

**RELEASE TO AUSTRALIAN SECURITIES EXCHANGE (“ASX”)**

**FRIDAY, 14 NOVEMBER 2014**

**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.



**Diane Jones**  
Chief Operating Officer

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1) **Adoption of Remuneration Report**

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

For	Against	Abstain	Proxy's discretion
45,406,924	14,096,292	266,385	761,716

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

For	Against	Abstain
45,962,996	14,546,707	266,385

2) **Re-election of Director - Mr Clive Bowman**

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

For	Against	Abstain	Proxy's discretion
63,828,606	12,929,361	1,390,060	762,716

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

For	Against	Abstain
64,836,093	12,929,361	1,390,060

3) **Re-election of Director - Mr Michael Bowen**

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

For	Against	Abstain	Proxy's discretion
60,846,301	15,923,961	1,377,765	762,716

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

For	Against	Abstain
61,820,927	15,956,822	1,377,765

4) **Re-election of Director - Ms Wendy McCarthy**

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

For	Against	Abstain	Proxy's discretion
76,312,429	433,038	1,392,560	772,716

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

For	Against	Abstain
77,329,916	433,038	1,392,560

5) **Approval for change of Company name**

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

For	Against	Abstain	Proxy's discretion
76,592,139	218,426	1,342,462	757,716

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

For	Against	Abstain
77,594,626	218,426	1,342,462

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14 November 2014

The Chairman  
 Bentham IMF Limited  
 Level 10,  
 39 Martin Place,  
 Sydney NSW  
 AUSTRALIA 2000

**Poll Report**

I, the Returning Officer appointed by you in connection with the voting by poll on the motion set out below at the Annual General Meeting of the Members of Bentham IMF Limited held at The Marble Room, Radisson Plaza Hotel Sydney, 27 O'Connell Street, Sydney NSW 2000 on 14 November 2014 at 9:30 AM, report as follows:

**1) Adoption of Remuneration Report**

	Number	%
Votes cast 'FOR' the motion	45,962,996	75.96
Votes cast 'AGAINST' the motion	14,546,707	24.04
<b>TOTAL VOTES CAST</b>	<b>60,509,703</b>	<b>100.00</b>
Votes "Abstained"	266,385	

The resolution was carried as an ordinary resolution.

**2) Re-election of Director - Mr Clive Bowman**

	Number	%
Votes cast 'FOR' the motion	64,836,093	83.37
Votes cast 'AGAINST' the motion	12,929,361	16.63
<b>TOTAL VOTES CAST</b>	<b>77,765,454</b>	<b>100.00</b>
Votes "Abstained"	1,390,060	

The resolution was carried as an ordinary resolution.

**3) Re-election of Director - Mr Michael Bowen**

	Number	%
Votes cast 'FOR' the motion	61,820,927	79.48
Votes cast 'AGAINST' the motion	15,956,822	20.52
<b>TOTAL VOTES CAST</b>	<b>77,777,749</b>	<b>100.00</b>
Votes "Abstained"	1,377,765	

The resolution was carried as an ordinary resolution.

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4) **Re-election of Director - Ms Wendy McCarthy**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	77,329,916	99.44
Votes cast 'AGAINST' the motion	433,038	0.56
<b>TOTAL VOTES CAST</b>	<b>77,762,954</b>	<b>100.00</b>
Votes "Abstained"	1,392,560	

The resolution was carried as an ordinary resolution.

5) **Approval for change of Company name**

	<b>Number</b>	<b>%</b>
Votes cast 'FOR' the motion	77,594,626	99.72
Votes cast 'AGAINST' the motion	218,426	0.28
<b>TOTAL VOTES CAST</b>	<b>77,813,052</b>	<b>100.00</b>
Votes "Abstained"	1,342,462	

The resolution was carried as a special resolution.



Allan Weinberg  
Returning Officer  
Computershare Investor Services Pty Limited

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