

1 November 2012

The Manager
Company Announcements
Australian Securities Exchange Limited
20 Bridge Street
Sydney NSW 2000

123 Pitt Street, Sydney
GPO Box 4172
Sydney NSW 2001
Australia
DX 365 Sydney
Telephone 02 9229 9000
Facsimile 02 8256 1461

Dear Sir

2012 Annual General Meeting Results

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise the outcome of each resolution put to the Annual General Meeting held today, 1 November 2012.

The following resolutions were passed on a poll:

- 1 Re-appointment of Ms Elizabeth Proust
- 2 Appointment of Mr Craig Ueland
- 3 Approval of grants of performance rights to the Managing Director
- 4 Approval of proportional takeover provisions
- 5 Adoption of Remuneration Report

In accordance with the Corporations Act, Resolution 6 was not put to the Annual General Meeting as the Company did not receive a second strike (i.e. the votes cast in favour of Resolution 5, the adoption of the Remuneration Report, exceeded 75%).

Details of the total number of votes cast on the poll and the total number of proxy votes are shown in Annexure A to this letter.

Yours sincerely

Joanne Hawkins
Company Secretary
Direct Phone 02 9229 3162

PERPETUAL LIMITED

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

ANNUAL GENERAL MEETING
Thursday, 1 November, 2012

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 For | Votes Against | Votes Discretionary | Votes Abstain | For | Against | Abstain ** |
| 1 RE-APPOINTMENT OF MS ELIZABETH PROUST | 14,137,401 | 444,786 | 940,817 | 34,561 | 15,157,381 | 457,742 | 37,561 |
| 2 APPOINTMENT OF MR CRAIG UELAND | 14,445,964 | 84,318 | 949,318 | 77,965 | 15,486,686 | 85,883 | 80,115 |
| 3 APPROVAL OF LTI GRANTS OF PERFORMANCE RIGHTS TO MANAGING DIRECTOR & CEO | 9,926,204 | 1,895,713 | 628,573 | 1,596,518 | 10,320,595 | 2,217,688 | 1,599,600 |
| 4 APPROVAL OF PROPORTIONAL TAKEOVER PROVISIONS | 14,265,872 | 202,178 | 957,696 | 131,819 | 15,307,304 | 206,081 | 136,719 |
| 5 ADOPTION OF REMUNERATION REPORT | 12,901,515 | 1,381,108 | 630,608 | 97,027 | 13,298,341 | 1,694,488 | 102,177 |

** - 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