

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	Brian Gordon Kruger
Date of last notice	26 August 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 – see below Indirect – no change
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	27 November 2020
No. of securities held prior to change	Direct Interest 26,062 share rights 12,397 fully paid ordinary shares in Incitec Pivot Limited Indirect Interest 29,620 fully paid ordinary shares in Incitec Pivot Limited
Class	Fully paid ordinary shares and share rights allocated under the terms of the Company's Non-executive Director Share Plan for minimum shareholding requirements. Share rights entitle the holder to be allocated fully paid ordinary shares in the Company (on a 1:1 basis).
Number acquired	25,339 share rights 26,062 fully paid ordinary shares (following the vesting of share rights)

+ See chapter 19 for defined terms.

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Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Share rights – Nil Shares – \$2.1016 per share (VWAP from 3–30 September 2020)
No. of securities held after change	Direct Interest 25,339 share rights 38,459 fully paid ordinary shares in Incitec Pivot Limited 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	Allocation of shares and share rights under the terms of the Company's Non-executive Director Share Plan, relating to the minimum shareholding requirements (under which a portion of annual director fees are sacrificed towards the purchase of shares).

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

Richa Puri
Company Secretary
3 December 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	26 August 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 – see below Indirect – no change
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 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	27 November 2020
No. of securities held prior to change	Direct Interest 17,374 share rights 5,313 fully paid ordinary shares in Incitec Pivot Limited Indirect Interest 27,000 fully paid ordinary shares in Incitec Pivot Limited
Class	Fully paid ordinary shares and share rights allocated under the terms of the Company's Non-executive Director Share Plan for minimum shareholding requirements. Share rights entitle the holder to be allocated fully paid ordinary shares in the Company (on a 1:1 basis).
Number acquired	16,893 share rights 17,374 fully paid ordinary shares (following the vesting of share rights)
Number disposed	Nil

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Share rights – Nil Shares – \$2.1016 per share (VWAP from 3–30 September 2020)
No. of securities held after change	Direct interest 16,893 share rights 22,687 fully paid ordinary shares in Incitec Pivot Limited 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	Allocation of share rights under the terms of the Company's Non-executive Director Share Plan, relating to the minimum shareholding requirements (under which a portion of annual director fees are sacrificed towards the purchase of shares).

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

Richa Puri
Company Secretary
3 December 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	Xiaoling Liu
Date of last notice	26 August 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 – see below Indirect – no change
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	27 November 2020
No. of securities held prior to change	Direct Interest 7,239 share rights Indirect Interest 43,000 fully paid ordinary shares in Incitec Pivot Limited
Class	Fully paid ordinary shares and share rights allocated under the terms of the Company's Non-executive Director Share Plan for minimum shareholding requirements. Share rights entitle the holder to be allocated fully paid ordinary shares in the Company (on a 1:1 basis).
Number acquired	8,446 share rights 7,239 fully paid ordinary shares (following the vesting of share rights)
Number disposed	Nil

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Share rights – Nil Shares – \$2.1016 per share (VWAP from 3–30 September 2020)
No. of securities held after change	Direct Interest 8,446 share rights 7,239 fully paid ordinary shares in Incitec Pivot Limited Indirect Interest 43,000 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	Allocation of share rights and shares under the terms of the Company's Non-executive Director Share Plan, relating to the minimum shareholding requirements (under which a portion of annual director fees are sacrificed towards the purchase of shares).

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

Richa Puri
Company Secretary
3 December 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	Jeanne Marie Johns
Date of last notice	2 July 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	27 November 2020
No. of securities held prior to change	617,995 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	67,416 fully paid ordinary shares
Number disposed	606,741 performance rights (lapsed)

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Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$2.1016 per share (VWAP from 3–30 September 2020)
No. of securities held after change	685,411 fully paid ordinary shares in Incitec Pivot Limited. 1,473,633 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; • 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 Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Vesting of 67,416 performance rights to shares under the 2017/20 Long Term Incentive Plan. Lapse of the remaining 606,741 performance rights under the 2017/20 Long Term Incentive Plan.

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

Richa Puri
Company Secretary
3 December 2020

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