



ASX ANNOUNCEMENT

Results of Annual General Meeting

Perth, 29 November 2013: VDM Group Ltd (ASX:VMG; “VDM” or “the Company”) wishes to announce the results of the Annual General Meeting and the Directors would like to thank shareholders for their attendance.

VDM wishes to confirm the following changes to its Board, Mr Richard Mickle and Mr Barry Nazer have resigned effective today and Dr Dongyi Hua has taken over as Executive Chairman and interim CEO, whilst Mr Michael Perrott remains on the board as deputy chairman. VDM wishes to thank Mr Mickle and Mr Nazer for their service.

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, set out in the attachment are the details of the resolutions passed and the proxies received in relation to each resolution in the Notice of Meeting.

BOARD & MANAGEMENT

Dr Dongyi Hua
MANAGING DIRECTOR

Mr Michael Delany Perrott AM
NON-EXECUTIVE CHAIRMAN

Mr Xiangyang Ru
NON-EXECUTIVE DIRECTOR

Mr Michael Fry
NON-EXECUTIVE DIRECTOR

Ms Samantha Drury
CHIEF FINANCIAL OFFICER
COMPANY SECRETARY

REGISTERED OFFICE

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CONTACT DETAILS

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WEBSITE

vdmgroup.com.au

SHARE REGISTRY

Computershare Investor
Services Pty Limited
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Melbourne, VIC 2975
Tel: 1300 850 505

ASX CODE

VMG

29 November 2013

**RESULTS OF RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING HELD FRIDAY
29 NOVEMBER 2013 AT THE MOSMAN BAY ROOM, HYATT REGENCY PERTH
99 ADELAIDE TERRACE, PERTH, WESTERN AUSTRALIA**

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, set out below are the details of the resolutions passed and the proxies received in relation to each resolution in the Notice of Meeting:

RESOLUTION 1: Adoption of the Remuneration Report

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
275,995,960	16,252,454	3,105,262	7,637,669

The motion was carried as an ordinary resolution on a show of hands.

RESOLUTION 2: Election of Mr Xiangyang Ru as a Director

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
295,326,261	3,479,587	4,128,297	7,485,768

The motion was carried as an ordinary resolution on a show of hands.

RESOLUTION 3: Issue of Conversion Shares to H&H Holdings Australia Pty Ltd

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's Discretion
297,201,631	2,141,995	3,560,394	7,515,893

The motion was carried as an ordinary resolution on a show of hands.

RESOLUTION 4: Approval to grant security arrangements in respect of the New Facility

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's Discretion
295,339,088	3,975,388	3,620,394	7,485,043

The motion was carried as an ordinary resolution on a show of hands.

RESOLUTION 5: Ratification of Prior Issues of Shares

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's Discretion
294,769,300	4,539,261	3,645,459	7,465,893

The motion was carried as an ordinary resolution on a show of hands.

RESOLUTION 6: Issue of Shares to Jimblebar Creditors

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's Discretion
296,559,266	5,900,653	472,501	7,487,493

The motion was carried as an ordinary resolution on a show of hands.

SPECIAL BUSINESS

RESOLUTION 7: Approval of 10% Enhanced Placement Facility

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's Discretion
288,776,860	9,206,065	3,415,620	9,021,368

The motion was carried as a special resolution on a show of hands.

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