



## **CODAN LIMITED**

### **ANNOUNCEMENT – 2014 AGM PROXY RESULTS**

**29 October 2014**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 and ASX Listing Rule 3.13.2:

#### **1. Adoption of Remuneration Report**

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|-----------------------------------------------------------------------|------------|
| • Votes where the proxy was directed to vote “for” the resolution     | 58,886,248 |
| • Votes where the proxy was directed to vote “against” the resolution | 6,263,332  |
| • Votes where the proxy was directed to abstain on the resolution     | 735,416    |
| • Votes where the proxy may vote at its discretion                    | 1,227,474  |

The resolution was passed on a poll as an ordinary resolution. The results were:

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|-------------------------------------------------------|------------|
| • Votes cast “for” the resolution                     | 73,075,434 |
| • Votes cast “against” the resolution                 | 30,320,778 |
| • Votes which abstained from voting on the resolution | 752,416    |

#### **2. Re-election of Director – Lieutenant General Peter Leahy**

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|-----------------------------------------------------------------------|------------|
| • Votes where the proxy was directed to vote “for” the resolution     | 65,578,024 |
| • Votes where the proxy was directed to vote “against” the resolution | 448,057    |
| • Votes where the proxy was directed to abstain on the resolution     | 106,559    |
| • Votes where the proxy may vote at its discretion                    | 1,270,154  |

The resolution was passed on a show of hands as an ordinary resolution.

#### **3. Re-election of Director – Mr David Klingberg**

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|-----------------------------------------------------------------------|------------|
| • Votes where the proxy was directed to vote “for” the resolution     | 65,462,090 |
| • Votes where the proxy was directed to vote “against” the resolution | 415,731    |
| • Votes where the proxy was directed to abstain on the resolution     | 234,965    |
| • Votes where the proxy may vote at its discretion                    | 1,290,008  |

The resolution was passed on a show of hands as an ordinary resolution.

**4. Re-election of Director – Mr James McDowell**

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|-----------------------------------------------------------------------|------------|
| • Votes where the proxy was directed to vote “for” the resolution     | 65,505,877 |
| • Votes where the proxy was directed to vote “against” the resolution | 467,891    |
| • Votes where the proxy was directed to abstain on the resolution     | 140,559    |
| • Votes where the proxy may vote at its discretion                    | 1,288,467  |

The resolution was passed on a show of hands as an ordinary resolution.

**5. Approval of the grant of Performance Rights to Mr Donald McGurk**

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|-----------------------------------------------------------------------|------------|
| • Votes where the proxy was directed to vote “for” the resolution     | 61,547,333 |
| • Votes where the proxy was directed to vote “against” the resolution | 4,211,039  |
| • Votes where the proxy was directed to abstain on the resolution     | 420,697    |
| • Votes where the proxy may vote at its discretion                    | 1,223,725  |

The resolution was passed on a show of hands as an ordinary resolution.

On behalf of the Board



Michael Barton  
Company Secretary