



12 November 2024

The Manager  
Company Announcements Office  
Australian Securities Exchange

Dear Manager,

## **RESULTS OF COLES GROUP LIMITED 2024 ANNUAL GENERAL MEETING**

In accordance with Listing Rule 3.13.2 and section 251AA(2) of the *Corporations Act 2001* (Cth), I advise the voting results of all resolutions and proxies received as set out in the attached report.

All resolutions put to the meeting were decided by poll.

Authorised by:

A handwritten signature in black ink, appearing to read "Daniella Pereira".

**Daniella Pereira**  
Group Company Secretary

### **For more information:**

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**COLES GROUP LIMITED**  
**2024 Annual General Meeting**  
**Tuesday, 12 November 2024**  
**Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Direct votes (as at close of direct voting)			Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain	For	Against	Abstain*	Carried / Not Carried
2.1 Election of Mr Peter Allen as a Director	Ordinary	726,025,130	838,001	7,290,871	14,973,187	24,508,795	1,122,046	280,797	758,762,075 99.74%	1,966,960 0.26%	15,255,664	Carried
2.2 Election of Mr Andrew Penn AO as a Director	Ordinary	724,103,633	2,763,286	7,293,361	14,966,910	24,458,092	1,178,463	298,137	756,799,395 99.48%	3,948,947 0.52%	15,267,930	Carried
2.3 Re-election of Ms Abi Cleland as a Director	Ordinary	717,170,817	9,629,223	7,290,553	15,036,599	23,846,546	1,861,355	248,765	749,248,558 98.49%	11,506,027 1.51%	15,286,376	Carried
2.4 Re-elect Mr Richard Freudenstein as a Director	Ordinary	700,771,894	26,088,243	7,302,972	14,962,701	24,112,012	1,572,888	271,354	733,124,716 96.36%	27,677,194 3.64%	15,237,520	Carried
3 Adoption of the Remuneration Report FYE 30/06/2024	Ordinary	706,342,225	18,137,599	7,355,257	17,290,315	20,362,570	4,556,564	307,291	734,426,727 97.00%	22,725,933 3.00%	17,605,408	Carried
4 Short-term incentive grant of STI Shares to MD/CEO	Ordinary	723,921,910	2,907,332	7,120,005	15,187,353	18,533,541	6,763,923	440,464	750,205,552 98.72%	9,703,781 1.28%	15,920,927	Carried
5 Long-term incentive grant of perf rights to MD/CEO	Ordinary	656,052,603	70,321,941	7,118,392	15,643,936	18,702,218	6,620,237	439,892	682,495,917 89.86%	76,974,214 10.14%	16,384,377	Carried
6 Proportional takeover provisions in Constitution	Special	726,482,166	293,667	7,292,046	15,054,081	23,497,997	1,625,257	425,521	758,149,361 99.74%	1,945,481 0.26%	15,485,316	Carried
7.1 Amendment to Constitution	Special	45,718,521	661,284,587	7,241,967	34,876,859	2,642,143	22,157,984	503,116	48,397,833 6.54%	691,529,271 93.46%	35,402,596	Not Carried
7.2 Contingent resolution - Nature-related disclosure	Ordinary	293,960,834	432,594,307	7,210,847	15,361,203	2,781,683	22,058,829	475,072	Not applicable - item 7.2 was not required and was not put to the meeting (as it was conditional on item 7.1 being passed)			
7.3 Contingent resolution - Farmed salmon sourcing	Ordinary	48,886,387	676,940,629	7,167,788	16,065,076	2,936,418	21,980,148	468,550	Not applicable - item 7.3 was not required and was not put to the meeting (as it was conditional on item 7.1 being passed)			

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.