

14 November 2013

Company Announcements Office
Australian Stock Exchange
Level 10, 20 Bond Street
SYDNEY NSW 2000

By ASX Online

CHAIRMAN'S ADDRESS & MD PRESENTATION

Attached are the Chairman's Address and a presentation from the Managing Director to be delivered at Decmil Group Limited's (ASX:DCG) annual general meeting scheduled to commence at 10.00am WST this morning.

Yours faithfully



Justine Campbell
Company Secretary

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ASX DCG
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Chairman's Address



**DECMIL GROUP LIMITED
2013 ANNUAL GENERAL MEETING
14 November 2013**

**Chairman's Address
Giles Everist**

Good morning ladies and gentlemen.

For those of you I haven't met, my name is Giles Everist and I am Chairman of the Board of Directors of Decmil Group Limited.

On behalf of my fellow directors, it is my pleasure to welcome you to the Company's 2013 Annual General Meeting.

We are particularly pleased to welcome you to the first such meeting that we have been able to hold on our own premises, and we take no small measure of pride in showcasing our wonderful head office which we moved into in early 2012.

As it is now 10.00am and a quorum is present, I declare this meeting open. I propose to take the Notice of Meeting as read.

At the outset I would like to introduce my fellow Directors:

Denis Criddle, Non-Executive Director

Denis was the founder of Decmil Australia, Decmil Group Limited's major business division. He was appointed to the Board as a Non-Executive Director in August 2007 and served as our Chairman from September 2009 to December 2011. Denis is a civil engineer with more than 30 years' experience in construction and maintenance services for the resources sector in north-west Western Australia and oil & gas and resources sectors in central Queensland.

Bill Healy, Non-Executive Director

Bill has been on our board since April 2009. He has extensive experience as a company director, particularly in the financial services sector. Bill was also the founding director and Chairman of BOOM Logistics Ltd and was involved in the development of their company's business model, early acquisitions and preparation for listing in 2003.

Lee Verios, Non-Executive Director

Lee has more than 40 years' experience as a commercial and property lawyer. Until he retired in July 2010, he was a partner in the international law firm of Norton Rose Fulbright, where he headed its Commercial Property division in Perth. Lee is also an experienced company director, currently serving as a Non-Executive director of Finbar Ltd and the Wyllie Group Pty Ltd. He joined our board in April 2010.

Chairman's Address



Scott Criddle, Managing Director and Chief Executive Officer.

Scott was appointed Chief Executive Officer in July 2009, and Managing Director of Decmil Group Limited in April 2010. Prior to that time Scott was the Managing Director of Decmil Australia, where he was responsible for the long-term growth and strategic direction of the company, playing a key role in building relationships with stakeholders and clients. Scott joined Decmil Australia in 1993 as a construction labourer and over the subsequent years held a variety of roles including Construction Manager, Estimator, Business Development Manager and Area Manager.

And finally, I am delighted to introduce the latest addition to the board:

Trevor Davies, Non-Executive Director

Trevor was appointed to the Board as a Brisbane-based Non-Executive Director in March 2013. He is a civil engineer who has had an extensive career within the construction and mining industries. Until his retirement in 2009, Trevor was the Chief Executive Officer of Queensland-based civil and mining services contractor Golding Contractors where he oversaw a period of significant growth. Trevor's industry experience and knowledge of the Queensland market is already proving invaluable to the Group as we expand our footprint in that market.

We also have several of our senior executives with us today, including:

- Justine Campbell, our Chief Financial Officer and Company Secretary
- Todd Strathee, the Group's Chief Strategy & Operating Officer
- Jonathan Holmes, the Executive General Manager of Decmil Australia
- Pamela Rosenthal, the General Manager of Homeground Villages
- Ray Sputore, the former Managing Director of Decmil Australia

We have welcomed both Todd and Jonathan to the Company during 2013.

I would also like to welcome representatives of our auditors RSM Bird Cameron, and our legal advisers Steinepreis Paganin.

At today's meeting we have four resolutions to consider. However, before we commence the formal part of the meeting, I am going to give a brief overview of the Company's financial performance and key activities over the past year, and will then invite our CEO and Managing Director, Scott Criddle, to update shareholders on the business highlights, operations, strategy and the outlook for the Group.

After Scott's presentation, there will be an opportunity for you to ask questions.

And of course upon the conclusion of formal proceedings, you are most welcome to stay on for light refreshments, and discuss any matters regarding the Company with the directors and senior executives present today.

Financial Performance

As we look back on the past 12 months, I am pleased to report that it has been another stand-out year for Decmil Group Limited.

There is no escaping from the fact that the Australian resources sector has continued to experience what can only be described as challenging conditions. However – despite these headwinds, the Group has achieved record profits, improved its operating margins and made significant progress in diversifying the business.

The Company achieved a normalised net profit of \$45.2 million for 2012 /13. This was a 16% increase on the previous year, and was in fact our sixth consecutive year of record profits.

The result has been delivered on the basis of revenues of \$528.8 million, with margins improving by 21% and normalised earnings per share of 26.94 cents.

These strong results reflect a successful execution of what we could refer to as 'stage one' of our strategy to diversify the Group's earnings through a broadening of our services, pursuing higher margin businesses and extending our reach into new markets.

As shareholders may be aware, as a result of this diversification strategy, Decmil Group now has three key operating divisions:

- Decmil Australia, which specialises in the provision of design, civil engineering and construction services to Australia's oil & gas, resources and infrastructure sectors
- Eastcoast Development Engineering, a Brisbane-based engineering business specialising in the fabrication and installation of high pressure pipes, vessels and tanks. EDE was acquired in April 2013, and
- Homeground Villages, which operates a high quality village providing accommodation services to workers in Queensland's key resources hub.

Each of these three businesses contributed to the Group's earnings during the 2012/13 financial year.

As part of his address, Scott will provide more detail around each division of the business, and the contribution they are making to the Group.

Decmil Group Limited continues to operate a strong balance sheet. The Group's net assets increased by \$46 million to \$271 million during the past year, representing a 20% increase FY12.

Internal cash was used to acquire the remaining 50% ownership in and construction of the Homeground Village and the acquisition of EDE.

Chairman's Address



Strong cash flow management continued to be a major feature of the Group with operating cash flow of \$32.5 million for the year, despite the very significant capital investment made in the Homeground Gladstone Village.

The Group completed the 2012/13 financial year with a net cash position of \$43.7 million, and maintained a low gearing structure.

Dividends

The Board is pleased to report that for the second year running, the Company has been in a position to pay both interim and final dividends to shareholders. In September 2013, we paid a final dividend of 8 cents per share, bringing total fully franked dividends from profits generated during 2012/13 to 12 cents per share.

This represents a 45% payout ratio which is in line with our dividend policy. As always, we will continue to review our dividend policy to ensure it reflects current trading conditions as well as the Group's cash requirements, ensuring we are well placed to seize any investment opportunities that may arise.

Outlook

As we look to the future, I would like to make some comments about the outlook for the Group.

As I stated at the outset, the steps we have taken to diversify and strengthen the business over the past two years have placed us in a very strong position. Our FY13 results demonstrate the success of this strategy to date. We will continue to diversify our earnings through a broadening of our services and extending our reach into new markets.

The Company commenced FY14 with an order book of approximately \$420 million. The Board's view is that this, combined with the recurring revenue from the accommodation and engineering businesses, will provide the basis for another positive year ahead for the Group in 2013/14.

While there is no hiding from the fact that market conditions within the mining and oil & gas sectors remain somewhat challenging, the steps the Group has taken over the past two years to diversify and strengthen the business are now paying very tangible dividends. Through both acquisitions and our build-own-operate strategy, we have reduced our reliance on securing one-off projects from the resources sector.

I must emphasise that this is a journey rather than a destination. In terms of the Group's diversification, it is very much a case of "watch this space" as we seek to build even more diversity into the services we can offer our clients.

All of this combines to put Decmil Group in the strongest possible position to continue our growth in the year ahead and beyond.

Chairman's Address



In closing, I wish to place on record the Board's appreciation for the outstanding job that Scott and his executive team, and indeed employees right across Decmil Group, are doing to grow the business in a challenging environment.

We are indeed fortunate to have such a highly committed and talented team, and this is the defining factor in the Group's continued success.

I would also like to thank our shareholders for their continuing support and we look forward to delivering further value in the year ahead.

I will now hand over to Scott for his Managing Director's address.

Managing Director's Address



**DECMIL GROUP LIMITED
2013 ANNUAL GENERAL MEETING
14 November 2013**

**Managing Director's Address
Scott Criddle**

Thank you Giles.

Good morning ladies and gentlemen, and thank you for joining us for our 2013 Annual General Meeting.

As you've heard from our Chairman, we are pleased to report that your Company has had another very successful year.

At the outset of FY13 we set ourselves a number of goals.

These included making the business more profitable, improving our margins, and above all seeking to diversify the business, not only to reduce our reliance on a single industry or geographic market, but also to grow our recurring revenue.

I am pleased to report that we have successfully achieved every goal we set for ourselves as a Group.

We have become more profitable as a Company, enhancing our margins to ensure that we drive the most from existing revenues in what has been a challenging environment. As a result we have achieved the Group's sixth consecutive year of record profits.

Perhaps most importantly, over the past 12 months we have diversified, broadening the Group's services and extending our reach into new markets. We have won major contracts from new clients, pushed into new geographic markets and started building solid recurring revenues from new divisions in the Group.

FY13 was a year of firsts for Decmil where we secured contracts with the Commonwealth Government, Shell and in the Northern Territory. All of these contracts are new achievements for the business.

I firmly believe that diversification is the key to the success we have experienced over the past year, and indeed to the future success of the business.

They say "a picture is worth a thousand words", and in our case this couldn't be more accurate. This map tells much of the story [on screen as part of presentation].

Twelve months ago our projects were virtually all in Western Australia. Today, the Group's reach extends across three states and territories of Australia, and beyond to several of our neighbours throughout the Pacific region.

Managing Director's Address



We have also diversified our earnings, with our newest divisions – Eastcoast Development Engineering and Homeground Villages – delivering specialist engineering and recurring revenue which complements the project revenue which is the mainstay of our major operating division, Decmil Australia.

Winning new work

Over the past year the Group was awarded approximately \$360 million in new contracts and contract extensions.

Major wins included:

- Two contracts totalling \$71 million to design and construct rail and port facilities along with associated infrastructure at the Roy Hill Iron Ore Project in the Pilbara;
- Contracts totalling \$60 million to construct facilities for Rio Tinto's Pilbara operations at Marandoo and Western Turner;
- A \$25 million contract to design and construct an onshore facility to support the Prelude Floating LNG Facility in Darwin for Shell Development Australia. Very significantly, this is the Company's first contract with Shell, as well as our first in the Northern Territory;
- And more recently, in July of this year we won a major contract worth \$137 million with the Department of Immigration and Citizenship to build a village on Manus Island in Papua New Guinea. This is the first Commonwealth contract awarded to the Group and our first international project. In addition to being an opportunity to demonstrate how our deep experience in building accommodation in remote locations can be leveraged in different ways, it is also a great opportunity to strengthen our relationship with the Federal Government.

I would also like to provide you with a quick overview of some of our current major projects [refer slides].

While Decmil Australia continues to focus on the delivery of these major projects, and as such remains the largest division of the Group, we do of course now have two further operating divisions, Eastcoast Development Engineering and Homeground Villages, both of which are delivering recurring revenues.

Among the highlights for the Group during FY13 was the acquisition of Eastcoast Development Engineering, or EDE. This is a great business, based in Brisbane, which has built a niche for itself servicing the energy, infrastructure and resource industries throughout Australia and across several Pacific island nations.

EDE specialises in the fabrication and installation of high pressure pipes, vessels and tanks which are used for a range of applications in the oil & gas, mining and minerals, heavy industrial, water and power generation industries.

Managing Director's Address



Also highlighting the extent of our reach into the Queensland market, Homeground Villages has completed the construction of its first build-own-operate accommodation village, Homeground Gladstone over the past year.

As shareholders may be aware, this is a first for the Group – retaining ownership of a village, which we run to provide short-term accommodation for workers in the resources hub of Gladstone in Queensland.

Homeground Gladstone is proving to be an excellent investment. The village has strong occupancy rates, and is now well established as the preferred destination for companies seeking accommodation for their staff in Gladstone.

With our major subsidiaries Decmil Australia, Homeground Villages and Eastcoast Development Engineering all contributing to revenues during FY13, we are starting to see the true strengths of the diversified Group model that has been our focus over the past couple of years.

People and safety

The Group's staff numbers have stabilised over the past year, reflecting current demand from our clients. As at July 2013 Decmil Group employed 886 people.

In line with our belief that the Company's culture and people are integral to our success, we have developed a number of innovative programs to attract, retain and develop the careers of our valued team members.

The Group's values of Safety, People, Leadership, Teamwork, Client Relationships and Community remain central to everything we do, providing a compass for decision making across all areas of the business.

As we have continued to grow we made two significant appointments to the senior management team over the past year.

Todd Strathee was appointed to the newly-created role of Chief Strategy & Operating Officer in early 2013. Todd has responsibility for developing the corporate strategy of the Group, overseeing future acquisitions, optimising the performance of all subsidiaries of the Group and the Company as a whole, and in conjunction with Chief Financial Officer Justine Campbell formulating, implementing and managing the Group's treasury and capital management.

Jonathan Holmes was appointed to the role of Executive General Manager of Decmil Australia, commencing in July of this year. The Executive General Manager position is also a newly-created role, with responsibility for winning work and operational delivery for Decmil Australia. As previously announced, Jonathan's appointment was made as part of a succession plan that has been developed by the Company to ensure we have the strongest possible team in place to lead Decmil Australia into the future.

Managing Director's Address



We are also lucky to have Ray Spatore remain with the Group fulfilling the important role of Business Development.

A focus on health & safety and the environment remains central to every facet of the Group's operations. It is certainly no accident that the first of our Group's values is "Safety and health are what matters most".

While I am pleased to report that no serious injuries were reported during the year, it is disappointing to see that the Company recorded a slight decline in safety performance as measured by the Total Recordable Incident Frequency Rate (TRIFR) during 2012 /13. As a result of a review that we have undertaken, two key factors have been identified as impacting on this, being a significant increase in working hours and a change in the method of project delivery.

It is worth reminding ourselves, however, that Decmil's TRIFR is still well below the industry average, however we are not in any way complacent, and shareholders can be assured that the Company remains committed to achieving continuous improvement to the safety of all our staff and contractors who work with us.

That being said, I am pleased to report that after the 1st quarter of FY14 our TRIFR has decreased to 4.10 and I have no doubt it will continue to decline.

Once again, it is pleasing to report that the Group has had no significant environmental incidents to report during the year.

Outlook

Finally, I would like to make some comments about the outlook for the Group.

The past 12 months have produced a number of challenges for the Australian mining, resources and oil & gas sectors. Decmil's response has been to work harder, work smarter and above all to focus on our strategy of diversifying risk and earnings which is now starting to come to fruition.

I won't pretend for one moment that we are in anything other than a highly competitive environment, particularly in the contracting space, with more companies competing for less work.

However, we are in the best shape possible to continue to compete effectively. Over the past 12 months we have sought to strengthen the business, with a heightened focus on costs. And as we've outlined we have taken very tangible steps to achieve real diversification, which is a strategy we've been pursuing now for several years.

Managing Director's Address



Our diversification as a Group is now tangible and growing.

As you have heard, we have commenced the 2014 financial year with committed revenues of some \$420 million. This figure includes recurring revenues from our accommodation and engineering businesses. We have also obtained Main Roads R4/B2 national rating, which further exposes us to the emerging infrastructure market.

I believe this gives us a very solid base on which to build. This committed revenue, combined with higher overall margins, should provide the basis for another positive year ahead.

Cash flow leads to complete deleveraging in FY14 providing capacity for further investment in growth.

Continued growth is our goal, and I can assure shareholders that myself and every member of the team is working tirelessly to achieve it.

Thank you for your support of the Company, and we will continue to keep you updated.



Decmil Group Limited

ANNUAL GENERAL MEETING

2013



WELCOME



BOARD OF DIRECTORS



Giles Everist

Non-Executive Chairman



Denis Criddle

Non-Executive Director



Bill Healy

Non-Executive Director



Lee Verios

Non-Executive Director



Scott Criddle

Managing Director & CEO



Trevor Davies

Non-Executive Director



2013 FINANCIAL PERFORMANCE

FINANCIAL HIGHLIGHTS

		FY 13*	FY 12	Change
Revenue	\$m	528.8 ¹	555.6	-4.8%
EBITDA	\$m	71.0 ²	55.7	+27.5%
Net Profit after tax	\$m	45.2	39.1	+15.6%
NPAT margin	%	8.5	7.0	+21%
Operating cash flow	\$m	32.5	80.0	-59.4%
Earnings per share	cps	26.94	26.51	+1.6%
Full year dividend	cps	12.0	10.0	+20%

*Excludes gain arising from business combination net of tax and amortisation of intangible assets

1. Total construction revenue of \$600m before eliminations

THREE OPERATING DIVISIONS

Decmil Australia

Specialises in the provision of design, civil engineering and construction services to oil and gas, resources and infrastructure sectors

Eastcoast Development Engineering

A Brisbane-based specialist engineering business, acquired in April 2013

Homeground Villages

Operates a high quality village providing accommodation services to workers in Queensland's key resources hub of Gladstone



STRONG CASH POSITION

			FY 13	FY 12	Change
Gross Cash		\$m	43.7 ¹	141.4	-69%
Debt		\$m	22.7	15.9	+43%
Net Cash Position		\$m	21.0	125.5	-83%
Bank Guarantees & Performance Bonds	Utilised	\$m	88.7	86.8	+2%
	Available	\$m	116.3	78.2	+49%
CAPEX		\$m	67.1 ²	6.3	+965%

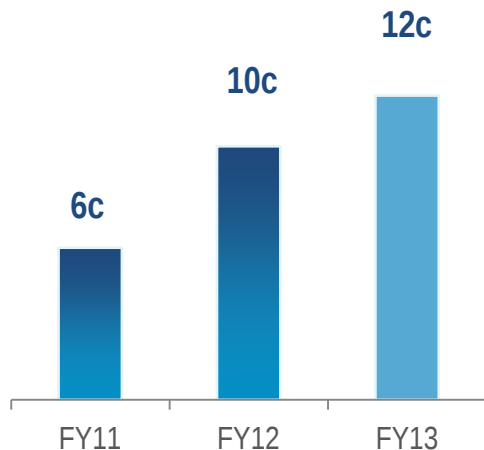
- Balance sheet robust with net cash position
- Debt levels reducing with low gearing model maintained
- Sufficient bonding facilities to support business
- Capex returning to historical levels

1. Total cash on hand of \$62.3m including \$18.6m received 2 July 2013
2. CAPEX is predominantly capital expenditure on the now completed Homeground Gladstone Village

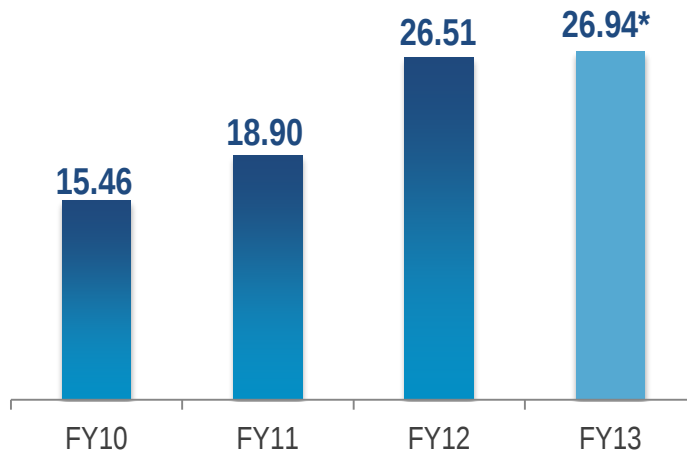
DIVIDENDS

- **Fully franked dividends paid:**
 - 4 cents March 2013
 - 8 cents September 2013
- **45% payout ratio**

Dividends



Earnings Per Share (cents)



*Excludes gain arising from business combination net of tax and amortisation of intangible assets

OUTLOOK

- Significant steps taken to diversify the Group's earnings
- Order book of \$420 million at July 2013
- Reduced reliance on securing one off projects
- Growing the business in a challenging environment
- All signs point to another positive year for 2013/14

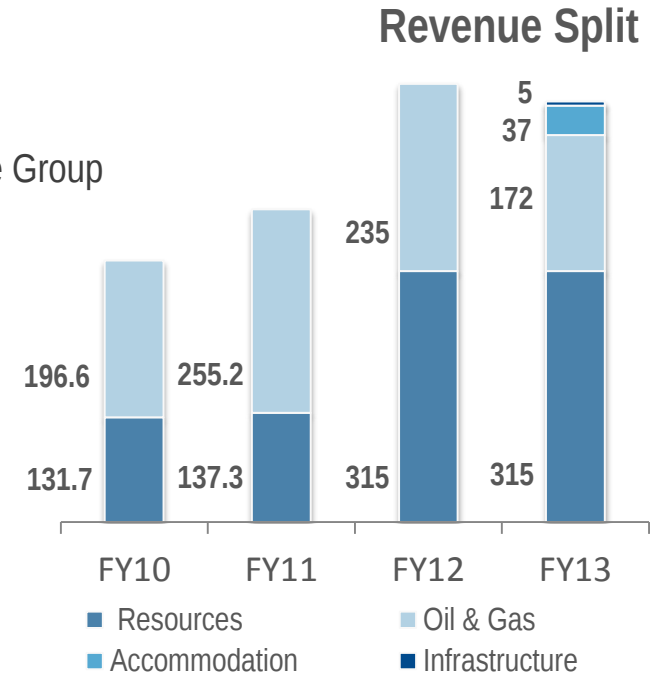
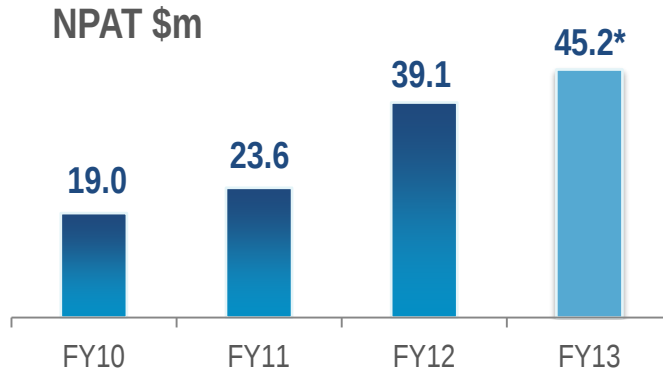




DECMIL GROUP LIMITED
2013 MANAGING DIRECTOR'S ADDRESS

ACHIEVING OUR GOALS

- Increasing profitability – 6th consecutive year of record profits
- Margins enhanced
- Major program of diversification
 - Broadening the Group's services
 - Extending our reach into new markets
 - We have won major contracts from new clients
 - Building solid recurring revenues from new divisions in the Group



WHERE WE OPERATE

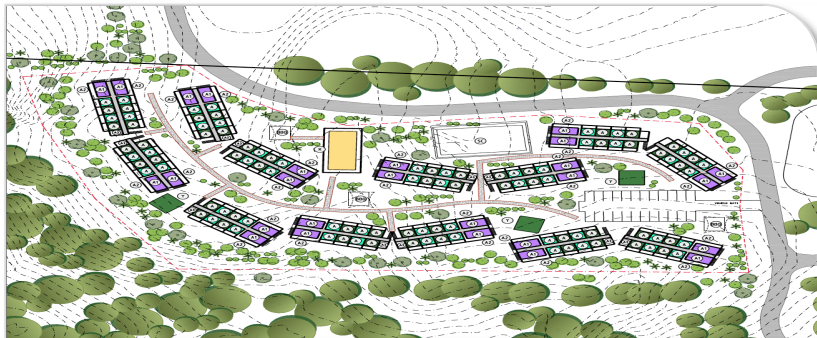


MAJOR WINS

- \$360 million in new contracts and contract extensions, including:
 - \$71 million to design & construct rail and port facilities at Roy Hill Iron Ore Project
 - \$60 million to construct facilities for Rio Tinto's Pilbara operations
 - \$25 million to design and construct an onshore facility to support Prelude Floating LNG Facility for Shell Development Australia
 - \$137 million to build village for DIAC on Manus Island, PNG



CURRENT PROJECTS



Manus Island

Client Department of Immigration & Citizenship

Value **\$137 million**

Details Design and construction of a 600 person accommodation facility, 200 room staff facility, health, welfare, recreational and operational facilities and associated engineering facilities and services



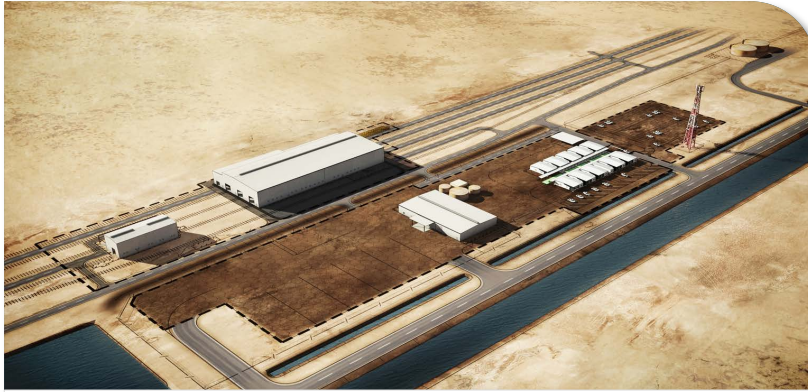
Shell Onshore Supply Base

Client Shell

Value **\$25 million**

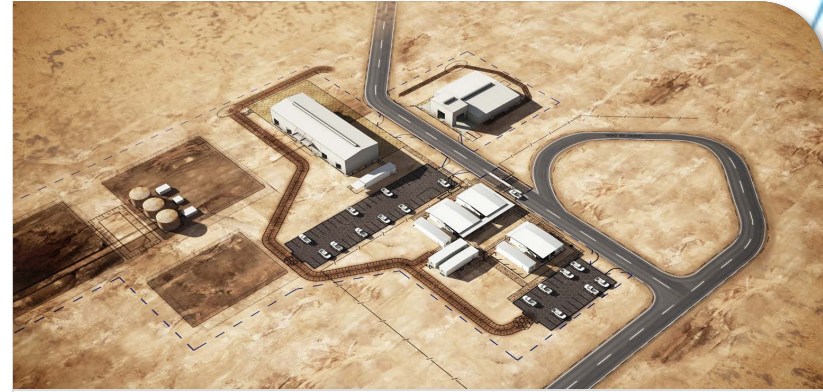
Details Design and construction of the Prelude Onshore Supply Base including detailed engineering, contracting, procurement, fabrication, transportation and all statutory and regulatory approvals

CURRENT PROJECTS



Roy Hill Rail Terminal Buildings

Client	Roy Hill
Value	\$56.5 million
Details	Design and construction of rail terminal, associated facilities and services



Roy Hill Port Buildings

Client	Roy Hill
Value	\$14.5 million
Details	Design and construction of port landside facilities and associated facilities

CURRENT PROJECTS



Gorgon Construction Village

Client	Chevron Australia Pty Ltd
Value	\$835 million (Decmil \$280 million)
Details	Design and construct 4,006 person accommodation village on Barrow Island



Buffel Park Construction Village

Client	BHP Billiton Mitsubishi Alliance (BMA)
Value	\$107 million
Details	Construction and installation of infrastructure and 1,500 person accommodation facilities for the Caval Ridge Coal Project located in the Bowen Basin

CURRENT PROJECTS



Western Turner Infrastructure

Client Hamersley Iron (Rio Tinto)

Value \$30 million

Details Design and construction of heavy vehicle / fixed plant workshop + associated facilities, first aid building, security gatehouse and communications facilities



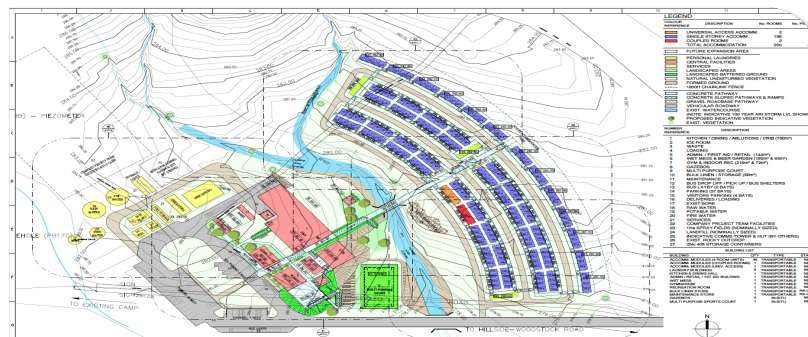
QGC Well Head Installation

Client QGC

Value \$98 million

Details Mechanical, pipe spool and E&Q installation for QGC Well Heads

CURRENT PROJECTS



Mt Webber

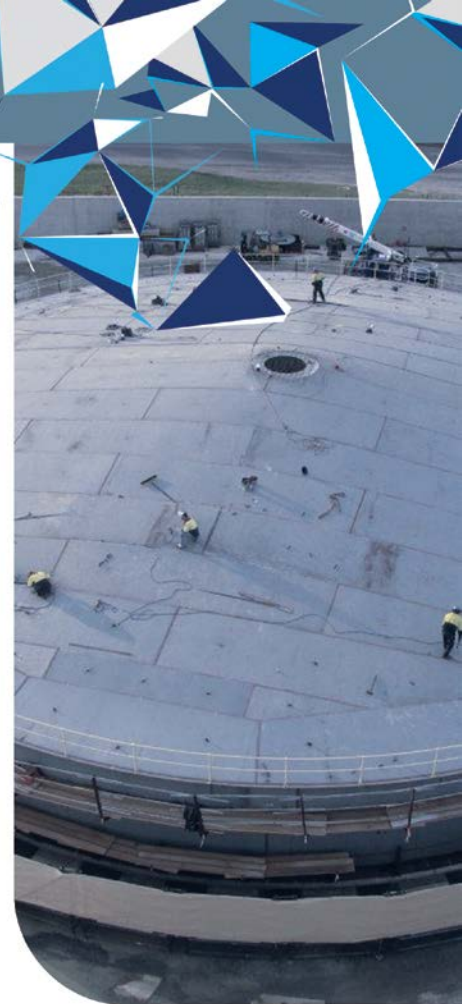
Client **Atlas Iron**

Value **\$14.5 million**

Details Design and construction of a 200 person operations village including 51 modules and associated facilities



- Acquisition of specialist engineering business finalised April 2013
- Expands Decmil Group's service offering within oil & gas industry
- High pressure piping and tanking
- Further expands the Group's presence in Queensland

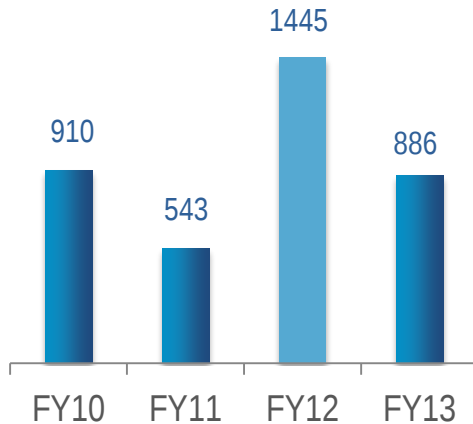


HOMEGROUND VILLAGES



- Continued strong demand for accommodation in Gladstone
- Village completed to 1,392 rooms
- Setting the standard in workforce accommodation
- Facilities management expertise is now realising operating efficiencies and cost minimisation

Decmil Employee Numbers



- Peak staffing in FY13 of 1,623 people, highest on record
- Staff numbers stabilised reflecting current demand
- Increased talent throughout the business, through 'right fit' selection and retention strategies
- Brand and culture program continued to harness competitive advantage
- Leadership initiatives commenced throughout the Group



MANAGEMENT APPOINTMENTS



Jonathon Holmes
Executive General Manager



Todd Strathdee
Chief Strategy & Operating Officer

OUR VALUES

Our core values are:

Safety

Safety and health are what matters most.

People

The people we have are the strength of our business.

Leadership

We take ownership and lead by example at all levels.

Teamwork

Working together and supporting each other to achieve success.

Client Relationships

We have trusting relationships with our clients.

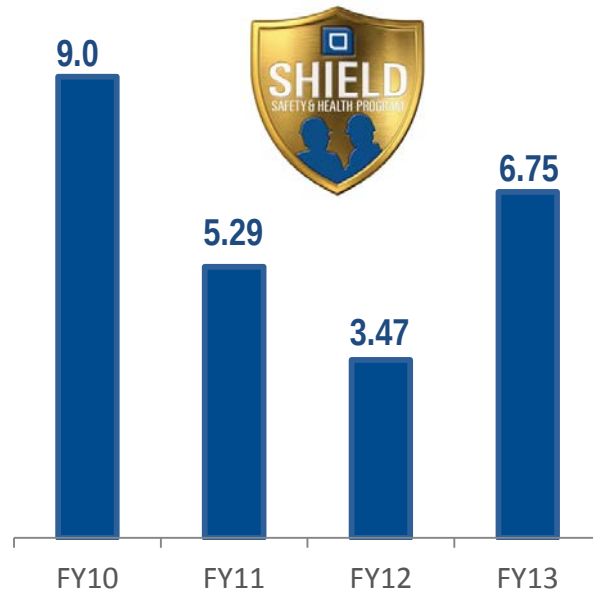
Community

Respect for the community, Indigenous Australians and the environment.





Total Recordable Incident Frequency Rate (TRIFR)



Objective is continuous improvement in safety

- Decline in safety performance due to significant increase in working hours + change in method of project delivery
- Positive HSE leadership is driving improvements and reducing the TRIFR result

Achievements

- Federal safety accreditation (OFSC)



Range of initiatives to support and improve safety performance

- Greater subcontractor engagement and alignment
- Focus on training and alignment for project management personnel
- Increased focus on project start up and mobilisation



OUTLOOK – 2014 AND BEYOND

POSITIVE OUTLOOK



- Highly competitive environment
- Heightened focus on costs
- Market conditions within the mining and oil & gas sectors remain challenging
- A platform of growing and diversified earnings underpins our growth strategy
 - **Committed revenue of \$420 million** across the group, with a positive pipeline at advanced stages
 - Diversified revenues and margin mix lays foundation for **further EPS growth in FY14**
 - Cash flow leads to **repayment of all debt in FY14**, providing capacity for further investment in growth
- Recurring revenue is the focus of our growth strategy
 - **Construction & Engineering:**
 - adjacent, niche services that achieve operating efficiencies for customers
 - an eye to technology as a foundation for recurring revenues
 - **Village Accommodation**
 - capital efficiency and partnering models
 - growth in assets and capabilities
- Looking into our next horizons
 - Utilise our platform of excellence in project management and delivery, customer relationships and cash generation / capital efficiency
 - Further diversification of risk and a focus on macroeconomic drivers

The background of the slide features a faded photograph of a construction site. On the left, a worker is visible on a scissor lift, working on the exterior of a large, light-colored building. The sky is clear and blue. The bottom half of the slide is overlaid with a solid dark blue gradient. On the right side of this blue area, there is a complex, abstract geometric pattern composed of numerous triangles in various shades of blue, white, and grey, creating a crystalline or low-poly effect.

QUESTIONS

A blurred background image showing several people in business attire standing in a modern office or conference room with large glass windows and doors.

2013
DECMIL GROUP LIMITED
ANNUAL GENERAL MEETING
ITEMS OF BUSINESS

A large, abstract graphic composed of numerous overlapping triangles in various shades of blue, white, and grey, creating a complex, crystalline structure that extends across the bottom right portion of the slide.

FINANCIAL STATEMENTS AND REPORTS

To receive and consider the annual financial report of the Company for the financial year ended 30 June 2013 together with the declaration of the directors, the director's report, the Remuneration report and the auditor's report.



RESOLUTION 1

ADOPTION OF REMUNERATION REPORT

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a non-binding resolution:

“That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company’s annual financial report for the financial year ended 30 June 2013.”



RESOLUTION 1

ADOPTION OF REMUNERATION REPORT

Proxy Summary

FOR	111,947,066
AGAINST	1,120,285
ABSTAIN	259,151
PROXY'S DISCRETION	366,070
TOTAL VOTES	113,692,572
% OF SHARES ON ISSUE	67%



RESOLUTION 2

ELECTION OF TREVOR DAVIES AS DIRECTOR

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

“That, for the purpose of clause 13.4 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Mr Trevor Davies, a Director who was appointed as an additional Director on 28 March 2013, retires, and being eligible, is elected as a Director.”



RESOLUTION 2

ELECTION OF TREVOR DAVIES AS DIRECTOR

Proxy Summary

FOR	121,747,254
AGAINST	118,254
ABSTAIN	77,901
PROXY'S DISCRETION	366,070
TOTAL VOTES	122,309,479
% OF SHARES ON ISSUE	73%



RESOLUTION 3

RE-ELECTION OF DENIS CRIDDLE AS DIRECTOR

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

“That, for the purpose of clause 13.2 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Mr Denis Criddle, a Director, retires by rotation, and being eligible, is re-elected as a Director.”



RESOLUTION 3

RE-ELECTION OF DENIS CRIDDLE AS DIRECTOR

Proxy Summary

FOR	119,884,454
AGAINST	1,968,786
ABSTAIN	90,169
PROXY'S DISCRETION	366,070
TOTAL VOTES	122,309,479
% OF SHARES ON ISSUE	73%



RESOLUTION 4

RE-ELECTION OF LEE VERIOS AS DIRECTOR

To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:

“That, for the purpose of clause 13.2 of the Constitution, ASX Listing Rule 14.4 and for all other purposes, Mr Lee Verios, a Director, retires by rotation, and being eligible, is re-elected as a Director.”



RESOLUTION 4

RE-ELECTION OF LEE VERIOS AS DIRECTOR

Proxy Summary

FOR	121,830,340
AGAINST	47,900
ABSTAIN	65,169
PROXY'S DISCRETION	366,070
TOTAL VOTES	122,309,479
% OF SHARES ON ISSUE	73%





2013 ANNUAL GENERAL MEETING