

Incitec Pivot Limited

Office of the Company Secretary

ABN 42 004 080 264

Registered Office:

Level 8, 28 Freshwater Place
Southbank Victoria 3006

Tel: (61 3) 8695 4400

Fax: (61 3) 8695 4419

www.incitecpivot.com.au

19 December 2014

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



Daniella Pereira
Company Secretary

Attach.

**INCITEC PIVOT LIMITED****RESULT OF GENERAL MEETING
(ASX REPORT)**ANNUAL GENERAL MEETING
Friday, 19 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.

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 MS KATHRYN FAGG AS A DIRECTOR	1,185,733,068	1,731,193	4,734,848	665,088	1,191,360,612	1,750,614	665,088
2	RE-ELECTION OF MR GREGORY HAYES AS A DIRECTOR	1,185,825,457	1,569,520	4,770,634	698,586	1,191,489,120	1,588,608	698,586
3	RE-ELECTION OF MS REBECCA MCGRATH AS A DIRECTOR	1,183,628,516	3,720,962	4,855,492	673,087	1,189,364,961	3,742,076	673,087
4	APPROVAL OF ISSUE TO THE MANAGING DIRECTOR UNDER THE INCITEC PIVOT PERFORMANCE RIGHTS PLAN	1,169,177,150	7,941,878	4,662,065	9,393,965	1,174,238,187	7,975,325	9,393,965
5	ADOPTION OF THE REMUNERATION REPORT (NON BINDING ADVISORY VOTE)	1,122,266,226	53,074,294	4,816,740	11,000,086	1,127,430,852	53,108,565	11,000,086

** - 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