

The Manager  
Company Announcements Office  
Australian Securities Exchange Limited  
Exchange Centre  
Level 4, 20 Bridge Street  
Sydney NSW 2000

22 October 2014

Dear Sir or Madam

**Results of 2014 Annual General Meeting**

In accordance with Listing Rule 3.13.2 and Section 251AA(2) of the Corporations Act 2001, I advise that at the Annual General Meeting of Carlton Investments Limited held earlier today the ordinary resolutions concerning the Remuneration Report, the re-election of Mr G L Herring as a director and the approval of the maximum aggregate amount of \$350,000 out of which directors' fees may be paid and also the special resolution concerning the renewal of the Proportional Takeover Provisions in the Company's Constitution, as set out in the Notice of Meeting, were passed by a show of hands.

The number of votes exercisable by all validly appointed proxies (as at proxy close) was:

<u>Resolution</u>	<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Proxy's Discretion</u>
<b><u>Ordinary Business:</u></b>				
Adoption of the Remuneration Report	786,580	49,808	21,987	205,618 <sup>(1)</sup>
Re-election of Mr G L Herring as a director	16,999,409	0	3,391	221,864 <sup>(2)</sup>

*(1) Includes 169,859 votes where the Chairman had been appointed proxy and had advised that he intended to vote undirected proxies in favour of this item of business.*

*(2) Includes 186,105 votes where the Chairman had been appointed proxy and had advised that he intended to vote undirected proxies in favour of this item of business.*

The number of votes exercisable by all validly appointed proxies (as at proxy close), continued:

<u>Resolution</u>	<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Proxy's Discretion</u>
<b><u>Ordinary Business:</u></b>				
Approval of the maximum aggregate amount of \$350,000 out of which directors' fees may be paid	773,926	63,464	20,985	205,618 <sup>(3)</sup>
<i>(3) Includes 169,859 votes where the Chairman had been appointed proxy and had advised that he intended to vote undirected proxies in favour of this item of business.</i>				
<b><u>Special Business:</u></b>				
Renewal of the Proportional Takeover Provisions in the Company's Constitution	16,995,861	2,940	13,671	212,192 <sup>(4)</sup>

*(4) Includes 176,433 votes where the Chairman had been appointed proxy and had advised that he intended to vote undirected proxies in favour of this item of business.*

Yours faithfully,



P W Horton  
Company Secretary