22 October 2020

Cardno Limited (ASX Code: CDD) - Results of Annual General Meeting

In accordance with Listing Rule 3.13.2 and Section 251AA of the Corporations Act 2001(Cth), notice is hereby given that the shareholders of Cardno Limited approved the following resolutions at the Annual General Meeting held on Thursday, 22 October 2020, set out in the attached annexure.

This announcement has been authorised by Cherie O’Riordan, Joint Company Secretary.

- ENDS -

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About Cardno: Cardno is a global provider of integrated professional services which enrich the physical and social environment for the communities in which we live and work. Our team of multidisciplinary specialists around the world has over 75 years’ experience in designing, developing and delivering sustainable projects and community advancement programs. Cardno is listed on the Australian Securities Exchange (ASX:CDD), www.cardno.com.
Cardno Limited  
Annual General Meeting  
Thursday, 22 October 2020  
Results of Meeting  

<table>
<thead>
<tr>
<th>Resolution details</th>
<th>Resolution Type</th>
<th>Instructions given to validly appointed proxies (as at proxy close)</th>
<th>Number of votes cast on the poll (where applicable)</th>
<th>Resolution Result</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Resolution</td>
<td>For</td>
<td>Against</td>
<td>Proxy's Discretion</td>
</tr>
<tr>
<td>1. Re-election of Jeffrey Forbes</td>
<td>Ordinary</td>
<td>367,822,323 98.55%</td>
<td>4,620,996 1.24%</td>
<td>794,647 0.21%</td>
</tr>
<tr>
<td>2. Re-election of Steven Sherman</td>
<td>Ordinary</td>
<td>371,161,339 99.45%</td>
<td>1,281,980 0.34%</td>
<td>794,647 0.21%</td>
</tr>
<tr>
<td>3. Remuneration Report</td>
<td>Ordinary</td>
<td>366,409,276 98.25%</td>
<td>5,794,241 1.55%</td>
<td>760,151 0.20%</td>
</tr>
<tr>
<td>4. Approve Performance Equity Plan</td>
<td>Special</td>
<td>366,377,560 98.21%</td>
<td>5,919,734 1.59%</td>
<td>760,151 0.20%</td>
</tr>
<tr>
<td>5. Approval of Performance Rights to Director</td>
<td>Special</td>
<td>365,602,871 98.05%</td>
<td>6,506,782 1.75%</td>
<td>760,151 0.20%</td>
</tr>
<tr>
<td>6. Conditional resolution to hold a spill meeting (CONDITIONAL ITEM)</td>
<td>Special</td>
<td>19,754,700 5.30%</td>
<td>352,433,729 94.48%</td>
<td>828,250 0.22%</td>
</tr>
</tbody>
</table>

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.