

20<sup>th</sup> November 2014  
Company Announcements  
Australian Securities Exchange Limited  
Level 4, 20 Bridge Street  
SYDNEY NSW 2000  
AUSTRALIA

Dear Sir / Madam

**RE: 2014 Annual General Meeting Results**

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the Corporations Act, Monadelphous Group Limited advises that:

- (a) the following ordinary resolutions put to the Annual General Meeting of the Company held on 20 November 2014 were passed on a show of hands; and
- (b) details of proxy votes received in respect of those resolutions are as set out below.

The Adoption of the Financial Report, Directors' Report and Auditor's Report for the year ended 30 June 2014 did not require a resolution.

**Resolution 1: Election of Director – Re-election of Mr Dietmar Voss**

The instructions given to validly appointed proxies in respect of resolution 1 were as follows:

In Favour	Against	Open	Abstention
27,386,924	213,457	2,303,712	223,449

This motion was carried on a show of hands as an ordinary resolution.

**Resolution 2: Election of Director – Re-election of Mr Peter Dempsey**

The instructions given to validly appointed proxies in respect of resolution 2 were as follows:

In Favour	Against	Open	Abstention
27,354,124	248,804	2,303,202	220,355

This motion was carried on a show of hands as an ordinary resolution.

**Resolution 3: Fees to Non-Executive Directors**

The instructions given to validly appointed proxies in respect of resolution 3 were as follows:

In Favour	Against	Open	Abstention
26,417,351	1,148,404	2,269,874	291,863

This motion was carried on a show of hands as an ordinary resolution.

For personal use only

**Resolution 4: Adoption of Remuneration Report**

The instructions given to validly appointed proxies in respect of resolution 4 were as follows:

In Favour	Against	Open	Abstention
24,771,269	2,101,168	2,267,278	460,873

This motion was carried on a show of hands as an ordinary resolution.

Yours sincerely



ZORAN BEBIC  
Company Secretary

For personal use only