

18 December 2014

The Manager Company Announcements Office ASX Limited 20 Bridge Street SYDNEY NSW 2000

Dear Sir/Madam,

GRAINCORP LIMITED (ASX: GNC)

ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR ENDED 30 SEPTEMBER 2014

RESULTS OF MEETING

In accordance with ASX Listing Rule 3.13.2 and Section 251AA(2) of the Corporations Act, GrainCorp Limited advises the details of the resolutions, the proxies received and the outcome of voting in respect of each resolution put to the Annual General Meeting held today as detailed in the attached summary.

Yours sincerely,

GREGORY GREER Company Secretary

GrainCorp Limited

Level 28, 175 Liverpool Street Sydney NSW 2000

PO Box A268 Sydney South NSW 1235 T 02 9325 9100 F 02 9325 9180



ANNUAL GENERAL MEETING Thursday, 18 December, 2014

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.

	Manner in which the securityholder directed the proxy vote (as at proxy close):				Direct vote (as at proxy close):		Manner in which votes were cast in person or by proxy on a poll (where applicable)		
Resolution	Votes <i>For</i>	Votes Against	Votes Discretionary	Votes Abstain	For	Against	For	Against	Abstain **
2 ADOPTION OF THE REMUNERATION REPORT	107,818,730	3,596,861	596,523	97,740	46,055,212	2,357,012	154,483,283	6,133,027	97,740
³ INCREASE TO NON-EXECUTIVE DIRECTORS' FEE POOL	110,740,505	673,015	603,545	92,795	47,541,848	820,225	159,020,808	1,550,302	92,795
4.1 RE-ELECTION OF DIRECTOR - MS BARBARA GIBSON	108,078,487	3,340,043	627,802	77,483	46,251,156	2,096,447	155,466,087	5,436,490	90,184
4.2 RE-ELECTION OF DIRECTOR - MR DANIEL MANGELSDORF	108,009,135	3,401,906	642,913	64,417	48,109,382	244,887	157,246,790	3,663,035	77,118
4.3 ELECTION OF DIRECTOR - MS REBECCA DEE-BRADBURY	111,095,095	310,465	618,107	82,348	48,128,902	222,165	160,348,346	532,630	95,049

** - 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