



ASX RELEASE 17 June 2016

RESULTS OF GENERAL MEETING OF SHAREHOLDERS 17 JUNE 2016

In accordance with Listing Rule 3.13.2, Applabs Technologies Ltd (ASX: ALA the Company) advises that all Resolutions put to Shareholders at the General Meeting held today were passed by the requisite majority of shareholders.

The information required by section 251 AA(2) of the Corporations Act 2001 (Cth) in respect of each resolution passed at the meeting is set out below.

Resolution 1 Change to scale and nature of activities

It was resolved as an ordinary resolution:

"That, subject to each of Resolutions 2 -17 (inclusive) being passed, for the purposes of Listing Rule 11.1.2 and for all other purposes, the Company be authorised to make a significant change to the scale and nature of its activities on the terms and conditions in the Explanatory Memorandum."

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	2,323,566	0	3,630,000	5,063,750	11,017,316

Resolution 2 Authority to issue Capital Raising Shares

It was resolved as an ordinary resolution:

*"That, subject to each of Resolutions 1 and 3-17 (inclusive) being passed, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve and authorise the Directors to issue up to 37,049,969 Shares (**Capital Raising Shares**) each at an issue price of \$0.10 to raise \$3,704,996.90 (**Capital Raising**) on the terms and conditions set out in the Explanatory Memorandum."*



	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	5,493,566	20,000	0	5,503,750	11,017,316

Resolution 3 – Authority to issue Facilitator Securities

It was resolved as an ordinary resolution:

“That, subject to each of Resolutions 1,2 and 4-17 (inclusive) being passed, for the purposes of sections 195(4) and 208 of the Corporations Act, Listing Rule 10.11 and for all other purposes, approval is given for the Directors to:

- (a) *issue up to 10,000,000 Shares to the Facilitator (or its nominees); and*
- (b) *grant up to 30,000,000 Facilitator Options to the Facilitator (or its nominees) exercisable at \$0.15 each on or before the date which is 2 years from their date of issue,*

on the terms set out in the Explanatory Memorandum.”

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	2,303,566	20,000	3,630,000	5,063,750	11,017,316

Resolution 4 – Authority to grant Adviser Options

It was resolved as an ordinary resolution:

“That, subject to each of Resolutions 1-3 (inclusive) and 5-17 (inclusive) being passed, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve and authorise the Directors to grant up to 2,000,000 Adviser Options to the Advisers (or their nominees) exercisable at \$0.25 each on or before 31 December 2016 on the terms and conditions, set out in the Explanatory Memorandum.”



	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	5,513,566	0	0	5,503,750	11,017,316

Resolution 5 – Authority to grant Placement Options

It was resolved as an ordinary resolution:

“That, subject to each of Resolutions 1-4 (inclusive) and 6-17 (inclusive) being passed, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve and authorise the Directors to grant up to 4,500,000 Placement Options exercisable at \$0.25 each on or before 31 December 2016 to the Placees (or their nominees) on the terms and conditions, set out in the Explanatory Memorandum.”

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	3,743,566	20,000	3,545,250	3,708,500	11,017,316

Resolution 6 – Appointment of Benjamin Hutt as a Director

It was resolved as an ordinary resolution:

“That, subject to each of Resolutions 1-5 (inclusive) 6-17 (inclusive) being passed, in accordance with clause 13.3 of the Constitution, with effect from the date the Takeover Offer becomes Unconditional, Mr Benjamin Hutt be appointed as a Director.”

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	5,513,566	0	0	5,503,750	11,017,316



Resolution 7 – Appointment of Paul Bird as a Director

It was resolved as an ordinary resolution:

“That, subject to each of Resolutions 1-6 (inclusive) and 7-17 (inclusive) being passed, in accordance with clause 13.3 of the Constitution, with effect from the date the Takeover Offer becomes Unconditional, Paul Bird be appointed as a Director.”

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	5,513,566	0	0	5,503,750	11,017,316

Resolution 8 – Appointment of Trevor Loewensohn as a Director

It was resolved as an ordinary resolution:

“That, subject to each of Resolutions 1-7 (inclusive) and 9-17 (inclusive) being passed, in accordance with clause 13.3 of the Constitution, with effect from the date the Takeover Offer becomes Unconditional, Trevor Loewensohn be appointed as a Director.”

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	5,513,566	0	0	5,503,750	11,017,316

Resolution 9 – Change of company name

It was resolved as a special resolution:

“That, subject to each of Resolutions 1-8 (inclusive) and 10-17 (inclusive) being passed, with effect from the Completion, the name of the Company be changed to Search Party Group Ltd.”



	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	5,513,566	0	0	5,503,750	11,017,316

Resolution 10 – Authority for Existing Directors to participate in the Capital Raising

It was resolved as an ordinary resolution:

“That, subject to each of Resolutions 1-9 (inclusive) and 11-17 (inclusive) being passed, for the purpose of Listing Rule 10.11, and for all other purposes, Shareholders approve and authorise the Existing Directors to participate in the Capital Raising to the extent of up to 1,500,000 Shares each at an issue price of \$0.10, allocated as follows:

- (a) up to 500,000 Shares to Patrick Glovac (and/or his nominees);*
 - (b) up to 500,000 shares to Rocco Tassone (and/or his nominees); and*
 - (c) up to 500,000 Shares to Charles Thomas (and/or his nominees),*
- on the terms and conditions set out in the Explanatory Memorandum.”*

	For	Against	Excluded	Proxy Discretion	Total
a) Total number of valid proxy votes	2,303,566	20,000	3,630,000	5,063,750	11,017,316
b) Total number of valid proxy votes	2,303,566	20,000	3,630,000	5,063,750	11,017,316
c) Total number of valid proxy votes	2,303,566	20,000	3,630,000	5,063,750	11,017,316

Resolution 11 – Ratification of Prior Issues

It was resolved as an ordinary resolution:

To consider and, if thought fit, to pass with or without amendment, the following resolution as an **ordinary resolution**:

“That, subject to each of Resolutions 1-10 (inclusive) and 12-17 (inclusive) being passed, for the purpose of Listing Rule 7.4, and for all other purposes, Shareholders ratify the following prior issues of the Company:



(a) 2,000,000 Shares issued pursuant to ASX Listing Rule 7.1;

(b) 3,375,000 Shares issued pursuant to ASX Listing Rule 7.1; and

(c) 1,125,000 Shares issued pursuant to ASX Listing Rule 7.1,

on the terms and conditions set out in the Explanatory Memorandum.”

	For	Against	Excluded	Proxy Discretion	Total
a) Total number of valid proxy votes	3,763,566	0	3,545,250	3,708,500	11,017,316
b) Total number of valid proxy votes	3,743,566	20,000	3,545,250	3,708,500	11,017,316
c) Total number of valid proxy votes	3,743,566	20,000	3,545,250	3,708,500	11,017,316

Resolution 12 – Adoption of Employee Share Option Plan

It was resolved as an ordinary resolution:

“That, subject to each of Resolutions 1-11 (inclusive), 13-17 (inclusive) being passed, for the purpose of ASX Listing Rule 7.2 (Exception 9(b)) and for all other purposes, approval is given for the Company to adopt an employee incentive scheme titled Employee Share Option Plan on the terms and conditions set out in the Explanatory Memorandum.”

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	2,303,566	20,000	3,630,000	5,063,750	11,017,316

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Resolution 13 – Adoption of Employee Performance Rights Plan

It was resolved as an ordinary resolution:

“That, subject to each of Resolutions 1-12 (inclusive) and 14-17 (inclusive) being passed, for the purpose of ASX Listing Rule 7.2 (Exception 9(b)) and for all other purposes, approval is given for the Company to adopt an employee incentive scheme titled Employee Performance Rights Plan on the terms and conditions set out in the Explanatory Memorandum.”

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	2,303,566	20,000	3,630,000	5,063,750	11,017,316

Resolution 14 – Authority to grant Performance Rights to Proposed Director – Benjamin Hutt

It was resolved as an ordinary resolution:

“That, subject to and conditional upon the passing of Resolutions 1-13 (inclusive) and 15-17 (inclusive), and for the purposes of section 208 of the Corporations Act, ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant to Mr Benjamin Hutt (or his nominees) a total of 5,409,224 Performance Rights under the Performance Rights Plan, on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	2,303,566	20,000	3,630,000	5,063,750	11,017,316



Resolution 15 – Authority to grant Performance Rights to Proposed Director – Paul Bird

It was resolved as an ordinary resolution:

“That, subject to and conditional upon the passing of Resolutions 1-14 (inclusive) 16 and 17, and for the purposes of section 208 of the Corporations Act, ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant to Mr Paul Bird (or his nominees) a total of 400,000 Performance Rights under the Performance Rights Plan, on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	2,303,566	20,000	3,630,000	5,063,750	11,017,316

Resolution 16 – Authority to grant Performance Rights to Proposed Director – Trevor Loewensohn

It was resolved as an ordinary resolution:

“That, subject to and conditional upon the passing of 1-15 (inclusive) 17, and for the purposes of section 208 of the Corporations Act, ASX Listing Rule 10.14 and for all other purposes, approval is given for the Company to grant to Mr Trevor Loewensohn (or his nominees) a total of 200,000 Performance Rights under the Performance Rights Plan, on the terms and conditions set out in the Explanatory Statement.”

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	2,303,566	20,000	3,630,000	5,063,750	11,017,316



Resolution 17 – Authority to grant Private Treaty Options

It was resolved as an ordinary resolution:

“That, subject to each of Resolutions 1-16 (inclusive) being passed and the Private Treaty Offer being accepted, for the purposes of Listing Rule 7.1 and for all other purposes, Shareholders approve and authorise the Directors to grant up to 91,918 Private Treaty Options exercisable at \$1.08 each on or before 10 July 2022 to the TSP Optionholder (A Class) (or nominees) on the terms and conditions, set out in the Explanatory Memorandum.”

	For	Against	Excluded	Proxy Discretion	Total
Total number of valid proxy votes	5,513,566	0	0	5,503,750	11,017,316

By order of the Board

Anna MacKintosh
Company Secretary
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