



INCITEC PIVOT LIMITED

**RESULT OF GENERAL MEETING
(ASX REPORT)**

ANNUAL GENERAL MEETING
Thursday, 17 December, 2015

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 (as at proxy close):				Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
1 RE-ELECTION OF MR PAUL BRASHER AS A DIRECTOR	1,227,598,355	1,551,239	4,352,203	2,577,649	1,232,367,482	1,555,989	2,577,649
2 RE-ELECTION OF MR GRAHAM SMORGON AS A DIRECTOR	1,225,656,647	3,358,980	4,383,910	2,679,909	1,230,457,598	3,363,613	2,679,909
3 APPROVAL OF ISSUE TO THE MANAGING DIRECTOR UNDER THE INCITEC PIVOT PERFORMANCE RIGHTS PLAN	1,208,577,062	17,805,325	4,178,239	3,675,041	1,213,061,434	17,818,408	3,675,041
4 ADOPTION OF THE REMUNERATION REPORT (NON BINDING ADVISORY VOTE)	1,199,682,338	18,534,951	4,393,726	11,624,652	1,204,227,899	18,551,251	11,624,652

** - 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