

## Results of Annual General Meeting

In accordance with Listing Rule 3.13.2, Yonder and Beyond Group Limited (ASX Code: YNB) advises that the resolutions contained in the Notice of General Meeting dated 26 October 2016 were passed by the requisite majority of security holders. All resolutions were decided on a show of hands.

The information required by section 251AA(2) of the Corporations Act 2001 (Cth) in respect of each resolution passed and defeated at the meeting is set out below.

### RESOLUTION 1 – APPROVAL FOR THE ACQUISITION OF YONDER & BEYOND

It was resolved as a **non-binding resolution**:

*“That, for the purposes of section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company’s annual financial report for the financial year ended 30 June 2016.”*

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	14,839,153	0	2,251,017	0	17,090,170

### RESOLUTION 2 – RE-ELECTION OF DIRECTOR – MR JOHN BELL

It was resolved as an **ordinary resolution**:

*“That, for the purposes of clause 11.3 of the Constitution, ASX Listing Rule 14.4, and for all other purposes, Mr John Bell, a director of the Company, retires and, being eligible is elected as a Director of the Company.”*

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	17,090,170	0	0	0	17,090,170

### RESOLUTION 3 – APPROVAL OF 10% PLACEMENT CAPACITY

It was resolved as a **special resolution**:

*“That, for the purposes of Listing Rule 7.1A and for all other purposes, approval is given for the issue of Equity Securities totalling up to 10% of the issued capital of the Company at the time of issue, calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions set out in the Explanatory Statement.”*

	For	Against	Abstain	Proxy Discretion	Total
Total number of proxy votes exercisable by all proxies validly appointed	17,090,170	0	0	0	17,090,170

**RESOLUTION 4 – APPROVAL OF ISSUE OF UP TO 4,100,000 SHARES TO RELATED PARTY**

It was resolved as an **ordinary resolution**:

*“That, for the purpose of ASX Listing Rule 10.11 and for all other purposes, Shareholders approve the issue of up to 4,100,000 Shares to Mr Shashi Fernando (or his nominee) a Director and Chief Executive Officer of the Company.”*

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy Discretion</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	16,920,170	170,000	0	0	17,090,170

**RESOLUTION 5 – APPROVAL OF ISSUE OF UP TO 1,726,520 SHARES TO A RELATED PARTY**

It was resolved as an **ordinary resolution**:

*“That, for the purpose of ASX Listing Rule 10.11 and for all other purposes, Shareholders approve the issue of up to 1,726,520 Shares to Mr John Bell (or his Nominee), a Director of the Company.”*

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy Discretion</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	14,669,153	170,000	2,251,017	0	17,090,170

**RESOLUTION 6 – APPROVAL OF FUTURE PLACEMENT OF SHARES**

It was resolved as an **ordinary resolution**:

*“That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, approval is given for the Directors to allot and issue up to 14,370,075 Shares at an issue price of not less than 80% of the volume weighted average market price for Shares on the ASX over the last 5 trading days from date of issue on which sales in the Shares were recorded before the date of the proposed issue and otherwise on the terms and conditions set out in the Explanatory Statement.”*

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy Discretion</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	17,070,170	20,000	0	0	17,090,170

Jay Stephenson  
**COMPANY SECRETARY**