

29<sup>th</sup> July 2012

National Stock Exchange of Australia  
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Newcastle NSW 2300

By E-Lodgement

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## NSX COMPANY ANNOUNCEMENT

### Results of 2010 and 2011 Annual General Meeting

#### Chairman:

James Photios, Chief Executive Officer of the Company, attended and had been appointed Alternate Director by John Foley, Richard Licardy, Carey McDowell and Robert Rowlands and was accordingly nominated as Chairman of the Meeting.

The following resolutions were considered at the Annual General Meeting of Shareholders of First Debenture Limited, held at the company's registered office, Unicomb & Associates, on the 17<sup>th</sup> July 2012.

#### Resolutions:

There was no formal address by the Chairman and the Company Secretary declared a quorum.

#### Resolution 1: Remuneration report

To consider, and if thought fit, to pass the following resolution as a **non-binding resolution**:

*"That for the purposes of section 250R(2) of the Corporations Act and for all other purposes, the Company adopts the Remuneration Report for the year ended 30 June 2010 and for the year ended 30 June 2011 as contained in the Annual Report of the Company for the year ended 30 June 2010 and for the year ended 30 June 2011 respectively.*

VOTES FOR	VOTES AGAINST	DISCRETIONARY VOTES	ABSTAIN
12,626,477	2,000	Not applicable	296,000

Passed as a non-binding Resolution

#### Resolution 2: Re-election of Director – Mr Jeffery Dawson

To consider, and if thought fit, to pass, the following resolution as an **ordinary resolution**:

*"That Mr Jeffery Dawson, who retires by rotation in accordance with clause 20.2 of the Constitution of the Company, the NSX Listing Rules and for all other purposes, and being eligible, offers himself for re-election as a Director, be re-elected as a Director of the Company effective immediately upon the close of the Meeting."*

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VOTES FOR	VOTES AGAINST	DISCRETIONARY VOTES	ABSTAIN
13,369,594	Nil	608,488	84,383

The Chairman declared the resolution carried.

**Resolution 3: Re-election of Director – Mr Robert Rowlands**

To consider, and if thought fit, to pass, the following resolution as an **ordinary resolution**:

*“That Mr Robert Rowlands, who retires by rotation in accordance with clause 20.2 of the Constitution of the Company, the NSX Listing Rules and for all other purposes, and being eligible, offers himself for re-election as a Director, be re-elected as a Director of the Company effective immediately upon the close of the Meeting.”*

VOTES FOR	VOTES AGAINST	DISCRETIONARY VOTES	ABSTAIN
13,369,594	Nil	608,488	84,383

The Chairman declared the resolution carried.

**Resolution 4: Confirmation of appointment of Director – Dr Victor Wan**

To consider, and if thought fit, to pass the following resolution as an **ordinary resolution**:

*“That the Director’s appointment of Dr Victor Wan, appointed as a Director on 6 January 2011 be confirmed.”*

VOTES FOR	VOTES AGAINST	DISCRETIONARY VOTES	ABSTAIN
13,369,594	Nil	608,488	84,383

The Chairman declared the resolution carried.

**Resolution 5: Confirmation of appointment of Director – Mr William Nobrega**

To consider, and if thought fit, to pass the following resolution as an **ordinary resolution**:

*“That the Director’s appointment of Mr William Nobrega, appointed as a Director on 31 January 2011 be confirmed.”*

VOTES FOR	VOTES AGAINST	DISCRETIONARY VOTES	ABSTAIN
1,062,884	12,306,710	608,488	84,383

The Chairman declared the resolution lost.

**Resolution 6: Appointment of Auditor**

To consider, and if thought fit, to pass the following resolutions as **ordinary resolutions**:

- a) *“That the reappointment of BCS Assurance Pty Ltd as auditor of the Company be approved.*
- b) *That the remuneration for audit services as determined by the auditor’s schedule of fees be approved.”*

VOTES FOR	VOTES AGAINST	DISCRETIONARY VOTES	ABSTAIN
13,416,294	Nil	608,488	37,687

The Chairman declared the resolution carried.

Yours Faithfully,



Michael Unicom  
**Company Secretary**