

UGL Limited Group Office

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To: ASX Market Announcements

From: Lyn Nikolopoulos
Date: 28 October 2015
Pages: 2 (incl. this page)

Subject: 2015 Annual General Meeting Results

In accordance with ASX Listing Rule 3.13.2 and Section 251AA of the Corporations Act 2001, the results of UGL Limited's Annual General Meeting held on 28 October 2015 are set out in the attached document.

All resolutions were decided on a poll.

Yours faithfully

Lyn Nikolopoulos

Company Secretary

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ANNUAL GENERAL MEETING Wednesday, 28 October, 2015

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

	Manner in which the securityholder directed the proxy vote (as at proxy close):				Direct vote (as at proxy close):		Manner in which votes were cast in person or by proxy on a poll (where applicable)		
Resolution	Votes <i>For</i>	Votes Against	Votes Discretionary	Votes <i>Abstain</i>	For	Against	For	Against	Abstain **
2A RE-ELECTION OF GUY COWAN AS A DIRECTOR	89,731,308	386,006	914,328	118,939	5,265,076	1,292,146	100,360,255	1,679,139	123,989
2B ELECTION OF JOHN COOPER AS A DIRECTOR	89,765,255	363,931	901,057	143,438	6,191,732	342,453	101,313,624	706,384	143,438
2C ELECTION OF JANE HARVEY AS A DIRECTOR	72,123,837	407,312	912,156	17,723,326	6,157,751	383,416	83,649,324	790,728	17,723,326
2D ELECTION OF ROBERT KAYE SC AS A DIRECTOR	89,738,851	380,817	905,045	153,290	6,096,944	415,572	101,195,140	796,389	154,570
3 APPROVAL OF PREVIOUS ISSUE OF PERFORMANCE RIGHTS	72,231,631	17,895,817	888,309	1,030,863	4,390,460	1,212,676	81,626,588	19,443,970	1,034,778
4 REMUNERATION REPORT	45,530,887	44,524,822	889,336	1,080,512	4,797,107	837,674	55,228,970	45,370,431	1,089,592
5 SPILL MEETING	20,647,813	69,318,619	906,322	1,250,864	573,282	4,923,879	21,224,830	79,166,374	1,253,344

^{** -} Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item