

14 May 2019

The Manager
ASX Markets Announcements Office
Australian Securities Exchange Limited
Level 4, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir,

InvoCare Limited – Results from Annual General Meeting

The Annual General Meeting of InvoCare Limited was held today.

The following resolutions were approved by way of a poll. A summary of the votes cast is set out in the Appendix.

Resolution 1 - Adoption of Remuneration Report

“That the Remuneration Report (which forms part of the Directors’ Report) for the year ended 31 December 2018 be adopted.”

Resolution 2 - Re-election of Richard Davis

“That Richard David, who retires by rotation in accordance with the Company’s Constitution, be re-elected as a director of the Company.”

Resolution 3 - Election of Jackie McArthur

“That Jackie McArthur, being a Director appointed by the Board since the last Annual General Meeting, and who retires in accordance with the Company’s Constitution, be elected as a director of the Company.”

Resolution 4 - Election of Megan Quinn

“That Megan Quinn, being a Director appointed by the Board since the last Annual General Meeting, and who retires in accordance with the Company’s Constitution, be elected as a director of the Company.”

Resolution 5 - Election of Keith Skinner

“That Keith Skinner, being a Director appointed by the Board since the last Annual General Meeting, and who retires in accordance with the Company’s Constitution, be elected as a director of the Company.”

Resolution 6 - Approval of grant of securities to Martin Earp for 2019

“That approval be given, for the purposes of Rule 10.14 of the ASX Listing Rules, and for all other purposes, for the Company to grant to Mr Martin Earp, currently the Chief Executive Officer and Managing Director of the Company (Mr Earp), Options and Performance Rights to a value of \$756,092 for the 2019 financial year in accordance with the rules of the Performance Long Term Incentive Plan and as set out in the Explanatory Notes accompanying this Notice of Annual General Meeting.”

Resolution 7 – Ratify Previous Share Issue

“That approval be given for the purposes of ASX Listing Rule 7.4 and all other purposes, to the issue of 4,642,858 ordinary shares under the Institutional Placement announced on 8 March 2019 and summarised in the explanatory notes to this notice of meeting.”

Yours faithfully,



Heidi Aldred
Company Secretary

Encl.

ANNUAL GENERAL MEETING
Tuesday, 14 May, 2019

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):				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>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
1 ADOPTION OF REMUNERATION REPORT	46,433,997	1,422,728	2,866,384	866,852	48,456,067 95.31%	2,381,920 4.69%	866,852
2 RE-ELECTION OF RICHARD DAVIS AS DIRECTOR	46,563,688	1,582,104	2,891,834	563,061	49,862,995 96.92%	1,582,104 3.08%	563,061
3 ELECTION OF JACKIE MCARTHUR AS DIRECTOR	47,923,700	227,447	2,893,651	555,889	51,224,057 99.56%	228,214 0.44%	555,889
4 ELECTION OF MEGAN QUINN AS DIRECTOR	47,935,511	220,080	2,889,071	556,025	51,231,288 99.57%	220,847 0.43%	556,025
5 ELECTION OF KEITH SKINNER AS DIRECTOR	47,934,688	186,198	2,906,554	573,247	51,248,715 99.64%	186,198 0.36%	573,247
6 APPROVAL OF GRANT OF SECURITIES TO MARTIN EARP FOR 2019	45,694,672	2,218,988	2,893,155	793,872	48,016,479 93.80%	3,173,923 6.20%	796,075
7 RATIFY PREVIOUS SHARE ISSUE	41,719,506	1,663,406	2,913,740	5,300,784	45,036,082 96.44%	1,664,126 3.56%	5,304,701

** - 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