

eircom Holdings Limited

Level 3, 50 Pitt Street · Sydney · NSW 2000 · Australia
T +61 9008 4102 · F +61 2 9008 4108 · www.eircomholdings.com
ABN 31 112 119 203

ASX RELEASE

15 December 2009

RESULTS OF SCHEME MEETING AND ANNUAL GENERAL MEETING

eircom Holdings Limited (ASX:ERC) is pleased to announce that at the Scheme Meeting and Annual General Meeting held today, the requisite proportions of ERC Shareholders voted in favour of the resolutions required to be passed to allow the proposal by Emerald Communications (Cayman) SPC to acquire all of the issued shares in ERC pursuant to a court approved scheme of arrangement and inter-conditional reduction of capital to be implemented.

The Federal Court of Australia will now be asked to approve the scheme of arrangement at a hearing scheduled for tomorrow, 16 December 2009.

Details of the voting on the resolutions considered at the Scheme Meeting and the Annual General Meeting are set out below in accordance with ASX Listing Rule 3.13.2 and section 251AA(1) of the Corporations Act 2001 (Cth).

1. Scheme Meeting

Item 1 – Approval of the Scheme of Arrangement

The resolution was passed by the requisite majorities by a poll. The result of the poll (including proxies) was as follows:

	Total	For	Against	Abstain	% For
Votes cast	110,206,921	109,750,015	349,709	107,197	99.68%
Number of Voters	613	568	37	8	93.88%

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

1.	For	Open	Against	Abstain
Votes cast	96,738,938	384,450	349,709	107,197
Number of Voters	491	69	37	8

2. Annual General Meeting

At the Annual General Meeting, each item of Ordinary Business was passed on a show of hands.

The Capital Reduction Resolution was passed by the requisite majority of votes by a poll. Details of the voting results on the Capital Reduction Resolution (including proxies) are set out below.

	Votes cast in favour of the Capital Reduction Resolution	Votes cast against the Capital Reduction Resolution	Votes abstaining on the Capital Reduction Resolution	Total votes cast
Number of votes cast	95,094,767	117,236	102,697	95,314,700
Percentage of votes cast	99.88%	0.12%	-	100%

The instructions given to validly appointed proxies in respect of each resolution considered at the Annual General Meeting are set out below.

Resolution & Votes	For	Open	Against	Abstain
Remuneration Report	79,855,158	391,904	4,765,428	2,675,583
Re-election of Mr Kerry Roxburgh as a Director	86,518,866	427,604	480,911	260,692
Capital Reduction Resolution	86,965,736	502,404	117,236	102,697

ENDS

Further Information:

Andrew Day

Chief Executive Officer

eircom Holdings Limited

+44 20 7203 7328

Haydn Vella

Company Secretary

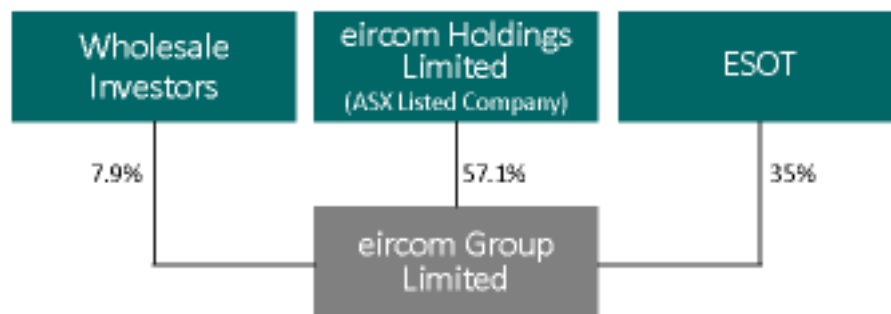
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ABOUT EIRCOM HOLDINGS LIMITED

eircom Holdings Limited is listed on the Australian Securities Exchange (ASX) under the ticker ERC.

ERC holds a 57.1% interest in eircom Group Limited (eircom), Ireland's incumbent telecommunications provider. Existing and former employees of eircom hold 35% of eircom through their share ownership trust, the ESOT, and the remaining 7.9% of eircom is held by other wholesale investors.



ERC changed its name from Babcock & Brown Capital Limited (BCM) on 27 April 2009. ERC has been listed on the ASX since February 2005.