



ASX Announcement

22 October 2020

Results of Annual General Meeting

Notice is hereby given, in accordance with Listing Rule 3.13.2 and Corporations Law Section 251AA(2) that at the Annual General Meeting of the Company held today that the resolutions as set out below were passed. All resolutions were decided by way of a poll.

Resolution 1 - Remuneration Report

To consider and, if thought fit, pass the following Resolution as an advisory Resolution:
“That, the Remuneration Report for the year ended 30 June 2020 (as set out in the Directors’ Report) is adopted.”

Resolution 2 - Re-election of Mr Stephen Howse as a Director

To consider and, if thought fit, pass the following Ordinary Resolution, with or without amendment:

“That Mr Stephen Howse, who retires by rotation in accordance with Rule 38.1 of the Company’s Constitution, and being eligible, offers himself for re-election, be re-elected as a Director of the Company.”

Resolution 3 - Re-election of Mr Richard Stephens as a Director

To consider and, if thought fit, pass the following Ordinary Resolution, with or without amendment:

“That Mr Richard Stephens, who was recently appointed to the Board following the last annual general meeting of the Company and who retires in accordance with Rule 36.2 of the Company’s Constitution, and being eligible, be re-elected as a Director of the Company.”

Resolution 4 - Approval for issue of Performance Rights to Mr Steve Howse

To consider and, if thought fit, pass the following Ordinary Resolution, with or without amendment:

“That for the purposes of Chapter 2E, section 208(1) of the Corporations Act and ASX Listing Rule 10.14 and for all other purposes, approval be given for the Company to issue and allot 199,890 Performance Rights to Mr Stephen Howse, for nil consideration and to allot and issue Shares upon the vesting and subsequent exercise of those Performance Rights (on a one for one basis) in accordance with the terms and conditions set out in the Explanatory Memorandum accompanying this Notice of Meeting.”

Resolution 5 - Adoption of New Constitution

To consider and, if thought fit, pass the following Special Resolution, with or without amendment:

“That, with effect from the close of this Meeting, for the purposes of section 136(2) of the Corporations Act and for all other purposes, the Company is authorised to repeal its existing constitution and adopt a new constitution in the form set out in Schedule 1 to the Explanatory Memorandum which accompanies and forms part of this Notice of Meeting.”



Poll Results

Resolution Details	Number of votes cast on the poll			Resolution Result
	For	Against	Abstain *	
Adoption of Remuneration Report	290,607,458 99.74%	754,072 0.26%	10,000	Passed
Re-Election of Mr Stephen Howse as a Director	310,275,263 99.95%	161,536 0.05%	12,198,166	Passed
Re-Election of Mr Richard Stephens as a Director	322,468,260 99.95%	158,836 0.05%	7,869	Passed
Approval for issue of Performance Rights to Mr Steve Howse	297,444,127 95.81%	12,992,672 4.19%	7,869	Passed
Adoption of New Constitution	322,047,745 99.82%	584,720 0.18%	2,500	Passed

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll

In respect of each resolution, the total number of proxy votes exercisable by all proxies validly appointed and the total number of proxy votes in respect of which the appointments specified that:

- I. The proxy was to vote for the resolution; and
- II. The proxy was to vote against the resolution; and
- III. The proxy was able to vote at the proxy's discretion; and
- IV. The proxy was to abstain on the resolution

Are set out below:

<u>Resolution</u>	<u>For</u>	<u>Against</u>	<u>Discretion</u>	<u>Abstain</u>
1	285,034,002	754,072	5,573,456	10,000
2	304,589,579	161,536	5,685,684	12,198,166
3	304,592,279	158,836	17,875,981	7,869
4	291,774,664	12,992,672	5,669,463	7,869
5	302,720,403	584,720	19,327,342	2,500

Authorised by

Paul Marshall
Company Secretary
HRL Holdings Ltd