



**INCITEC PIVOT LIMITED**

**RESULT OF GENERAL MEETING  
(ASX REPORT)**

ANNUAL GENERAL MEETING  
Wednesday, 23 December, 2009

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	Manner in which the securityholder directed the proxy vote (as at proxy close):				Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>
1 TO RE-ELECT MR GRAHAM SMORGON AS A DIRECTOR	877,730,389	4,588,861	9,028,423	595,996	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
2 TO RE-ELECT MR ANTHONY LARKIN AS A DIRECTOR	878,089,739	4,234,621	9,097,255	523,054	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
3 APPROVAL OF ISSUE TO MANAGING DIRECTOR, MR JAMES FAZZINO, UNDER THE INCITEC PIVOT PERFORMANCE RIGHTS PLAN	787,920,145	90,648,225	3,701,234	2,141,697	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands
4 TO ADOPT THE REMUNERATION REPORT FOR THE COMPANY FOR THE YEAR ENDED 30 SEPTEMBER 2009. (VOTE ON THIS RESOLUTION IS ADVISORY ONLY)	790,742,433	86,553,018	10,007,237	4,641,948	Passed on a show of hands	Passed on a show of hands	Passed on a show of hands

\*\* - 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