

26 October 2012

**ASX ANNOUNCEMENT**

**ANNUAL GENERAL MEETING HELD ON 26 OCTOBER 2012**

The result of the resolutions passed at the Annual General Meeting of UnderCoverWear Limited held today is provided in accordance with Listing Rule 3.13.2 and section 251AA (2) of the Corporations Act.

***Resolution 1 (ordinary): Adoption of Remuneration Report for the year ended 30 June 2012***

“That the Remuneration Report required by section 300A of the Corporations Act, as contained in the Directors’ Report of the Company, for the year ended 30 June 2012 be adopted, details of which are set out in the explanatory notes to resolution 1 in the notice of meeting.”

This resolution was passed unanimously on a show of hands.

Instructions in respect of the proxies were:

| FOR       | AGAINST | ABSTAIN | PROXY’S DISCRETION |
|-----------|---------|---------|--------------------|
| 5,448,014 | 159,707 | 3,400   | -                  |

***Resolution 2 (ordinary): Re-election of Mr Stuart Richardson***

“That Mr Stuart Richardson, being a Director of the Company, retires by rotation in accordance with the Constitution and being eligible, offers himself for re-election, be re-elected as a Director of the Company, details of which are set out in the explanatory notes to resolution 2 in the notice of meeting.”

This resolution was passed unanimously on a show of hands.

Instructions in respect of the proxies were:

| FOR       | AGAINST | ABSTAIN | PROXY’S DISCRETION |
|-----------|---------|---------|--------------------|
| 5,553,454 | 131,022 | 5,000   | 911,887            |

By order of the Board



Nick Geddes  
Company Secretary