



Corporate Protective Packaging Specialists  
Pro-Pac Packaging Limited ACN 112 971 874

27 November 2012

Company Announcements Office  
Australian Stock Exchange  
4<sup>th</sup> Floor, 20 Bridge Street  
Sydney NSW 2000

#### ELECTRONIC LODGEMENT

Dear Sir or Madam

#### **Pro - Pac Packaging Limited General Meeting Resolution**

The directors of Pro-Pac Packaging Limited inform that all resolutions put to shareholders at the Annual General Meeting held on 27 November 2012 were passed on a show of hands. Proxy votes lodged were as follows:

Resolution 1 – To adopt the Remuneration Report for the year ended 30 June 2012

- |   |             |
|---|-------------|
| • Votes where the proxy was directed to vote for the motion               | 117,506,903 |
| • Votes where the proxy was directed to vote against the motion           | 183,605     |
| • Votes where the proxy was directed to abstain from voting on the motion | 30,199,255  |
| • Votes where the proxy may exercise a discretion how to vote             | 1,184,619   |

Resolution 2 – To re-elect Dr Gary Weiss as a Director

- |   |             |
|---|-------------|
| • Votes where the proxy was directed to vote for the motion               | 147,855,970 |
| • Votes where the proxy was directed to vote against the motion           | 16,693      |
| • Votes where the proxy was directed to abstain from voting on the motion | 17,100      |
| • Votes where the proxy may exercise a discretion how to vote             | 1,184,619   |

Resolution 3 – To re-elect Mr Elliott Kaplan as a Director

- |   |             |
|---|-------------|
| • Votes where the proxy was directed to vote for the motion               | 147,306,113 |
| • Votes where the proxy was directed to vote against the motion           | 50,193      |
| • Votes where the proxy was directed to abstain from voting on the motion | 533,457     |
| • Votes where the proxy may exercise a discretion how to vote             | 1,184,619   |

Resolution 4 – To cancel forfeited ESPP shares

- |   |             |
|---|-------------|
| • Votes where the proxy was directed to vote for the motion               | 147,877,663 |
| • Votes where the proxy was directed to vote against the motion           | 0           |
| • Votes where the proxy was directed to abstain from voting on the motion | 12,100      |
| • Votes where the proxy may exercise a discretion how to vote             | 1,184,619   |

As explained at the AGM, that despite overwhelming support from shareholders in favour of resolutions 5, 6 and 7 relating to the issue of shares under Company's Employee Long Term Incentive Plan (ESPP) to the CEO and non-executive directors, the Board has resolved to withdraw these resolutions and resolutions 5, 6 and 7 were accordingly not put to the meeting. For the record, the proxy votes lodged in respect of these resolutions were as follows:

Resolution 5 – To issue ESPP shares to Mr Brandon Penn

• Votes where the proxy was directed to vote for the motion	117,775,390
• Votes where the proxy was directed to vote against the motion	7,389,174
• Votes where the proxy was directed to abstain from voting on the motion	22,725,199
• Votes where the proxy may exercise a discretion how to vote	1,184,619

Resolution 6 – To issue ESPP shares to Mr Elliott Kaplan

• Votes where the proxy was directed to vote for the motion	110,393,675
• Votes where the proxy was directed to vote against the motion	14,770,889
• Votes where the proxy was directed to abstain from voting on the motion	22,725,199
• Votes where the proxy may exercise a discretion how to vote	1,184,619

Resolution 7 – To issue ESPP shares to Dr Gary Weiss

• Votes where the proxy was directed to vote for the motion	108,878,581
• Votes where the proxy was directed to vote against the motion	16,285,983
• Votes where the proxy was directed to abstain from voting on the motion	22,725,199
• Votes where the proxy may exercise a discretion how to vote	1,184,619

The resolutions referred to are set out in full in the notice of Meeting previously forwarded to shareholders.

Yours sincerely,



Mark Saus  
Company Secretary