

**ASX Media Release**

28 January 2016

## iProperty shareholders vote in favour of Scheme

iProperty Group Limited (**iProperty**) (**ASX: IPP**) announces that the requisite majorities of iProperty shareholders today voted in favour of the scheme of arrangement between iProperty and its shareholders (**Scheme**), which is described in iProperty's scheme booklet dated 14 December 2015, under which REA Group Limited will acquire all the issued ordinary shares in iProperty (which a member of the REA Group does not already own) through its newly incorporated subsidiary Austin Bidco Pty Ltd.

### Voting results

iProperty advises that the resolution to approve the Scheme, as set out in the Notice of Scheme Meeting dated 14 December 2015, was passed by the requisite majorities of shareholders, with:

- 91.03% of iProperty shareholders present and voting (either in person or by proxy) in favour of the resolution; and
- 97.48% of votes cast in favour of the resolution.

A full copy of the poll report submitted by the returning officer as appointed by iProperty is attached in Annexure A.

The results of the poll were as follows:

	For	Against	Abstain*	Total Votes
Votes	76,293,772	1,972,320	3663	78,266,092
Holders	487	48	1	535
Percentage of votes	97.48%	2.52%		100%
Percentage of holders	91.03%	8.97%		100%

\* Note that votes relating to a shareholder who abstains from voting are not counted in determining the requisite majorities.

The proxies received were as follows:

	For	Against	Abstain*	Open	Total Votes
Votes	75,692,188	1,964,820	3,663	559,362	78,216,370
Holders	432	47	1	54	533
Percentage of votes	96.77%	2.51%		0.72%	100%
Percentage of holders	81.05%	8.82%		10.13%	100%

\* Note that votes relating to a shareholder who abstains from voting are not counted in determining the requisite majorities.

## Timetable

The Scheme remains subject to the approval of the Federal Court of Australia at a court hearing currently scheduled for 10:15am on 2 February 2016.

The key dates for implementation of the Scheme are set out below.

Event	Date
Election Time for the Mixed Consideration	5:00pm on 29 January 2016
Second Court Date	2 February 2016
Effective Date	2 February 2016
Last day of trading in iProperty Shares on the ASX (iProperty Shares will be suspended from trading on the ASX from close of trading)	2 February 2016
Scheme Record Date (for determining entitlements to Scheme Consideration)	7:00pm on 9 February 2016
Implementation Date (Scheme Consideration will be despatched to Scheme Shareholders on the Implementation Date)	16 February 2016

All times and dates in the above timetable are references to the time and date in Sydney, New South Wales, Australia and all such times and dates are subject to change. iProperty may vary any or all of these dates and times and will provide reasonable notice of any such variation. Any changes will be announced by iProperty to ASX.

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## **Annexure A**

[Attached]

## iProperty Group

### Scheme Meeting

Thursday 28 January 2016

#### POLL DECLARATION

1. That, pursuant to and in accordance with the provisions of section 411 of the Corporations Act 2001 (Cth), the scheme of arrangement proposed between iProperty Group Limited and the holders of its ordinary shares (other than the Excluded Shareholders), as contained in and more particularly described in the Scheme Booklet of which the notice convening this meeting forms part, is agreed to, with or without alterations or conditions as approved by the Federal Court of Australia to which iProperty Group Limited and realestate.com.au Pty Limited agree.

	Number of Votes	% of Votes	No. of Holders	% of Holders
Votes cast <b>FOR</b> the motion	76,293,772	97.48	487	91.03
Votes cast <b>AGAINST</b> the motion	1,972,320	2.52	48	8.97
Total Votes cast	78,266,092		535	

Total Number of Shares Abstained from voting: 3,663

David Parkinson  
Returning Officer  
Boardroom Pty Limited