

18 May 2018

The Manager  
ASX Markets Announcements Office  
Australian Securities Exchange Limited  
Level 4, Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir

### **InvoCare Limited – Results from Annual General Meeting**

The Annual General Meeting of InvoCare Limited was held today.

The following resolutions were approved by way of a poll. A summary of the votes cast on a poll is set out in the Appendix.

#### **Resolution 1 - Adoption of Remuneration Report**

*“That the Remuneration Report (which forms part of the Directors’ Report) for the year ended 31 December 2017 be adopted.”*

#### **Resolution 2 - Re-election of Gary Stead**

*“That Gary Stead, who retires by rotation in accordance with the Company’s Constitution, be re-elected as a director of the Company.”*

#### **Resolution 3 - Election of Bart Vogel**

*“That Bart Vogel, being a Director appointed by the Board since the last Annual General Meeting, and who retires in accordance with the Company’s Constitution, be elected as a director of the Company.”*

#### **Resolution 4 - Approval of grant of securities to Martin Earp for 2018**

*“That approval be given, for the purposes of Rule 10.14 of the ASX Listing Rules, and for all other purposes, for the Company to grant to Mr Martin Earp, currently the Chief Executive Officer and Managing Director of the Company (Mr Earp), Options and Performance Rights to a value of \$756,092 for the 2018 financial year in accordance with the rules of the Performance Long Term Incentive Plan and as set out in the Explanatory Notes accompanying this Notice of Annual General Meeting.”*

**Resolution 5 - Approval of potential termination benefits**

*“That for a period of approximately three years commencing from the date this resolution is passed approval be given for all purposes, including Sections 200B and 200E of the Corporations Act (Cth), for the giving of benefits to any person who holds a managerial or executive office in the Company or a related body corporate, in connection with that person ceasing to hold that office or position, on the terms set out in the Explanatory Notes accompanying this Notice of Annual General Meeting.”*

Yours faithfully,



Phillip Friery  
**Company Secretary**

*Encl.*

## Appendix

### Annual General Meeting

Friday, 18 May, 2018

Resolution	Manner in which the security holder directed the proxy to vote (as at proxy close):				Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes For	Votes Against	Votes Discretionary	Votes Abstain	For	Against	Abstain
1 - Adoption of Remuneration Report	41,995,055 88.75%	3,023,526 6.39%	2,302,360 4.87%	186,820	44,084,345 92.49%	3,579,257 7.80%	186,820
2 - Re-election of Gary Stead	43,144,914 90.95%	1,971,885 4.16%	2,322,909 4.90%	93,594	46,166,721 95.84%	2,003,843 4.32%	93,594
3 - Election of Bart Vogel	43,587,916 91.89%	1,509,765 3.18%	2,335,559 4.92%	100,062	46,569,773 96.83%	1,523,288 3.29%	171,097
4 - Approval of grant of securities to Martin Earp for 2018	41,592,189 88.00%	3,377,964 7.15%	2,294,437 4.85%	268,712	44,035,759 91.78%	3,942,530 8.53%	269,731
5 - Approval of potential termination benefits	43,669,487 92.13%	1,367,614 2.89%	2,361,834 4.98%	127,646	46,051,401 95.81%	2,013,104 4.36%	141,191