

28 October 2014

The Manager
 Companies Announcement Platform
 ASX Limited
 20 Bridge Street
 SYDNEY NSW 2000

Dear Sir/Madam

Results of the Annual General Meeting held on 28 October 2014

In accordance with Listing Rule 3.13.2 and Section 251AA of the Corporations Act, Challenger Limited advises the results of voting at the Annual General Meeting held today.

Resolution 2 That Mr Leon Zwier, who retires by rotation in accordance with clause 6.1 of the Constitution of Challenger, be re-elected as a Director of Challenger.

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Open
328,953,295	23,108,642	186,808	1,737,064

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

Resolution 3 That Ms Brenda Shanahan who retires by rotation in accordance with clause 6.1 of the Constitution of the Company, be re-elected as a Director of Challenger.

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Open
348,884,043	3,189,036	173,836	1,738,894

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

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Challenger Limited ABN 85 106 842 371 Challenger Group Services Pty Limited ABN 91 085 657 307
 Challenger Life Company Limited ABN 44 072 486 938 AFSL 234670 Howard Commercial Lending Limited ABN 65 000 033 143
 Challenger Listed Investments Limited ABN 94 055 293 644 AFSL 236 887 Challenger Diversified Property Trust 1 ARSN 121 484 606
 Challenger Diversified Property Trust 2 ARSN 121 484 713 Challenger Management Services Limited ABN 29 092 382 842 AFSL 234 678
 Challenger Retirement and Investment Services Limited ABN 80 115 534 453 AFSL295642 RSE Licence No. L0001304
 Challenger Mortgage Management Pty Ltd ABN 72 087 271 109 Challenger Securitisation Management Pty Ltd ABN 56 100 346 898 AFSL 244593

Resolution 4 That the Remuneration Report for Challenger for the financial year ended 30 June 2014 be adopted.

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Open
329,911,938	18,660,467	1,650,145	1,695,728

The motion was carried as an ordinary resolution on a poll the details of which are:

For	%	Against	%	Abstain
331,956,712	94.68	18,666,152	5.32	1,656,599

Resolution 5 That for all ASX Listing Rule purposes, including Listing Rule 7.4, the issue of an additional 33,200,532 ordinary shares under the Institutional Share Placement (Placement) announced on 20 August 2014 and summarised in the Explanatory Notes to the Notice of Meeting, be approved.

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Open
38,848,432	612,598	127,665	1,291,541

The motion was carried as an ordinary resolution on a poll the details of which are:

For	%	Against	%	Abstain
41,687,815	98.55	615,379	1.45	128,228

Resolution 6

That for all ASX Listing Rule purposes, including Listing Rule 7.4, the issue of up to A\$360 million of Challenger Capital Notes (Notes) on the terms set out in the Replacement Prospectus issued 4 September 2014 and summarised in the Explanatory Notes to the Notice of Meeting, be approved.

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Open
84,362,633	335,363	133,027	1,279,913

The motion was carried as an ordinary resolution on a poll the details of which are:

For	%	Against	%	Abstain
87,191,129	99.61	337,403	0.39	133,590

Yours faithfully



Michael Vardanega
Company Secretary