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31 October 2013

Manager Company Announcements  
ASX Limited  
Level 4  
20 Bridge Street  
Sydney NSW 2000

Dear Sir

**RESULTS OF ANNUAL GENERAL MEETING – GUD HOLDINGS LIMITED**

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolutions of the meeting and the proxies received in respect of each resolution are set out in the attached proxy summary.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Malcolm G Tyler', written in a cursive style.

**Malcolm G Tyler**  
Company Secretary

**2.1) Re-election of Ross Herron**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
19,546,711	349,638	274,735	1,561,512

The motion was carried as an ordinary resolution on a show of hands.

**2.2) Re-election of Peter Hay**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
19,411,609	299,199	460,429	1,561,359

The motion was carried as an ordinary resolution on a show of hands.

**3) Remuneration Report**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
16,396,339	3,207,437	542,212	1,546,608

The motion was carried as an ordinary resolution on a show of hands.

**4) Approval of LTI grant to Managing Director**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
17,670,880	2,190,652	333,972	1,497,092

The motion was carried as an ordinary resolution on a show of hands.

**5) Directors' Fees**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
17,650,616	2,119,909	419,930	963,084

The motion was carried as an ordinary resolution on a show of hands.