

**GUD Holdings Limited**

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26 October 2017

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

Dear Sir

**GUD Holdings Limited – Results of Annual General Meeting**

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.

A webcast of the Annual General Meeting is available and accessible via our website at [www.gud.com.au/webcasts](http://www.gud.com.au/webcasts) or click [here](#).

Yours faithfully

A handwritten signature in black ink, appearing to read 'Malcolm G Tyler', with a long horizontal flourish extending to the right.

**Malcolm G Tyler**  
Company Secretary

Enc

**GUD HOLDINGS LIMITED**  
**2017 Annual General Meeting**  
**Thursday, 26 October 2017**  
**Voting Results**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
2.1 Re-election of Mark Smith	Ordinary	50,079,267 95.51%	1,416,775 2.70%	937,653 1.79%	80,417	Item was passed on a show of hands			Carried
2.2 Re-election of Graeme Billings	Ordinary	41,577,830 79.29%	9,913,716 18.91%	940,649 1.80%	81,917	Item was passed on a show of hands			Carried
3 Remuneration Report	Ordinary	44,656,274 85.68%	6,557,895 12.58%	908,235 1.74%	262,642	Item was passed on a show of hands			Carried
4 Approval of LTI grant to Managing Director	Ordinary	49,677,788 94.89%	1,737,701 3.32%	938,089 1.79%	156,032	Item was passed on a show of hands			Carried
5 Directors' Fees	Ordinary	49,703,933 94.95%	1,674,387 3.20%	968,714 1.85%	162,576	Item was passed on a show of hands			Carried
6 Renew Proportional takeover approval provisions	Special	50,772,544 97.09%	596,903 1.14%	928,700 1.77%	215,965	Item was passed on a show of hands			Carried

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