

ASX Announcement



27 November 2024

Annual General Meeting – Results of Meeting

The outcome of each of the resolutions conducted at the Cardno Limited (ASX:CDD) (**Cardno** or the **Company**) Annual General Meeting held on Wednesday, 27 November 2024 are as follows:

Item	Resolution	Outcome
1	Election of Susan Rozario	Passed as an ordinary resolution
2	Re-election of Nathaniel Thomson	Passed as an ordinary resolution
3	Adoption of Remuneration Report	Passed as a non-binding advisory resolution
4	Removal from the Official List of ASX	Passed as a special resolution

All resolutions put to the Annual General Meeting were decided by way of a poll. In accordance with ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth) (**Corporations Act**), the total number of proxies received, the total number of votes cast on each poll, and the manner in which each of these votes were cast, are included in the attached document.

Cardno advises that the resolution for the Company's delisting (being Resolution 4) was passed as a special resolution. Accordingly, the Company will be able to proceed with the delisting and the Company will be removed from the Official List of the ASX on or around Friday, 17 January 2025.

The Company notifies Shareholders that if they wish to sell their Shares on the ASX, they will need to do so before the Company's suspension from trading (which is expected to be in effect from the close of trade on Tuesday, 14 January 2025). Thereafter, Shareholders will only be able to sell their Shares by way of off-market private transactions, which will require Shareholders to identify and agree terms with potential purchasers of the Shares in accordance with the Cardno constitution and the Corporations Act. The Company can provide no assurances or guarantees that a liquid market for Shares will exist.

Consequently, if Shareholders wish to sell their Shares before the Company commences the winding up process previously notified to the ASX, they should take advantage of the ability to sell their Shares on the ASX before the Company's suspension from trading.

This announcement has been authorised for release by the Company Secretary.

– ENDS –

For further information contact:

Susan Rozario

Interim Chief Financial Officer

t: +61 2 9220 8100

m: +61 412 585 497

e: Susan.rozario@cddho.com.au

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

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 Election of Susan Rozario	Ordinary	24,584,425 99.97%	4,204 0.02%	3,388 0.01%	22,902	24,587,813 99.98%	4,204 0.02%	39,389	Carried
2 Re-election of Nathaniel Thomson	Ordinary	24,581,338 99.96%	7,961 0.03%	3,388 0.01%	22,232	24,584,726 99.97%	7,961 0.03%	38,719	Carried
3 Adoption of Remuneration Report	Ordinary	24,533,114 99.83%	38,384 0.16%	3,388 0.01%	25,171	24,536,502 99.78%	54,871 0.22%	25,171	Carried
4 Removal from the Official List of ASX	Special	24,359,317 99.08%	224,309 0.91%	3,388 0.01%	27,905	24,362,705 99.09%	224,309 0.91%	44,392	Carried

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