

5 May 2016

Company Announcements Office  
Australian Securities Exchange  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

Dear Sir

**Genworth Mortgage Insurance Australia Limited (ASX:GMA)  
2016 Annual General Meeting Results**

At the Company's Annual General Meeting held earlier today, all resolutions were passed by the required majorities.

Each resolution was decided by way of a poll.

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), attached are the poll results, together with a summary of the proxy votes exercisable by all proxies validly appointed and a summary of the direct votes.

Yours faithfully

**Luke Oxenham**  
Company Secretary



ANNUAL GENERAL MEETING  
Thursday, 5 May, 2016

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.

Resolution	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)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	For	Against	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
1 REMUNERATION REPORT	498,201,287	1,049,298	1,590,982	245,407	5,994,662	333,888	505,834,327	1,383,186	245,407
2 GRANT OF 364,119 SHARE RIGHTS TO GEORGETTE NICHOLAS, GENWORTH AUSTRALIA CHIEF EXECUTIVE OFFICER	499,216,081	173,099	1,591,566	134,762	5,953,577	422,796	506,883,644	595,895	134,762
3 CAPITAL REDUCTION	495,068,617	36,220	1,568,398	4,352,207	6,383,078	104,926	503,142,513	141,146	4,352,207
4 SHARE CONSOLIDATION	495,042,097	62,740	1,568,398	4,352,207	6,384,044	104,715	503,116,959	167,455	4,352,207
5 POSSIBLE ON-MARKET SHARE BUY-BACK	488,212,445	7,338,053	1,568,398	4,356,846	6,409,690	78,769	496,312,953	7,416,822	4,356,846
6 RENEWAL OF PROPORTIONAL TAKEOVER PROVISIONS IN THE COMPANYS CONSTITUTION	496,953,149	1,470	1,568,398	2,580,638	6,310,653	58,687	504,954,620	60,157	2,580,638
7 RE-ELECTION OF DIRECTOR STUART TAKE	493,924,850	5,723,148	1,786,228	114,514	6,321,772	90,048	502,145,571	5,813,196	124,213
8 RE-ELECTION OF DIRECTOR JEROME UPTON	486,578,305	13,069,693	1,786,228	114,514	6,238,772	173,048	494,706,191	13,242,741	134,048
9 RE-ELECTION OF DIRECTOR TONY GILL	495,836,375	3,664,759	1,794,413	253,193	6,292,452	98,048	504,045,660	3,762,807	253,193

\*\* - 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