

ASX ANNOUNCEMENT

17 OCTOBER 2016



Results of Annual General Meeting

The Annual General Meeting of Cogstate Ltd was held today in accordance with the notice of meeting.

In accordance with Listing Rule 3.13.2, we confirm that the items of business set out in the notice of meeting were passed as ordinary resolutions on a show of hands.

As required by Section 251AA(2) of the Corporations Act 2001 the attached document details the statistics in respect of each resolution on the agenda.

For further information contact:

Brad O'Connor
Cogstate Chief Executive Officer
+61 3 9664 1300 or 0411 888 347
boconnor@kogstate.com

Kyahn Williamson
Buchan Consulting
0401 018 828
kwilliamson@buchanwe.com.au

About Cogstate

Cogstate Ltd (ASX:CGS) is a leading cognitive science company delivering software and services to optimise the measurement of cognition in clinical trials, academic research, healthcare and brain injury. Cogstate is a pioneer in commercialising rapid, reliable and highly sensitive computerised cognitive tests and provides expert support for traditional neurological assessments to drive higher quality outcome measures. Cogstate clients include the world's leading biopharmaceutical companies; military and elite sporting organisations; physicians and patients; renowned academic institutions and public-private partnerships. With more than 90 employees and a global network of expert neuropsychologist consultants across 25 countries, the unique intersection of science, innovation and delivery is at the core of everything we do.

In our clinical trials business, Cogstate provides both software and professional services for clinical research programs seeking to demonstrate a drug's impact on cognition. Cogstate solutions span the clinical trial process from study design to final statistical analysis; and our latest innovation, Precision Recruitment™, is an online pre-screening portal that accelerates the identification of qualified clinical trial participants in high-need indications such as Alzheimer's disease.



COGSTATE LTD

**RESULT OF GENERAL MEETING
(ASX REPORT)**

ANNUAL GENERAL MEETING
Monday, 17 October, 2016

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):				Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
2 ADOPT THE REMUNERATION REPORT (NON-BINDING VOTE)	31,451,955	33,126	96,815	19,576,250	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
3A RE-ELECTION OF DIRECTOR - MR MARTYN MYER	70,183,298	4,828,466	96,815	54,073	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
3B RE-ELECTION OF DIRECTOR - MR DAVID DOLBY	50,411,909	4,823,466	150,888	19,776,389	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
4A ISSUE OF OPTIONS TO MR MARTYN MYER	26,150,245	5,400,177	96,815	19,510,909	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
4B ISSUE OF OPTIONS TO MR DAVID SIMPSON	26,150,245	5,400,177	96,815	19,510,909	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
4C ISSUE OF OPTIONS TO MR RICHARD VAN DEN BROEK	26,150,245	5,400,177	96,815	19,510,909	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
4D ISSUE OF OPTIONS TO MR DAVID DOLBY	26,155,245	5,395,177	96,815	19,510,909	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
4E ISSUE OF OPTIONS TO MR BRADLEY O'CONNOR	31,213,224	337,198	96,815	19,510,909	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item



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5 INCREASE IN NON-EXECUTIVE DIRECTORS' FEE POOL	26,336,224	5,217,321	96,815	19,507,786	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
6 APPROVAL OF ADDITIONAL 10% PLACEMENT FACILITY	74,948,639	113,198	96,815	4,000	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item