



15 March 2016

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

**Results of Extraordinary 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 Extraordinary General Meeting held on Tuesday 15 March 2016.

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 faint, larger version of the signature.

**Ms Sophie Karzis**  
Company Secretary

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**VALID PROXY FORMS**

RESOLUTION	FOR		AGAINST		DISCRETIONARY		ABSTAIN	
	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders
1 Ratification of issue of 7.1 Placement Shares	18,973,138 88.82%	28 73.68%	1,657,670 7.76%	5 13.16%	731,409 3.42%	5 13.16%	108,631	2
2 Ratification of issue of 7.1A Placement Shares	18,973,138 88.78%	28 71.79%	1,666,301 7.80%	6 15.38%	731,409 3.42%	5 12.82%	100,000	1
3 Approval of issue of Proposed Placement Securities	21,011,769 92.68%	30 76.92%	927,670 4.09%	4 10.26%	731,409 3.23%	5 12.82%	600,000	2
4 Approval of the Long Term Incentive Plan (LTIP)	18,941,765 81.75%	25 62.50%	3,497,674 15.10%	10 25.00%	731,409 3.16%	5 12.50%	100,000	1
5 Approval of the issue of Performance Rights to Mr James Kellett pursuant to the LTIP	19,887,737 85.46%	25 60.98%	2,651,702 11.39%	11 26.83%	731,409 3.14%	5 12.20%	0	0
6 Approval of the issue of Performance Rights to Mr Jeffrey Bennett pursuant to the LTIP	19,887,737 85.46%	25 60.98%	2,651,702 11.39%	11 26.83%	731,409 3.14%	5 12.20%	0	0
7 Approval of the issue of Performance Rights to Mr Frank Lieberman pursuant to the LTIP	19,887,737 85.46%	25 60.98%	2,651,702 11.39%	11 26.83%	731,409 3.14%	5 12.20%	0	0
8 Approval of the issue of Service Provider Shares	18,638,436 80.53%	23 60.53%	3,775,705 16.31%	10 26.32%	731,409 3.16%	5 13.16%	125,298	3

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**VALID PROXY FORMS**

RESOLUTION	OPEN – UNAVAILABLE		EXCLUDED		NO INSTRUCTION		TOTAL VOTES	
	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders
1 Ratification of issue of 7.1 Placement Shares	0	0	1,800,000	1	0	0	21,470,848	40
2 Ratification of issue of 7.1A Placement Shares	0	0	1,800,000	1	0	0	21,470,848	40
3 Approval of issue of Proposed Placement Securities	0	0	0	0	0	0	23,270,848	41
4 Approval of the Long Term Incentive Plan (LTIP)	0	0	0	0	0	0	23,270,848	41
5 Approval of the issue of Performance Rights to Mr James Kellett pursuant to the LTIP	0	0	0	0	0	0	23,270,848	41
6 Approval of the issue of Performance Rights to Mr Jeffrey Bennett pursuant to the LTIP	0	0	0	0	0	0	23,270,848	41
7 Approval of the issue of Performance Rights to Mr Frank Lieberman pursuant to the LTIP	0	0	0	0	0	0	23,270,848	41
8 Approval of the issue of Service Provider Shares	0	0	0	0	0	0	23,270,848	41

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**INVALID PROXY FORMS**

RESOLUTION	FOR		AGAINST		DISCRETIONARY		ABSTAIN	
	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders
1 Ratification of issue of 7.1 Placement Shares	0	0	34,347	1	0	0	0	0
2 Ratification of issue of 7.1A Placement Shares	0	0	34,347	1	0	0	0	0
3 Approval of issue of Proposed Placement Securities	0	0	34,347	1	0	0	0	0
4 Approval of the Long Term Incentive Plan (LTIP)	0	0	34,347	1	0	0	0	0
5 Approval of the issue of Performance Rights to Mr James Kellett pursuant to the LTIP	0	0	34,347	1	0	0	0	0
6 Approval of the issue of Performance Rights to Mr Jeffrey Bennett pursuant to the LTIP	0	0	34,347	1	0	0	0	0
7 Approval of the issue of Performance Rights to Mr Frank Lieberman pursuant to the LTIP	0	0	34,347	1	0	0	0	0
8 Approval of the issue of Service Provider Shares	0	0	34,347	1	0	0	0	0

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**INVALID PROXY FORMS**

RESOLUTION	OPEN – UNAVAILABLE		EXCLUDED		NO INSTRUCTION		TOTAL VOTES	
	Votes	Holders	Votes	Holders	Votes	Holders	Votes	Holders
1 Ratification of issue of 7.1 Placement Shares	0	0	0	0	0	0	34,347	1
2 Ratification of issue of 7.1A Placement Shares	0	0	0	0	0	0	34,347	1
3 Approval of issue of Proposed Placement Securities	0	0	0	0	0	0	34,347	1
4 Approval of the Long Term Incentive Plan (LTIP)	0	0	0	0	0	0	34,347	1
5 Approval of the issue of Performance Rights to Mr James Kellett pursuant to the LTIP	0	0	0	0	0	0	34,347	1
6 Approval of the issue of Performance Rights to Mr Jeffrey Bennett pursuant to the LTIP	0	0	0	0	0	0	34,347	1
7 Approval of the issue of Performance Rights to Mr Frank Lieberman pursuant to the LTIP	0	0	0	0	0	0	34,347	1
8 Approval of the issue of Service Provider Shares	0	0	0	0	0	0	34,347	1

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Not Signed: 0

Incorrectly Signed: 1

Issued Capital	Security Class(es)	KNM - ORDINARY FULLY PAID SHARES	210,223,592
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