

27 November 2014

ASX Announcement

OUTCOME OF ANNUAL GENERAL MEETING AND DISCLOSURE OF PROXY VOTES

Empired is pleased to announce that at the Company's Annual General Meeting held 27 November 2014, all resolutions put to shareholders were passed. Resolution and proxy details are included in the attached schedule prepared in accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act.

Kind Regards

Mark Waller
Company Secretary

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Empired Limited

General Meeting – 27 November 2014

Disclosure of Proxy Votes

In accordance with Section 251AA of the Corporations Act, the following information is provided to Australian Securities Exchange in relation to resolutions passed by members of Empired Limited at the general meeting held 27 November 2014:

| Resolution Number | Resolution 1 Adoption of Remuneration Report | Resolution 2 Re-election of Mr John Bardwell as a Director | Resolution 3 Approval of grant of Performance Rights under the LTI Plan to Mr Russell Baskerville | Resolution 4 Approval of Increase to fees payable to Non Executive Directors | Resolution 5 Approval to issue Shares to Intergen Vendors | Resolution 6 Approval of prior issue of Shares | Resolution 7 Approval for additional capacity to issue equity securities | Resolution 8 Reinsertion of proportional takeover provisions in the Constitution |
|--|---|--|--|---|---|---|---|---|
| Decided by show of hands (S) of Poll (P) ¹ | S | S | S | S | S | S | S | S |
| Total number of proxy votes exercisable by proxies validly appointed | 28,567,324 | 38,582,877 | 31,132,818 | 30,032,914 | 38,582,877 | 18,075,351 | 38,582,877 | 38,582,877 |
| Total number of proxy votes of which the appointments specified that: | | | | | | | | |
| - the proxy is to vote for the resolution | 26,810,360 | 37,244,519 | 29,374,144 | 27,013,574 | 38,258,356 | 17,785,830 | 38,247,056 | 38,269,756 |
| - the proxy is to vote against the resolution | 188,653 | 10,333 | 179,553 | 2,845,219 | 96,400 | 96,400 | 106,000 | 75,000 |
| - the proxy is to abstain on the resolution | 1,400,190 | - | 1,411,000 | 6,000 | - | - | 1,700 | 10,000 |
| - the proxy may vote at the proxy's discretion | 168,121 | 1,328,025 | 168,121 | 168,121 | 228,121 | 193,121 | 228,121 | 228,121 |
| Total votes cast on a poll in favour of the resolution ² | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| Total votes cast on a poll against the resolution ² | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |
| Total votes cast on a poll abstaining on the resolution ² | n/a | n/a | n/a | n/a | n/a | n/a | n/a | n/a |

1 Indicate whether the resolution was decided on a show of hands or poll.

2 Only complete these additional items if the resolution was decided on a poll.

About Empired Limited

Empired Limited is an IT Services provider with a broad range of capabilities targeted at delivering enterprise IT solutions that improve efficiency, productivity and competitive advantage for our clients.

Our clients are medium to large corporate and government organisations within key industries including Energy and Natural Resources, State and Federal Government, Finance and insurance, Utilities and Transport.

Our solutions are delivered through three core lines of business, Infrastructure Services, Applications & Consulting and Microsoft Business Solutions. Together they provide a breadth of service and expertise not seen in other consultancies of similar pedigree allowing Empired to deliver 'end to-end' business solutions that assist our customers in driving their key business outcomes.

With a team of over 800 people located throughout Australia, New Zealand and North America, Empired has built a reputation for service excellence. This combined with our strategy that is underpinned by initiative, innovation and growth ensures that in a dynamic and rapidly growing technology market place Empired is strongly positioned to capture market share and continue to build on its success.

Website: www.empired.com