPITAL RAISING

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions, for the purpose of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue 51,500,000 post-Consolidation Shares at \$0.10 per Share to raise \$5,150,000 on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 8 – ISSUE OF OPTIONS TO PAC PARTNERS PTY LTD

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue 5,844,242 post-Consolidation Options to PAC Partners Pty Ltd (or its nominees) on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 9 – ISSUE OF OPTIONS TO NICHOLAS SIMMS

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue 3,578,108 post-Consolidation Options to Nicholas Simms (or his nominees) on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 10 – ISSUE OF SHARES TO RELATED PARTY – ANGUS MIDDLETON

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions, for the purposes of ASX Listing Rule 10.11, section 195(4) of the Corporations Act and for all other purposes, approval is given for the Company to issue 492,750 post-Consolidation Shares to Angus Middleton (or his nominees) on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 11 – ISSUE OF SHARES TO RELATED PARTY – JAY STEPHENSON

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions, for the purposes of ASX Listing Rule 10.11, section 195(4) of the Corporations Act and for all other purposes, approval is given for the Company to issue 410,625 post-Consolidation Shares to Jay Stephenson (or his nominees) on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 12 – ISSUE OF SHARES TO IAN ALLEN

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue 136,875 post-Consolidation Shares to Ian Allen (or his nominees) on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 13 – ISSUE OF SHARES TO WOLFSTAR GROUP PTY LTD

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Company to issue 330,000 post-Consolidation Shares to Wolfstar Group Pty Ltd (or its nominees) on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 14 – ELECTION OF DIRECTOR – MS KRISTY-LEE NEWLAND CARR

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of all the Essential Resolutions and for all purposes, Ms Kristy-Lee Newland Carr, having been nominated and given her consent to act, be elected as a director of the Company with effect from Settlement of the Acquisition.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 15 – ELECTION OF DIRECTOR – MR MATTHEW REYNOLDS

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions and for all purposes, Mr Matthew Reynolds, having been nominated and given his consent to act, be elected as a director of the Company with effect from Settlement of the Acquisition.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 16 – ELECTION OF DIRECTOR – MR DENNIS LIN

It was resolved as an **ordinary resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions and for all purposes, Mr Dennis Lin, having been nominated and given his consent to act, be elected as a director of the Company with effect from Settlement of the Acquisition.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 17 – CHANGE OF COMPANY NAME

It was resolved as a **special resolution**:

“That, subject to and conditional upon the passing of the Essential Resolutions, for the purposes of section 157(1)(a) of the Corporations Act and for all other purposes, approval is given for the name of the Company to be changed to “Bubs Australia Limited”.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 18 – REPLACEMENT OF CONSTITUTION

It was resolved as a **special resolution**:

“That, for the purposes of section 136(2) of the Corporations Act and for all other purposes, approval is given for the Company to repeal its existing Constitution and adopt a new constitution in its place in the form as signed by the chairman of the Meeting for identification purposes.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

RESOLUTION 19 – PARTICIPATION IN CAPITAL RAISING – KRISTY-LEE NEWLAND CARR

It was resolved as an **ordinary resolution**:

“That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, approval is given for the Company to issue up to 2,000,000 Shares to Ms Kristy-Lee Newland Carr (or her nominee) on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	47,367,996	Nil	Nil	Nil	47,367,996

Jay Stephenson
COMPANY SECRETARY