

ASX Announcement

GPS ALLIANCE HOLDINGS LIMITED

26 May 2017

The Manager Companies
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

(2 pages by email)

Dear Madam,

ANNUAL GENERAL MEETING

In accordance with Listing Rule 3.13.2, we advise that all resolutions put to shareholders at today's Annual General Meeting of Members as set out in the attached Notice of Meeting were passed on a show of hands.

We advise that a total of 18,029,463 votes were cast by proxy as follows:

	For	Open	Against	Abstain
Resolution 1	17,977,243	10,920	1,300	40,000
Resolution 2	18,017,243	10,920	1,300	-
Resolution 3	18,017,243	10,920	1,300	-
Resolution 4	18,017,243	10,920	1,300	-
Resolution 5	18,015,813	12,350	1,300	-
Resolution 6	18,017,243	10,920	1,300	-

For and on behalf of the Board.

Marcelo Mora
Company Secretary
GPS Alliance Holdings Limited

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that GPS Alliance Holdings Limited Annual General Meeting of members is to be convened at 106 International Road, Singapore 629175 on Friday 26 May 2017 at 3:00pm (Singapore time) / 5:00pm (AEST).

AGENDA

ORDINARY BUSINESS **Financial Statements**

To receive and consider the Company's Annual Financial Report, the Directors' Report and the Auditor's Report for the year ended 31 December 2016.

To consider and, if thought fit, pass the following resolutions, with or without amendment:

Resolution 1 Adoption of the Remuneration Report

'That the Remuneration Report for the year ended 31 December 2016 be and is hereby adopted.'

Resolution 2 Re-election of a Director

'That David Richard Laxton be and is hereby re-elected as a Director.'

Resolution 3 Re-election of a Director

'That Marcelo Mora be and is hereby re-elected as a Director.'

Resolution 4 Re-election of a Director

'That Andrew Bryden Skinner be and is hereby re-elected as a Director.'

Resolution 5 Change of Auditor

'That for the purposes of section 327B of the *Corporations Act 2001* and for all other purposes, Lo Surdo Braithwaite Audit and Assurance Pty Ltd, having been nominated to act as the Company's auditor and having consented to act, be and are hereby appointed as the Company's auditor, effective immediately.'

Resolution 6 Approval of the Proposed Issue and allotment of Shares

'That, for the purposes of ASX Listing Rule 7.1, the proposed issue and allotment of up to 21,400,000 fully paid ordinary shares in the Company as set out in the Explanatory Memorandum attached to this Notice of Meeting be and is hereby approved.'

To transact any other business that may be brought forward in accordance with the Company's Constitution.

By order of the Board
Marcelo Mora
Company Secretary
26 April 2017