



22 May 2014

Manager Companies  
Company Announcements Office  
Australian Securities Exchange Limited  
Level 4, Stock Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir

### **Results of Annual General Meeting**

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

Yours faithfully

A handwritten signature in black ink, appearing to read "Neil Barker".

Neil Barker  
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>
29,061,918	1,391,467	168,160	2,660,721

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

**2) RETIREMENT FROM OFFICE AND ELECTION OF DIRECTOR - MR NED MONTARELLO**

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>
63,147,532	125,889	21,760	2,660,721

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

**3) RETIREMENT BY ROTATION AND RE-ELECTION OF DIRECTOR - MR DAVID GRIFFITHS**

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>
63,100,532	172,889	21,760	2,660,721

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

**4) APPROVAL OF PARTICIPATION BY MR KEITH JONES IN THE EXECUTIVE SHARE OPTION 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>
33,038,555	1,520,172	160,418	394,092

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

**5) APPROVAL OF PARTICIPATION BY MR NED MONTARELLO IN THE 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>
30,295,004	4,283,163	155,978	394,092

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