Incitec Pivot Limited

INNOVATION ON THE GROUND

ASX RELEASE

Non-executive Director Appointments and Resignation

15 October 2019

Incitec Pivot Limited (ASX:**IPL**) today announced the appointment of Dr Xiaoling Liu and Mr Gregory Robinson as independent non-executive directors to the IPL Board, effective 25 November 2019.

IPL Chairman, Mr Brian Kruger, said: "The appointment of Dr Liu and Mr Robinson followed a comprehensive external process to identify new non-executive directors as part of the Board renewal process which began in 2018. With their deep operational expertise, extensive senior executive experience and their global perspectives, the appointments of Xiaoling and Greg will enhance the diversity of experience, skills and perspectives of the IPL Board. With these appointments in place, the Board is well positioned to continue to support the development of IPL's culture and strategy. I am very excited to welcome both Xiaoling and Greg to the Board."

IPL also today announced that Ms Kathryn Fagg has advised that she will not seek re-election as a non-executive director at the next Annual General Meeting due to additional board commitments. Ms Fagg will retire from the IPL Board at the conclusion of IPL's 2019 Annual General Meeting to be held on 20 December 2019.

"Together with the rest of the Board, I would like to thank Kathryn for her significant contribution to the IPL Board since her appointment in April 2014 and for her stewardship as Chairman of the Remuneration Committee since December 2016. On behalf of the Board, I wish Kathryn well in her future endeavours", said Mr Kruger.

Xiaoling Liu

Dr Liu is a metallurgical engineer who is an experienced non-executive director and has extensive executive experience in leading global mining and processing businesses. She is a Fellow of the Australian Academy of Technology and Engineering, a Fellow of the Australasian Institute of Mining and Metallurgy and a member of Chief Executive Women.

Dr Liu's executive experience includes a 26 year career with Rio Tinto where she held various senior management and executive roles. Her last executive role was as President and Chief Executive Officer of Rio Tinto Minerals based in the United States, where she led integrated mining, processing and supply chain of the Borates business. Prior to this, Dr Liu held various senior management and operational roles including, President – Primary Metal Pacific, Managing Director – Global Technical Services and General Manager Bell Bay Smelter.

Dr Liu is currently a non-executive director of Newcrest Mining Limited and South32 Limited and a Member of the China Matters Advisory Council. She will become the new Chancellor of Queensland University of Technology in January 2020. Dr Liu is also a former non-executive director of Iluka Resources Limited and Melbourne Business School.

Dr Liu will offer herself for election by shareholders at IPL's 2019 Annual General Meeting.

Gregory Robinson

Mr Robinson has extensive executive experience in the finance and resources industries. Mr Robinson is the former Managing Director & Chief Executive Officer of Newcrest Mining Limited and former Chief Executive Officer of Lattice Energy Limited.

Mr Robinson has held various senior management and executive roles during his executive career which spans over 30 years, including as Finance Director and ultimately Chief Executive Officer of Newcrest Mining. Prior to joining Newcrest, Mr Robinson held senior executive roles in the Petroleum and Energy Division of BHP, including Chief Finance and Chief Development Officer, Energy and membership of BHP's Group Executive Committee. Before joining BHP, Mr Robinson was a Director of Investment Banking at Merrill Lynch & Co and headed the Australia/Asia Pacific metals and mining team.

Mr Robinson is currently a non-executive director of Royal Automobile Club of Victoria (RACV) Limited and was previously a Board Member of St Vincent's Institute of Medical Research.

Mr Robinson will offer himself for election by shareholders at IPL's 2019 Annual General Meeting.

For more information:

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