

Incitec Pivot Limited

Office of the Company Secretary

ABN 42 004 080 264

Registered Office:
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Southbank Victoria 3006

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www.incitecpivot.com.au

20 December 2011

The Manager
Company Announcements Office
Australian Securities Exchange
Level 45, South Tower
Rialto
525 Collins Street
MELBOURNE VIC 3000

Dear Sir or Madam

Electronic Lodgement

AGM Slide Presentation

In accordance with the listing rules, I attach a copy of the AGM Slide Presentation for release to the market.

Yours faithfully



Kerry Gleeson
Company Secretary

Attach.

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Annual General Meeting 2011

DYNO
Dyno Nobel



SouthernCross
International 

Incitec Pivot Limited

Welcome and Introduction

- John Watson AM
Chairman



Incitec Pivot Limited

Chairman's Address

- John Watson AM
Chairman

Managing Director's Address

- James Fazzino
Managing Director & CEO

Business

- John Watson AM
Chairman

Annual Reports

To table for discussion the Financial Report of the Company, the Directors' Report and the Auditor's Report for the year ended 30 September 2011.



Incitec Pivot Limited

Re-election of Director – Rebecca McGrath

- John Watson AM
Chairman

Re-election of Director – Proposed Resolution 1

That Rebecca McGrath, who retires in accordance with the Company's Constitution and ASX Listing Rule 14.4 and, being eligible, offers herself for re-election, be re-elected as a director of the Company.

Re-election of Director – Rebecca McGrath

- Address by Rebecca McGrath
Non-Executive Director

Proxy Votes

Description of resolution	For	Against	Open
Re-election of Rebecca McGrath	1,003,041,470	2,223,221	7,775,002

% of votes in favour **99.01%**

These figures relate to proxies lodged 48 hours before the meeting.



Incitec Pivot Limited

Re-election of Director – John Watson

- Chaired by Tony Larkin
Non-Executive Director

Re-election of Director – Proposed Resolution 2

That John Watson, who retires in accordance with the Company's Constitution and ASX Listing Rule 14.4 and, being eligible, offers himself for re-election, be re-elected as a director of the Company.

Re-election of Director – John Watson

- Address by John Watson AM
Non-Executive Director

Proxy Votes

Description of resolution	For	Against	Open
Re-election of John Watson	1,000,394,751	4,428,520	7,759,202

% of votes in favour **98.80%**

These figures relate to proxies lodged 48 hours before the meeting.

Re-election of Director – Anthony Larkin

- John Watson AM
Chairman

Re-election of Director – Proposed Resolution 3

That Anthony Larkin, who retires in accordance with the Company's Constitution and ASX Listing Rule 14.4 and, being eligible, offers himself for re-election, be re-elected as a director of the Company.

Re-election of Director – Anthony Larkin

- Address by Anthony Larkin
Non-Executive Director

Proxy Votes

Description of resolution	For	Against	Open
Re-election of Anthony Larkin	1,002,634,194	2,080,970	7,783,012

% of votes in favour **99.03%**

These figures relate to proxies lodged 48 hours before the meeting.



Incitec Pivot Limited

Approval of Issue to Managing Director under the Incitec Pivot Performance Rights Plan

- John Watson AM
Chairman

Approval of Issue to Managing Director under the Incitec Pivot Performance Rights Plan – Proposed Resolution 4

That the grant and vesting of performance rights (including the issue of shares following vesting of performance rights) under the Incitec Pivot Performance Rights Plan to the Managing Director & Chief Executive Officer, James Fazzino, as described in the Explanatory Notes, be approved for the purposes of ASX Listing Rule 10.14.

Proxy Votes

Description of resolution	For	Against	Open
Grant and vesting of performance rights (including the issue of shares following vesting of performance rights) under the Incitec Pivot Performance Rights Plan to the Managing Director & CEO, James Fazzino	993,909,099	9,649,932	2,777,587

% of votes in favour **98.77%**

These figures relate to proxies lodged 48 hours before the meeting.



Incitec Pivot Limited

Change of Auditor

- John Watson AM
Chairman

Change of Auditor – Proposed Resolution 5

Subject to the Australian Securities and Investments Commission consenting to the resignation of KPMG as auditor of the Company, that, pursuant to section 327B of the Corporations Act 2001 (Cth) and for all other purposes, Deloitte Touche Tohmatsu be appointed as auditor of the Company with effect from the later of the conclusion of the 2011 Annual General Meeting and the day on which ASIC gives its consent.

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Proxy Votes

Description of resolution	For	Against	Open
Change of Auditor	1,003,752,762	1,330,704	7,987,909

% of votes in favour **99.08%**

These figures relate to proxies lodged 48 hours before the meeting.



Incitec Pivot Limited

Remuneration Report

- John Watson AM
Chairman

Remuneration Report – Proposed Resolution 6

That the Remuneration Report for the Company (included in the Directors' Report) for the year ended 30 September 2011 be adopted.

Please note that the vote on this resolution is advisory only and does not bind the Directors or the Company.

Proxy Votes

Description of resolution	For	Against	Open
Adoption of the Remuneration Report	988,004,372	7,894,663	2,818,882

% of votes in favour **98.93%**

These figures relate to proxies lodged 48 hours before the meeting.

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Meeting Close

- John Watson AM
Chairman



Incitec Pivot Limited