

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	25 May 2020

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	12 June 2020 and 16 June 2020
No. of securities held prior to change	392,985 fully paid ordinary shares in Incitec Pivot Limited. 2,147,790 performance rights (to acquire shares), consisting of: <ul style="list-style-type: none"> • 134,115 performance rights allocated under the 2018 Short Term Incentive Plan for CEO; • 674,157 performance rights allocated under the 2017/20 Long Term Incentive Plan; • 616,032 performance rights allocated under the 2018/21 Long Term Incentive Plan; and • 723,486 performance rights allocated under the 2019/22 Long Term Incentive Plan.
Class	Ordinary shares
Number acquired	101,671 fully paid ordinary shares (12 June 2020) 15,000 fully paid ordinary shares (16 June 2020)
Number disposed	Nil

+ See chapter 19 for defined terms.

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Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	<ul style="list-style-type: none"> • \$1.96 average price per share (12 June 2020) • \$2.00 per share (16 June 2020)
No. of securities held after change	509,656 fully paid ordinary shares in Incitec Pivot Limited. 2,147,790 performance rights (to acquire shares), consisting of: <ul style="list-style-type: none"> • 134,115 performance rights allocated under the 2018 Short Term Incentive Plan for CEO; • 674,157 performance rights allocated under the 2017/20 Long Term Incentive Plan; • 616,032 performance rights allocated under the 2018/21 Long Term Incentive Plan; and • 723,486 performance rights allocated under the 2019/22 Long Term Incentive Plan.
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	<ul style="list-style-type: none"> • On-market trade (12 June 2020) • Participation in the Incitec Pivot Limited Share Purchase Plan announced to the ASX on 11 May 2020 (16 June 2020)

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

Richa Puri
 Company Secretary
 18 June 2020

+ See chapter 19 for defined terms.

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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	Brian Gordon Kruger
Date of last notice	23 December 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 – no change Indirect – see below
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Bond Street Custodians Limited <DAK – C23361 A/C> is the registered holder of Incitec Pivot Limited shares on behalf of Macquarie Investment Management Limited as trustee of the Macquarie Superannuation Plan for and on behalf of Mr Brian Kruger.
Date of change	16 June 2020
No. of securities held prior to change	Direct Interest 12,397 share rights Indirect Interest 14,620 fully paid ordinary shares in Incitec Pivot Limited
Class	Fully paid ordinary shares
Number acquired	15,000 fully paid ordinary shares
Number disposed	Nil

+ See chapter 19 for defined terms.

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$2.00 per share
No. of securities held after change	Direct Interest 12,397 share rights Indirect Interest 29,620 fully paid ordinary shares in Incitec Pivot Limited
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Participation in the Incitec Pivot Limited Share Purchase Plan announced to the ASX on 11 May 2020.

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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 Company Secretary
 18 June 2020

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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	Bruce Brook
Date of last notice	23 December 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 – no change Indirect – see below
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	BNP Paribas Nominees Pty Ltd HUB24 Custodial Ser Ltd DRP holds 12,000 IPL shares on behalf of Eagle's Rest 156 Pty Ltd as Trustee for the Brook Family Superannuation Fund. Mr Brook is a director of Eagle's Rest 156 Pty Ltd and a beneficiary of the Brook Family Superannuation Fund.
Date of change	16 June 2020
No. of securities held prior to change	Direct Interest 5,313 share rights Indirect Interest 12,000 fully paid ordinary shares in Incitec Pivot Limited
Class	Ordinary shares
Number acquired	15,000 fully paid ordinary shares
Number disposed	Nil

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$2.00 per share
No. of securities held after change	Direct interest 5,313 share rights Indirect Interest 27,000 fully paid ordinary shares in Incitec Pivot Limited
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Participation in the Incitec Pivot Limited Share Purchase Plan announced to the ASX on 11 May 2020.

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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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	Xiaoling Liu
Date of last notice	27 November 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	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Jimin He Proprietary Ltd as trustee for the Jimin He Superannuation Fund of which Xiaoling Liu is a beneficial holder
Date of change	16 June 2020
No. of securities held prior to change	28,000 fully paid ordinary shares in Incitec Pivot Limited
Class	Ordinary shares
Number acquired	15,000 fully paid ordinary shares
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$2.00 per share
No. of securities held after change	Indirect Interest 43,000 fully paid ordinary shares in Incitec Pivot Limited
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Participation in the Incitec Pivot Limited Share Purchase Plan announced to the ASX on 11 May 2020.

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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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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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	Rebecca Joy McGrath
Date of last notice	29 November 2017

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	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	The registered holder is Wyluka Pty Ltd as trustee for the Cushen Family Super Fund. Ms McGrath is a director of Wyluka Pty Ltd and a beneficiary of the Cushen Family Super Fund.
Date of change	16 June 2020
No. of securities held prior to change	Indirect Interest 25,008 fully paid ordinary shares in Incitec Pivot Limited
Class	Ordinary shares
Number acquired	15,000 fully paid ordinary shares
Number disposed	Nil

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$2.00
No. of securities held after change	Indirect Interest 40,008 fully paid ordinary shares in Incitec Pivot Limited
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Participation in the Incitec Pivot Limited Share Purchase Plan announced to the ASX on 11 May 2020.

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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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	Gregory Robinson
Date of last notice	27 November 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	Indirect interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	GJ and CJ Robinson Nominees Pty Ltd as trustee for the Greg Robinson Retirement Fund of which Gregory Robinson is a beneficial holder
Date of change	16 June 2020
No. of securities held prior to change	52,020 fully paid ordinary shares in Incitec Pivot Limited
Class	Ordinary shares
Number acquired	15,000 ordinary shares in Incitec Pivot Limited
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$2.00 per share
No. of securities held after change	Indirect Interest 67,020 fully paid ordinary shares in Incitec Pivot Limited
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Participation in the Incitec Pivot Limited Share Purchase Plan announced to the ASX on 11 May 2020.

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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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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>	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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Company Secretary
18 June 2020

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