



ANNUAL GENERAL MEETING  
Thursday, 21 December, 2017

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

| Resolution   | Manner in which the securityholder directed the proxy vote<br>(as at proxy close): |                         |                               |                         | Manner in which votes were cast in person or by<br>proxy on a poll (where applicable) |                     |                   |
|--|--|-------------------------|-------------------------------|-------------------------|---|---------------------|-------------------|
|  | Votes<br><i>For</i>  | Votes<br><i>Against</i> | Votes<br><i>Discretionary</i> | Votes<br><i>Abstain</i> | <i>For</i>  | <i>Against</i>      | <i>Abstain **</i> |
| 1 RE-ELECTION OF MS REBECCA MCGRATH AS A DIRECTOR  | 1,168,138,095  | 75,891,967              | 4,062,846                     | 3,009,288               | 1,172,729,392<br>93.92%   | 75,914,173<br>6.08% | 3,009,288         |
| 2 RE-ELECTION OF MR JOSEPH BREUNIG AS A DIRECTOR   | 1,244,537,522  | 1,202,949               | 4,138,619                     | 1,223,106               | 1,249,237,306<br>99.90%   | 1,217,449<br>0.10%  | 1,223,106         |
| 3 RE-ELECTION OF MR BRIAN KRUGER AS A DIRECTOR   | 1,242,516,545  | 3,303,003               | 4,057,172                     | 1,225,476               | 1,247,149,382<br>99.74%   | 3,303,003<br>0.26%  | 1,225,476         |
| 4 APPROVAL OF ISSUE TO THE MANAGING DIRECTOR UNDER THE INCITEC PIVOT PERFORMANCE RIGHTS PLAN | 1,235,201,649  | 8,670,612               | 4,075,635                     | 3,154,300               | 1,239,696,497<br>99.30%   | 8,708,356<br>0.70%  | 3,154,300         |
| 5 ADOPTION OF THE REMUNERATION REPORT (NON BINDING ADVISORY VOTE)                            | 1,172,314,648  | 56,088,334              | 4,487,623                     | 18,211,591              | 1,177,039,159<br>95.45%   | 56,125,505<br>4.55% | 18,211,591        |

\*\* - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item