

24 May 2012

Company Announcements  
Australian Securities Exchange  
Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir / Madam

**Results of Annual General Meeting**

ThinkSmart Limited advises, in accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, details of the resolutions and the proxies received in respect of each resolution are set out in the attached proxy summary.

Yours faithfully



Alistair Stevens  
Company Secretary  
ThinkSmart Limited

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**1) REMUNERATION REPORT**

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

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
22,262,364	820,562	481,383	6,013,725

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
28,717,364	820,562	528,183

**2) ELECTION OF DIRECTOR - NANCY FOX**

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

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
26,600,174	217,526	3,846	6,456,121

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

**3) RETIREMENT BY ROTATION AND RE-ELECTION OF DIRECTOR - STEVEN PENGLIS**

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

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
18,389,751	8,426,149	3,846	6,457,921

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

**4) APPROVAL OF LONG TERM INCENTIVE PLAN**

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

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
16,177,792	9,247,156	498,883	6,438,704

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
23,195,171	9,293,956	498,883

**5) APPROVAL OF POTENTIAL TERMINATION BENEFITS UNDER LONG TERM INCENTIVE PLAN**

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

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
24,284,310	1,140,638	498,883	6,438,704

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
31,301,689	1,187,438	498,883

6) **APPROVAL OF PARTICIPATION BY NED MONTARELLO IN LONG TERM INCENTIVE PLAN**

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

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Proxy's discretion</b>
10,494,820	9,358,956	6,060,055	6,438,704

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
17,512,199	9,405,756	6,060,055