

MELBOURNE IT LIMITED ANNUAL GENERAL MEETING

Minutes of the Annual General Meeting of Melbourne IT Limited, ACN 073 716 793 held at the Theatre, 1 Spring Street, Melbourne, on Tuesday 27 May 2014, commencing at 11:00am.

Present: Mr Simon Jones (Chairman)
Mr Robert Stewart
Mr Tom Kiing
Ms Naseema Sparks
Mr Larry Bloch
Mr Martin Mercer (CEO/Managing Director)
Ms Peter Findlay (CFO)
Mr Arnaud Desprets (Company Secretary)
17 Shareholders; and
23 other attendees / visitors

In attendance: Ms Joanne Lonergan, Ernst & Young

1 Agenda Item 1 – Financial Statements and Reports

The Financial Statements and the Reports of the Directors and Auditor for the financial year ended 31 December 2013 were tabled by the Chairman.

2 Agenda Item 2 – Re-election and Election of Directors

- (a) The Chairman stated that Mr Robert Stewart retired by rotation in accordance with rule 9.3 of the Company's Constitution and, being eligible, offered himself for re-election.

IT WAS RESOLVED THAT:

Mr Robert Stewart be re-elected a director of Melbourne IT Ltd.

This resolution was passed on a show of hands. In addition there were 43,357,609 proxies voted in favour, 501,874 proxies voted against, 48,460 proxies abstained and 596,510 proxies open.

- (b) The Chairman stated that Ms Naseema Sparks retired by rotation in accordance with rule 9.3 of the Company's Constitution and, being eligible, offered herself for re-election.

IT WAS RESOLVED THAT:

Ms Naseema Sparks be re-elected a director of Melbourne IT Ltd.

This resolution was passed on a show of hands. In addition there were 43,358,408 proxies voted in favour, 497,375 proxies voted against, 52,160 proxies abstained and 596,510 proxies open.

- (c) The Chairman stated that Mr Larry Bloch was appointed by the Board of Directors of the Company in accordance with rule 9.9 of the Company's constitution to hold office until the next shareholder meeting and, being eligible, offered himself for election.

IT WAS RESOLVED THAT:

Mr Larry Bloch be elected a director of Melbourne IT Ltd.

This resolution was passed on a show of hands. In addition there were 35,423,715 proxies voted in favour, 8,396,574 proxies voted against, 87,160 proxies abstained and 596,881 proxies open.

3 Agenda Item 3 – Adoption of the Remuneration Report for the Year Ended 31 December 2013

The Chairman stated that the Company sought the approval of shareholders to adopt the Remuneration Report for the year ended 31 December 2013.

This resolution was passed on a show of hands. In addition there were 30,133,193 proxies voted in favour, 595,664 proxies voted against, 91,070 proxies abstained and 592,510 proxies open.

4 Agenda Item 4 – LTI Plan – Approval of Melbourne IT Long Term Incentive Plan FY 2014

The Chairman stated that the Company sought approval that any equity securities issued under the Melbourne IT Long Term Incentive Plan FY 2014 be approved for all purposes, including as an exception to ASX Listing Rule 7.1 (Exception 9 of ASX Listing Rule 7.2), during the three years following the date of this meeting.

This resolution was passed on a show of hands. In addition there were 43,180,829 proxies voted in favour, 686,403 proxies voted against, 53,311 proxies abstained and 583,910 proxies open.

5 Agenda Item 5 – LTI Plan – Approval to Grant Performance Rights to the Managing Director and Chief Executive Officer

The Chairman stated that the Company sought approval to be given for the issue of 296,610 performance rights and for the issue of shares on vesting of those rights, to the Managing Director and Chief Executive Officer, under the Melbourne IT Long Term Incentive Plan FY 2014 grant.

This resolution was passed on a show of hands. In addition there were 43,147,345 proxies voted in favour, 719,146 proxies voted against, 50,540 proxies abstained and 587,422 proxies open.

6 Agenda Item 6 - Approval of potential termination benefits provided to the Managing Director and Chief Executive Officer

The Chairman stated that the Company sought approval to be given for the giving of potential benefits to the Managing Director & CEO, Mr Martin Mercer, in connection with him ceasing to hold a managerial or executive office or position of employment in the Company or a related body corporate.

This resolution was passed on a show of hands. In addition there were 42,805,552 proxies voted in favour, 1,067,701 proxies voted against, 33,740 proxies abstained and 597,460 proxies open.

7 Agenda Item 7 - Approval of shares issued to Corpsand Pty Ltd under ASX Listing Rule 7.1

The Chairman stated that the Company sought approval, for the purposes of ASX Listing Rule 7.1, to be given to the 9,208,363 ordinary shares issued to Corpsand Pty Ltd.

This resolution was passed on a show of hands. In addition there were 34,168,782 proxies voted in favour, 379,802 proxies voted against, 101,066 proxies abstained and 646,440 proxies open.

8 Agenda Item 8 - Financial Assistance

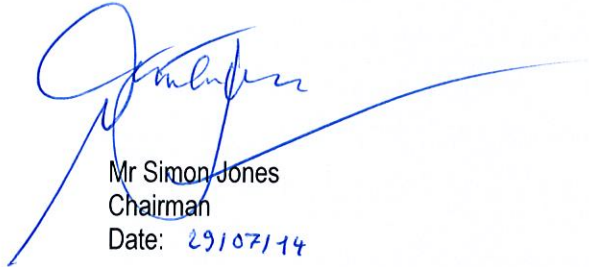
The Chairman stated that the Company sought approval, in accordance with section 260B(2) of the Corporations Act 2001 (Cth), to be given for the provision of financial assistance by the Companies acquired for the Netregistry Group acquisition.

This resolution was passed on a show of hands. In addition there were 43,165,601 proxies voted in favour, 513,376 proxies voted against, 186,416 proxies abstained and 639,060 proxies open.

Closure

There being no further business, the Chairman closed the meeting at 12.30 pm

Confirmed as a correct record.



Mr Simon Jones
Chairman
Date: 29/07/14