

Count Financial Limited Shareholder Scheme Meeting 25 November 2011

Barry Lambert
Chairman



Count Directors



Alden Halse
Non-Executive
Director



Andrew Geddes
Non-Executive
Director
Remuneration
Committee Chair



Noel Davis
Non-Executive
Director
Risk & Compliance
Chair
CCF Chair



Joycelyn Morton
Non-Executive
Director
Board Audit
Committee Chair



Andrew Gale
Chief Executive
Officer /
Managing Director

Share Scheme Resolution

‘That pursuant to and in accordance with the provisions of section 411 of the Corporations Act, the scheme of arrangement proposed between Count Financial Limited and the holders of its fully paid ordinary shares, designated the ‘Share Scheme’, as contained in and more particularly described in the Scheme Booklet accompanying the notice convening this meeting, is agreed to (with or without any modifications or conditions required by the Court to which Count Financial Limited and Commonwealth Bank of Australia agree) and, subject to approval of the Share Scheme by the Court, the board of directors of Count Financial Limited is authorised to implement the Share Scheme with any such modifications or conditions.’

Share Scheme Resolution

Proxy Results

	FOR	AGAINST	TOTAL FOR/ AGAINST	% FOR	ABSTAIN	OPEN (NOT CHAIRMAN)	TOTAL PROXY VOTES
VOTES	181,861,532	1,132,826	182,994,358	99.38%	61,238	0	183,055,596
NO. OF VOTERS	1,245	68	1,313	94.82%	5	0	1,318

QUESTIONS

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Barry Lambert
Chairman

