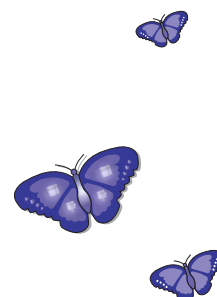


ASX Announcement

Company Announcements Office
Australian Stock Exchange Limited
20 Bridge Street
SYDNEY NSW 2000



ANNUAL GENERAL MEETING - PROXY RESULTS

As required by section 251AA(2) of the Corporations Act the following statistics are provided in respect to each motion on the agenda. In respect to each motion, the total number of votes exercisable by all validly appointed proxies was:

To re-elect Mr Ian Everingham as a director of the Company

- Votes where the proxy directed to vote 'for' the motion	24,548,989
- Votes where the proxy was directed to vote 'against' the motion	0
- Votes where the proxy may exercise a discretion how to vote	8,000

In addition, the number of votes where the proxy was directed to abstain from voting on the motion was 0

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

Yours sincerely

Tania Styman
Company Secretary

UnderCoverWear Limited
19 October 2004

"Discover the UCW Home Shopping Experience"

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UnderCoverWear Australia Pty Ltd ACN 050 095 291 as trustee for UnderCoverWear Unit Trust ABN 41 915 905 981


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