

24 November 2020

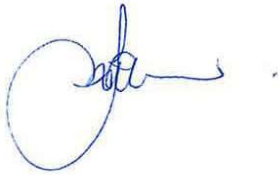
Company Announcements  
Australian Securities Exchange Limited  
Level 4, 20 Bridge Street  
SYDNEY NSW 2000  
AUSTRALIA

Dear Sir / Madam

**RE: 2020 Annual General Meeting Results**

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the Corporations Act, please find attached details of the resolutions put to the 2020 Annual General Meeting of Monadelphous Group Limited held today, and the proxies received and votes cast in respect of each resolution.

Authorised by



Philip Trueman  
Company Secretary

**Annual General Meeting Summary of Proxies and Votes  
24 November 2020**
**Resolution 1: Election of Director – Re-election of Mr Peter Dempsey**

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

For	Against	Abstain	Proxy's discretion
51,046,209	2,473,290	204,384	953,315

This motion was carried on a poll as an ordinary resolution, the results of which were as follows:

For	Against	Abstain
52,184,819 <b>95.44%</b>	2,492,408 <b>4.56%</b>	204,384

**Resolution 2: Election of Director – Re-election of Ms Helen Gillies**

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

For	Against	Abstain	Proxy's discretion
53,028,096	485,433	201,596	962,073

This motion was carried on a poll as an ordinary resolution, the results of which were as follows:

For	Against	Abstain
54,178,764 <b>99.08%</b>	501,251 <b>0.92%</b>	201,596

**Resolution 3: Grant of Options to Managing Director**

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

For	Against	Abstain	Proxy's discretion
43,031,453	7,176,516	346,535	920,041

This motion was carried on a poll as an ordinary resolution, the results of which were as follows:

For	Against	Abstain
44,128,154 <b>85.98%</b>	7,198,114 <b>14.02%</b>	352,690

**Resolution 4: Adoption of Remuneration Report**

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

For	Against	Abstain	Proxy's discretion
48,136,868	2,034,612	294,320	911,084

This motion was carried on a poll as an ordinary resolution, the results of which were as follows:

For	Against	Abstain
49,227,240 <b>96.00%</b>	2,053,730 <b>4.00%</b>	297,475