

# Annual General Meeting 2009



**Incitec Pivot Limited**

# Welcome and Introduction

- John Watson AM  
Chairman



**Incitec Pivot Limited**

# Chairman's Address

- John Watson AM  
Chairman



**Incitec Pivot Limited**

# Managing Director's Address

- James Fazzino  
Managing Director & CEO



**Incitec Pivot Limited**

# Business

- John Watson AM  
Chairman



**Incitec Pivot Limited**

# Annual Reports

To table for discussion the Financial Report of the Company, the Directors' Report and the Auditor's Report for the year ended 30 September 2009.



**Incitec Pivot Limited**

# Re-election of Director – Graham Smorgon

- John Watson AM  
Chairman



**Incitec Pivot Limited**

## Re-election of Director – Proposed Resolution 1

That Graham Smorgon, who retires in accordance with the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company.



**Incitec Pivot Limited**

# Proxy Votes by Resolution

<b>Description of resolution</b>	<b>For</b>	<b>Against</b>	<b>Open</b>
Re-election of Graham Smorgon	877,730,389	4,588,861	9,028,423

**% of votes in favour**                      **98.47%**

These figures relate to proxies lodged 48 hours before the meeting.



**Incitec Pivot Limited**

# Re-election of Director – Anthony Larkin

- John Watson AM  
Chairman



**Incitec Pivot Limited**

## Re-election of Director – Proposed Resolution 2

That Anthony Larkin, who retires in accordance with the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company.



**Incitec Pivot Limited**

# Proxy Votes by Resolution

<b>Description of resolution</b>	<b>For</b>	<b>Against</b>	<b>Open</b>
Re-election of Anthony Larkin	878,089,739	4,234,621	9,097,255

**% of votes in favour**                      **98.50%**

These figures relate to proxies lodged 48 hours before the meeting.



**Incitec Pivot Limited**

# Approval of Issue to Managing Director & CEO under the Incitec Pivot Performance Rights Plan

- John Watson AM  
Chairman



**Incitec Pivot Limited**

Approval of Issue to Managing Director & CEO under  
the Incitec Pivot Performance Rights Plan –  
Proposed Resolution 3

That the grant of performance rights under the Incitec  
Pivot Performance Rights Plan to the Managing Director  
& Chief Executive Officer, Mr James Fazzino, be  
approved.



**Incitec Pivot Limited**

# Proxy Votes by Resolution

<b>Description of resolution</b>	<b>For</b>	<b>Against</b>	<b>Open</b>
Grant of performance rights under the Incitec Pivot Performance Rights Plan to the Managing Director & CEO, Mr James Fazzino	787,920,145	90,648,225	3,701,234

**% of votes in favour** **89.31%**

These figures relate to proxies lodged 48 hours before the meeting.



**Incitec Pivot Limited**

# Remuneration Report

- John Watson AM  
Chairman



**Incitec Pivot Limited**

## Remuneration Report – Proposed Resolution 4

That the Remuneration Report for the Company (included in the Directors' Report) for the year ended 30 September 2009 be adopted.

Please note that the vote on this resolution is advisory only and does not bind the Directors or the Company.



**Incitec Pivot Limited**

# Proxy Votes by Resolution

<b>Description of resolution</b>	<b>For</b>	<b>Against</b>	<b>Open</b>
Adoption of the Remuneration Report	790,742,433	86,553,018	10,007,237

**% of votes in favour** **89.12%**

These figures relate to proxies lodged 48 hours before the meeting.



**Incitec Pivot Limited**

# Questions and Comments

- John Watson AM  
Chairman



**Incitec Pivot Limited**

# Meeting Close

- John Watson AM  
Chairman



**Incitec Pivot Limited**