



The Manager  
Company Announcements Office  
Australian Securities Exchange  
20 Bridge Street  
Sydney NSW 2000

## **ELECTRONIC LODGEMENT**

9 May 2019

Dear Sir/Madam

### **Results of 2019 Annual General Meeting**

In accordance with the ASX Listing Rules, the results of the Smartgroup Corporation Ltd Annual General Meeting held on 9 May 2019 are attached.

All resolutions were passed and decided by way of a poll.

Yours faithfully

A handwritten signature in black ink, appearing to read "Amanda Morgan".

Amanda Morgan  
General Counsel and Company Secretary



ANNUAL GENERAL MEETING  
Thursday, 9 May, 2019

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):				Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
1 ADOPTION OF REMUNERATION REPORT	92,445,744	456,368	220,764	171,687	92,895,439 99.51%	456,368 0.49%	171,687
2 RE-ELECTION OF DIRECTOR - DR IAN WATT AC	96,554,690	167,908	216,974	149,096	100,313,474 99.83%	167,908 0.17%	149,096
3 RE-ELECTION OF DIRECTOR MR GAVIN BELL	96,381,554	341,044	216,974	149,096	100,140,338 99.66%	341,044 0.34%	149,096
4 ELECTION OF DIRECTOR MS CAROLYN COLLEY	96,632,914	84,372	216,974	154,408	100,391,698 99.92%	84,372 0.08%	154,408
5 APPROVAL TO ISSUE SHARES TO MR DEVEN BILLIMORIA	94,751,942	978,310	215,764	169,483	97,177,077 99.00%	983,918 1.00%	169,483
6 APPROVAL OF INCREASE OF THE MAXIMUM AGGREGATE AMOUNT PAYABLE TO NON-EXECUTIVE DIRECTORS AS REMUNERATION	92,649,103	282,142	216,524	146,794	93,087,814 99.70%	284,586 0.30%	151,094

\*\* - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item