



ASX ANNOUNCEMENT Bapcor Limited (ASX: BAP)

ASX Release

21 October 2016

Results of Annual General Meeting

In accordance with Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), Bapcor Limited (the **Company**) advises details of the resolutions and the proxies received in respect of each resolution as set out in the attached proxy summary.

-Ends-

For further information, please contact:

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Bapcor Limited
Annual General Meeting
Friday, 21 October 2016
Voting Results



The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
1 Adoption of Remuneration Report (Non-binding resolution)	Ordinary	126,650,238 75.35%	30,718,794 18.27%	10,734,657 6.38%	3,235,806	137,516,803 81.74%	30,720,794 18.26%	3,235,806	Carried
2 Election of Director - Ms Margaret Haseltine	Ordinary	161,365,163 92.28%	2,754,256 1.58%	10,736,432 6.14%	1,129,239	172,275,797 98.43%	2,754,256 1.57%	1,129,239	Carried
3 Re-Election of Director - Ms Therese Ryan	Ordinary	163,851,988 93.68%	315,236 0.18%	10,736,266 6.14%	1,081,600	174,762,456 99.82%	315,236 0.18%	1,081,600	Carried
4 Ratification of issue of Bearing Wholesalers Consideration Shares	Ordinary	162,475,043 93.56%	446,426 0.26%	10,736,432 6.18%	1,092,622	173,385,677 99.74%	446,426 0.26%	1,092,622	Carried
5 Ratification of issue of Baxters Consideration Shares	Ordinary	163,663,064 93.60%	421,391 0.24%	10,776,432 6.16%	1,114,203	174,613,698 99.76%	421,391 0.24%	1,114,203	Carried
6 Approval of the Long Term Incentive Plan (LTIP)	Ordinary	137,126,915 79.97%	23,610,410 13.77%	10,734,657 6.26%	2,684,826	148,033,774 86.24%	23,612,410 13.76%	2,684,826	Carried
7 Approval of Mr Darryl Abotomey to participate in the LTIP	Ordinary	74,722,570 43.58%	86,005,560 50.16%	10,738,157 6.26%	2,690,251	85,632,929 49.89%	86,007,560 50.11%	2,690,251	Not Carried
8 Approval of the Employee Salary Sacrifice Share Plan (ESSSP)	Ordinary	148,559,314 86.65%	12,153,978 7.09%	10,739,932 6.26%	2,673,584	159,471,448 92.92%	12,155,978 7.08%	2,673,584	Carried
9 Approval to increase remuneration fee cap	Ordinary	159,468,195 93.30%	721,186 0.42%	10,738,157 6.28%	3,199,270	170,353,887 99.56%	747,853 0.44%	3,199,270	Carried
10 Renewal of Proportional Takeover Bid Provisions in Constitution	Special	163,586,169 93.54%	558,949 0.32%	10,739,932 6.14%	1,100,040	174,500,303 99.68%	558,949 0.32%	1,100,040	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.