



NZX Release

19 October 2016

Voting Results from Annual Meeting. Tuesday, 18th October 2016 at 3pm.

At the Annual Meeting of Mercer Group Limited (MGL) held at the George Hotel, 50 Park Terrace, Christchurch, shareholders approved the following resolutions set out in the Notice of Meeting dated 6th October 2016.

The six resolutions and results of the voting are set out below:

2(a) To re-elect Paul Smart (a retiring director). Paul Smart is required to retire by rotation and, being eligible, offers himself for re-election.

Mr Dennehy advised the meeting of resolution 2(a) as above.

The resolution was carried by poll – **98% for**, 2% against, 0% abstain.

2(b) To reappoint by ordinary resolution Deloitte as auditors of Mercer Group Limited and to authorise the directors to fix the auditors' fees for the coming year.

Mr Dennehy advised the meeting of resolution 2(b) as above.

The resolution was carried by poll - **100% for**, 0% against, 0% abstain.

2(c) To authorise and approve the in specie distribution of 4,975,118 ordinary shares and 1,658,375 ordinary shares in the Company from the Murray Capital Rakaia Fund Limited.

Mr Dennehy advised the meeting of resolution 2(c) as above.

The resolution was carried by poll – **97% for**, 3% against, 0% abstain.

2(d) To authorise and approve the issue by the Company of up to 701,933,504 ordinary shares under the Rights Issue (on the basis of 2.25 new ordinary shares for every one existing ordinary share) at \$0.01 per share on the terms and conditions described in the explanatory notes to the notice of meeting.

Mr Dennehy advised the meeting of resolution 2(d) as above.

The resolution was carried by poll – **68% for**, 32% against, 0% abstain.

2(e) To authorise and approve the underwrite by Asset Management Limited, up to a maximum of 701,933,504 ordinary shares in the Company, on the terms and conditions described in the explanatory notes to the notice of meeting.

Mr Dennehy advised the meeting of resolution 2(e) as above.

The resolution was carried by poll – **67% for**, 33% against, 0% abstain.

2(f) To authorise and approve the payment of the Underwriting Fee of \$280,773.40 plus GST (if any) to Asset Management Limited on the terms and conditions described in the explanatory notes to the notice

Mr Dennehy advised the meeting of resolution 2(f) as above.

The resolution was carried by poll – **61% for**, 39% against, 0% abstain.

For any queries please contact:

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