

Payce Consolidated Limited
Annual General Meeting – 11 November 2014
Disclosure of Proxy Votes

In accordance with section 251AA of the Corporations Law, the following information is provided to Australian Securities Exchange Limited in relation to resolutions passed by members of Payce Consolidated Limited at its annual general meeting held on 11 November 2014:

Resolution Number	Resolution 2 (Remuneration Report)	Resolution 3 (Election of Director)	Resolution 4 (Adoption of new Constitution)	Resolution 5 (Renewal of Non-Marketable Parcels Rule)
Decided by show of hands (S) or poll (P) ¹	S	S	S	S
Total number of proxy votes excluded from voting	14,049,643	0	0	0
Total number of proxy votes exercisable by proxies validly appointed	14,211,453	28,261,096	28,281,096	28,281,096
Total number of proxy votes in respect of which the appointments specified that:				
- the proxy is to vote for the resolution	14,210,103	28,250,254	28,250,254	28,250,254
- the proxy is to vote against the resolution	0	0	20,000	20,000
- the proxy is to abstain on the resolution	21,750	0	1,750	1,750
- the proxy may vote at the proxy's discretion	1,350	10,842	10,842	10,842
Total votes cast on a poll in favour of the resolution ²	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
Total votes cast on a poll abstaining on the resolution ²	n/a	n/a	n/a	n/a
Total votes exercisable by proxies which were not cast ²	n/a	n/a	n/a	n/a

Company Secretary
Payce Consolidated Limited
11 November 2014

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