

**GUD Holdings Limited**

A.B.N. 99 004 400 891

245 Sunshine Road
Tottenham, Vic 3012
Australia.PO Box 62 Sunshine,
Vic 3020 Australia

Telephone: +61 3 9243 3333

Facsimile: +61 3 9243 3300

Email: gudhold@gud.com.au

Internet: www.gud.com.au

20 October 2004

Company Announcements Office
Australian Stock Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

**Annual General Meeting
GUD Holdings Limited**

As required by section 251AA(2) of the Corporations Act the following statistics are provided in respect to each motion on the agenda. In respect to each motion the total number of votes exercisable by all validly appointed proxies was:

Re-election of Director - Mr Clive Hall

- | | |
|------------------------------------------------------------------------------------------|------------|
| <input type="checkbox"/> Votes where the proxy directed to vote 'for' the motion | 23,092,710 |
| <input type="checkbox"/> Votes where the proxy was directed to vote 'against' the motion | 14,734 |
| <input type="checkbox"/> Votes where the proxy may exercise a discretion how to vote | 1,402,783 |

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 116,797

The results of voting on each motion is as follows:

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



Election of Director - Mr Ross Herron

<input type="checkbox"/> Votes where the proxy directed to vote 'for' the motion	23,123,071
<input type="checkbox"/> Votes where the proxy was directed to vote 'against' the motion	23,695
<input type="checkbox"/> Votes where the proxy may exercise a discretion how to vote	1,425,913

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 54,345

The results of voting on each motion is as follows:

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

Increase in Directors' Fees

<input type="checkbox"/> Votes where the proxy directed to vote 'for' the motion	19,160,240
<input type="checkbox"/> Votes where the proxy was directed to vote 'against' the motion	3,780,229
<input type="checkbox"/> Votes where the proxy may exercise a discretion how to vote	710,849

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 258,782

The results of voting on each motion is as follows:

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

Dated this 20th day of October 2004



Lawrence Tutton
Company Secretary