

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	INCITEC PIVOT LIMITED
ABN	42 004 080 264

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Jeanne Marie Johns
Date of last notice	6 February 2019

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct interest in Incitec Pivot Limited
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	N/A
Date of change	15 July 2019 and 16 July 2019

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No. of securities held prior to change	1,558,419 Performance Rights, consisting of: <ul style="list-style-type: none"> • 268,230 Performance Rights allocated under the Incitec Pivot Performance Rights – STI Plan for Chief Executive Officer 2018; • 674,157 Performance Rights allocated under the Incitec Pivot 2017/20 Performance Rights Plan; and • 616,032 Performance Rights allocated under the Incitec Pivot 2018/21 Performance Rights Plan.
Class	Fully paid ordinary shares
Number acquired	153,000 fully paid ordinary shares (15 July 2019) 5,090 fully paid ordinary shares (16 July 2019)
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$3.1513 average price per share (15 July 2019) \$3.1705 average price per share (16 July 2019)
No. of securities held after change	158,090 fully paid ordinary shares in Incitec Pivot Limited. 1,558,419 Performance Rights, consisting of: <ul style="list-style-type: none"> • 268,230 Performance Rights allocated under the Incitec Pivot Performance Rights – STI Plan for Chief Executive Officer 2018; • 674,157 Performance Rights allocated under the Incitec Pivot 2017/20 Performance Rights Plan; and • 616,032 Performance Rights allocated under the Incitec Pivot 2018/21 Performance Rights Plan.

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<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>On-market trade</p>
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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	Not applicable
Nature of interest	Not applicable
Name of registered holder (if issued securities)	Not applicable
Date of change	Not applicable
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	Not applicable
Interest acquired	Not applicable
Interest disposed	Not applicable
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	Not applicable
Interest after change	Not applicable

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

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