



19 November 2015

Manager Companies  
Company Announcements Office  
Australian Securities Exchange Limited  
Level 4, Stock Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

**Results of Annual General Meeting  
KNeoMedia Limited (ASX:KNM)**

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise the results of KNeoMedia Limited's 2015 Annual General Meeting.

All resolutions were passed on a unanimous show of hands; details of the resolutions and the proxies received in respect of each resolution are set out in the attached proxy summary.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Sophie Karzis', written over a white background.

**Ms Sophie Karzis**  
Company Secretary

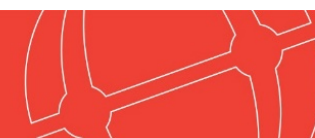
**VALID PROXY FORMS**

RESOLUTION	FOR		AGAINST		DISCRETIONARY		ABSTAIN	
	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders
1 Adoption of Remuneration Report (Non-binding resolution)	11,541,980 98.92%	23 74.19%	21,235 0.18%	4 12.90%	105,013 0.90%	4 12.90%	108,631	2
2 Re-election of Mr Jeffrey Bennett as Director	11,542,043 98.85%	25 78.13%	29,803 0.26%	3 9.38%	105,013 0.90%	4 12.50%	100,000	1
3 Election of Mr Frank Lieberman as Director	11,550,679 98.08%	27 81.82%	121,167 1.03%	2 6.06%	105,013 0.89%	4 12.12%	0	0
4 Ratification of issue of Service Provider Tranche 1 Shares	11,439,671 97.14%	24 72.73%	232,175 1.97%	5 15.15%	105,013 0.89%	4 12.12%	0	0
5 Ratification of issue of Service Provider Tranche 2 Shares	11,439,671 97.14%	24 72.73%	232,175 1.97%	5 15.15%	105,013 0.89%	4 12.12%	0	0
6 Ratification of issue of Converting Loan Shares	11,369,429 96.54%	22 66.67%	232,175 1.97%	5 15.15%	175,255 1.49%	6 18.18%	0	0
7 Ratification of issue of 7.1A Placement Shares	7,480,540 94.83%	21 65.63%	232,175 2.94%	5 15.63%	175,255 2.22%	6 18.75%	0	0
8 Approval of issue of shares to Mr Jeffrey Bennett in lieu of Director's fees	11,360,806 97.37%	23 74.19%	132,167 1.13%	2 6.45%	175,255 1.50%	6 19.35%	108,631	2
9 Approval of 10% Placement Capacity	11,360,798 97.29%	21 65.63%	140,806 1.21%	5 15.63%	175,255 1.50%	6 18.75%	100,000	1



**VALID PROXY FORMS**

RESOLUTION	OPEN – UNAVAILABLE		EXCLUDED		NO INSTRUCTION		TOTAL VOTES	
	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders
1 Adoption of Remuneration Report (Non-binding resolution)	0	0	0	0	0	0	11,776,859	33
2 Re-election of Mr Jeffrey Bennett as Director	0	0	0	0	0	0	11,776,859	33
3 Election of Mr Frank Lieberman as Director	0	0	0	0	0	0	11,776,859	33
4 Ratification of issue of Service Provider Tranche 1 Shares	0	0	0	0	0	0	11,776,859	33
5 Ratification of issue of Service Provider Tranche 2 Shares	0	0	0	0	0	0	11,776,859	33
6 Ratification of issue of Converting Loan Shares	0	0	0	0	0	0	11,776,859	33
7 Ratification of issue of 7.1A Placement Shares	0	0	3,888,889	1	0	0	7,887,970	32
8 Approval of issue of shares to Mr Jeffrey Bennett in lieu of Director's fees	0	0	0	0	0	0	11,776,859	33
9 Approval of 10% Placement Capacity	0	0	0	0	0	0	11,776,859	33



**INVALID PROXY FORMS**

RESOLUTION	FOR		AGAINST		DISCRETIONARY		ABSTAIN	
	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders
1 Adoption of Remuneration Report (Non-binding resolution)	30,989	2	0	0	0	0	0	0
2 Re-election of Mr Jeffrey Bennett as Director	30,989	2	0	0	0	0	0	0
3 Election of Mr Frank Lieberman as Director	30,989	2	0	0	0	0	0	0
4 Ratification of issue of Service Provider Tranche 1 Shares	30,989	2	0	0	0	0	0	0
5 Ratification of issue of Service Provider Tranche 2 Shares	30,989	2	0	0	0	0	0	0
6 Ratification of issue of Converting Loan Shares	30,989	2	0	0	0	0	0	0
7 Ratification of issue of 7.1A Placement Shares	30,989	2	0	0	0	0	0	0
8 Approval of issue of shares to Mr Jeffrey Bennett in lieu of Director's fees	30,989	2	0	0	0	0	0	0
9 Approval of 10% Placement Capacity	30,989	2	0	0	0	0	0	0



**INVALID PROXY FORMS**

RESOLUTION	OPEN – UNAVAILABLE		EXCLUDED		NO INSTRUCTION		TOTAL VOTES	
	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders
1 Adoption of Remuneration Report (Non-binding resolution)	0	0	0	0	0	0	30,989	2
2 Re-election of Mr Jeffrey Bennett as Director	0	0	0	0	0	0	30,989	2
3 Election of Mr Frank Lieberman as Director	0	0	0	0	0	0	30,989	2
4 Ratification of issue of Service Provider Tranche 1 Shares	0	0	0	0	0	0	30,989	2
5 Ratification of issue of Service Provider Tranche 2 Shares	0	0	0	0	0	0	30,989	2
6 Ratification of issue of Converting Loan Shares	0	0	0	0	0	0	30,989	2
7 Ratification of issue of 7.1A Placement Shares	0	0	0	0	0	0	30,989	2
8 Approval of issue of shares to Mr Jeffrey Bennett in lieu of Director's fees	0	0	0	0	0	0	30,989	2
9 Approval of 10% Placement Capacity	0	0	0	0	0	0	30,989	2



**Not Signed:** 0

**Incorrectly Signed:** 2

<b>Issued Capital</b>	<b>Security Class(es)</b>	<b>KNM - ORDINARY FULLY PAID SHARES</b>	<b>171,851,370</b>
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