

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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17 December 2015

Manager
Company Announcements Office
Australian Securities Exchange
Level 4, North Tower
Rialto
525 Collins Street
MELBOURNE VIC 3000

Dear Sir or Madam

Electronic Lodgement

2015 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



Daniella Pereira
Company Secretary

Attach.

Annual General Meeting 2015



Incitec Pivot Limited

Welcome and Introduction

- Paul Brasher
Chairman



Incitec Pivot Limited

Chairman's Address

- Paul Brasher
Chairman



Incitec Pivot Limited

Managing Director's Address

- James Fazzino
Managing Director & CEO



Incitec Pivot Limited

Business

- Paul Brasher
Chairman



Incitec Pivot Limited

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 2015.



Incitec Pivot Limited

Re-election of Director – Paul Brasher

- Chaired by John Marlay
Non-Executive Director



Incitec Pivot Limited

Re-election of Director – Proposed Resolution 1

That Paul Brasher, who retires in accordance with the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company.



Incitec Pivot Limited

Re-election of Director – Paul Brasher

- Address by Paul Brasher
Non-Executive Director



Incitec Pivot Limited

Re-election of Director – Paul Brasher

- Chaired by John Marlay
Non-Executive Director



Incitec Pivot Limited

Proxy Votes

Description of resolution	For	Against	Open
Re-election of Paul Brasher	1,227,598,355	1,551,239	4,352,203

% of votes in favour **99.52%**

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



Incitec Pivot Limited

Re-election of Director – Graham Smorgon

- Paul Brasher
Chairman



Incitec Pivot Limited

Re-election of Director – Proposed Resolution 2

That Graham Smorgon, who retires in accordance with the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company.



Incitec Pivot Limited

Re-election of Director – Graham Smorgon

- Address by Graham Smorgon
Non-Executive Director



Incitec Pivot Limited

Re-election of Director – Graham Smorgon

- Paul Brasher
Chairman



Incitec Pivot Limited

Proxy Votes

Description of resolution	For	Against	Open
Re-election of Graham Smorgon	1,225,656,647	3,358,980	4,383,910

% of votes in favour **99.37%**

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

- Paul Brasher
Chairman



Incitec Pivot Limited

Approval of Issue to the Managing Director under the Incitec Pivot Performance Rights Plan – Proposed Resolution 3

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.



Incitec Pivot Limited

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, in accordance with ASX Listing Rule 10.14	1,208,577,062	17,805,325	4,178,239

% of votes in favour **98.21%**

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



Incitec Pivot Limited

Remuneration Report

- Paul Brasher
Chairman



Incitec Pivot Limited

Remuneration Report – Proposed Resolution 4

That the Remuneration Report for the Company (included in the Directors' Report) for the year ended 30 September 2015 be adopted.

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



Incitec Pivot Limited

Proxy Votes

Description of resolution	For	Against	Open
Adoption of the Remuneration Report	1,199,682,338	18,534,951	4,393,726

% of votes in favour **98.12%**

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



Incitec Pivot Limited

Poll

- Paul Brasher
Chairman



Incitec Pivot Limited

Meeting Close

- Paul Brasher
Chairman



Incitec Pivot Limited