

Incitec Pivot Limited

Office of the Company Secretary

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18 December 2020

Market Announcements Office
Australian Securities Exchange

ELECTRONIC LODGEMENT

Dear Sir or Madam

Results of 2020 Annual General Meeting

In accordance with the Listing Rules, I attach a copy of the results of the 2020 Annual General Meeting for release to the market.

Yours faithfully



Richa Puri
Company Secretary

ANNUAL GENERAL MEETING
Friday, 18 December, 2020

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 Voted on at the meeting | | | Proxy Votes (as at proxy close) | | | | Poll (Manner in which votes were cast in person or by proxy on a poll (where applicable) on a poll at the meeting) | | | |
|------------------------------------|---|---------------|---------------------------------|----------------------|----------------------------|-----------|--|----------------------|------------|---------|
| No | Short Description | Strike Y/N/NA | For | Against | Discretionary (open votes) | Abstain | For | Against | Abstain ** | Result |
| 2A | ELECTION OF MR GEORGE BILTZ AS A DIRECTOR | NA | 1,544,680,593 99.92% | 237,943 0.02% | 954,520 0.06% | 755,766 | 1,546,605,365 99.98% | 237,943 0.02% | 757,416 | Carried |
| 2B | RE-ELECTION OF MR BRIAN KRUGER AS A DIRECTOR | NA | 1,439,644,771 93.13% | 105,271,955 6.81% | 960,251 0.06% | 751,845 | 1,441,572,774 93.19% | 105,273,205 6.81% | 754,745 | Carried |
| 3 | ADOPTION OF THE REMUNERATION REPORT (NON BINDING ADVISORY VOTE) | N | 1,389,725,381 90.22% | 149,725,411 9.72% | 873,970 0.06% | 6,181,758 | 1,390,393,927 90.24% | 150,345,079 9.76% | 6,185,908 | Carried |
| 4 | GRANT OF PERFORMANCE RIGHTS TO THE MANAGING DIRECTOR & CEO | NA | 1,535,593,979 99.34% | 9,208,506 0.60% | 878,590 0.06% | 947,747 | 1,536,955,320 99.40% | 9,210,877 0.60% | 950,647 | Carried |

** - 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