

# Incitec Pivot Limited

Office of the Company Secretary

ABN 42 004 080 264  
70 Southbank Boulevard  
Southbank Victoria 3006  
GPO Box 1322  
Melbourne Victoria 3001  
Tel: (61 3) 8695 4400  
Fax: (61 3) 8695 4419  
[www.incitecpivot.com.au](http://www.incitecpivot.com.au)

21 December 2010

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

## Results of AGM

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

Yours faithfully



**Kerry Gleeson**  
**Company Secretary**

Attach.



# INCITEC PIVOT LIMITED

## RESULT OF GENERAL MEETING (ASX REPORT)

ANNUAL GENERAL MEETING  
Tuesday, 21 December, 2010

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 TO RE-ELECT MR PAUL BRASHER AS A DIRECTOR                                                                                        | 973,287,179                                                                        | 3,049,860               | 9,865,661                     | 2,783,850               | Passed on a show of hands                                                             | Passed on a show of hands | Passed on a show of hands |
| 2 TO RE-ELECT MR ALLAN MCCALLUM AS A DIRECTOR                                                                                      | 965,546,786                                                                        | 10,764,720              | 9,920,343                     | 2,754,701               | Passed on a show of hands                                                             | Passed on a show of hands | Passed on a show of hands |
| 3 TO RE-ELECT MR JOHN MARLAY AS A DIRECTOR                                                                                         | 970,015,938                                                                        | 6,239,458               | 9,993,920                     | 2,737,234               | Passed on a show of hands                                                             | Passed on a show of hands | Passed on a show of hands |
| 4 APPROVAL OF ISSUE TO MANAGING DIRECTOR, MR JAMES FAZZINO, UNDER THE INCITEC PIVOT PERFORMANCE RIGHTS PLAN                        | 936,347,980                                                                        | 39,155,578              | 2,734,558                     | 3,747,975               | Passed on a show of hands                                                             | Passed on a show of hands | Passed on a show of hands |
| 5 THAT THE COMPANY'S CONSTITUTION BE AMENDED                                                                                       | 973,991,780                                                                        | 1,722,159               | 10,331,108                    | 2,941,503               | Passed on a show of hands                                                             | Passed on a show of hands | Passed on a show of hands |
| 6 TO ADOPT THE REMUNERATION REPORT FOR THE COMPANY FOR THE YEAR ENDED 30 SEPTEMBER 2010 (VOTE ON THIS RESOLUTION IS ADVISORY ONLY) | 948,584,136                                                                        | 25,859,798              | 10,329,134                    | 4,209,659               | Passed on a show of hands                                                             | Passed on a show of hands | Passed on a show of hands |

\*\* - 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