

# e-business systems ltd

11 November 2008

The Manager  
Company Announcements Office  
Newcastle Stock Exchange Limited  
PO box 283  
Newcastle  
NSW 2303  
Australia

Dear Sir

## **Results of voting at AGM & completion of merger with Corpnet (Australia) Pty Ltd**

This announcement is made further to the announcement dated 10 October reporting exchange of the formal merger agreement.

EBS advises that it has today completed the merger with Corpnet following shareholder approval at the AGM held earlier in the day. All resolutions proposed at the AGM (as set out in the notice of meeting dated 10 October) were duly passed on a show of hands. Details of proxies duly lodged in advance of the AGM are included below.

In accordance with the merger agreement (which became unconditional upon shareholder approval at the AGM) and the arrangements detailed in the circular dated 10 October:

- Corpnet is now a wholly-owned subsidiary of EBS;
- The EBS board has been strengthened through the appointment of Agim Isai as managing director while Jeremy Martineau (though still company secretary) has stepped down from the board;
- EBS' capital structure has been duly reorganised involving the issue of the following securities:
  - 3,975,000 fully paid ordinary shares (on a one-for-two basis) to replace a total of 7,950,000 options previously exerciseable at \$0.15 on or before 30 June 2010;
  - 3,180,000 fully paid ordinary shares (at \$0.10 each) in capitalisation of sums owed to directors and related entities;
  - 262,192,494 fully paid ordinary shares issued as consideration to the former Corpnet shareholders;
  - 50,399,450 fully paid converting performance shares to shareholders on the register at close of business on 31 October;
  - 5,352,778 options for the former Corpnet shareholders to subscribe in cash for ordinary shares at \$0.20 each on or before 30 June 2010;

and consolidation of every four ordinary shares (including those issued above) into a single ordinary share;

**e-business systems ltd**

ACN 107 353 695  
P 1300 130 110 F 07 3009 0067

Registered office & address for correspondence:  
338 / 50 Macquarie Street, Teneriffe, Queensland 4005

- o Application is now being made to the NSX for listing of all ordinary shares so issued as consolidated; and
- o The company's capital structure consequent upon this share consolidation now comprises the following securities:
  - 79,936,736 fully paid ordinary shares;
  - 50,399,450 fully paid converting performance shares;
  - 293,750 options to subscribe in cash for ordinary shares at \$0.60 each on or before 30 June 2010 – options in respect of which the one-for-two share offer was not taken up; and
  - 1,338,194 options to subscribe in cash for ordinary shares at \$0.80 each on or before 30 June 2010 – held by the former Corpnet shareholders.

EBS intends to issue holding statements with details of shareholdings to all shareholders in due course as advised in the circular containing the notice of AGM.

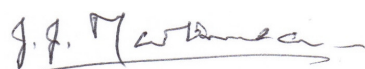
It is expected that substantial shareholder notices will be lodged shortly in respect of the securities held by the former Corpnet shareholders. Those securities are subject to escrow agreements entered into by the former Corpnet shareholders with the NSX under which they are prevented from dealing in 50% of securities held by them respectively for periods of up to twenty-four months from today's date.

Details of proxy duly lodged voting ahead of the AGM are summarised as follows:

Resolution		Valid Proxies				
		For	Against	Abstent'n	Discretion of proxy	Total
1	Financial statements	16,700,297	0	0	11,429,623	28,129,920
2	Ray Soper – re-election	16,636,889	0	63,408	11,429,623	28,129,920
3	David Glavonjic – re-election	16,692,837	0	14,920	11,422,163	28,129,920
4	Directors' fees	14,716,452	0	1,983,845	11,429,623	28,129,920
5	Acquisition of Corpnet	16,700,297	0	0	11,429,623	28,129,920
6	Remuneration report	16,700,297	0	0	11,429,623	28,129,920

Proxies submitted represent in aggregate 55.81% of the issued shares carrying the right to vote. All but one proxy form appointed either the chairman or a named director of the company to represent the shareholder concerned.

Yours faithfully



Company secretary  
e-Business Systems Ltd