

16 May 2024

**ASX RELEASE**

**2024 AGM Results**

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001 (Cth), the results of the resolutions put to securityholders at today's Atlas Arteria Annual General Meetings (**AGMs**) are set out in the attached.

All resolutions put to the AGMs were decided by way of a poll.

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This announcement has been authorised for release by Clayton McCormack, General Counsel and Company Secretary.

**About Atlas Arteria**

Atlas Arteria (ASX:ALX) is a global owner, operator and developer of toll roads, creating value for our investors over the long-term through considered and disciplined management. The roads we own, operate and develop benefit communities through reduced travel time, greater time certainty, reduced fuel consumption and carbon emissions.

Today the Atlas Arteria Group consists of five businesses. We currently own a 31.14% interest in the APRR toll road group in France. Adjacent to the APRR business is the smaller ADELAC business which connects to APRR in south-east France. Together APRR and ADELAC comprise a 2,424km motorway network located in the East and South East of France. In the US, we own a 66.67% interest in the Chicago Skyway, a 12.5km toll road in Chicago and have 100% of the economic interest in the Dulles Greenway, a 22km toll road in the Commonwealth of Virginia. In Germany, we own 100% of the Warnow Tunnel in the north-east city of Rostock.

[www.atlasarteria.com](http://www.atlasarteria.com)

**Important Notice:**

Investors should note that neither of the Atlas Arteria entities has been, or will be, registered under the U.S. Investment Company Act of 1940, as amended (the "U.S. Investment Company Act"), in reliance on the exception in Section 3(c)(7) from the definition of "investment company". Accordingly, Atlas Arteria securities cannot be held at any time by, or for the account or benefit of, any "U.S. person" (as defined in Rule 902(k) under the U.S. Securities Act of 1933) ("U.S. Person") that is not a "qualified purchaser" (as defined in section 2(a)(51)

of the U.S. Investment Company Act and the rules and regulations thereunder) (“Qualified Purchaser” or “QP”) at the time of their acquisition. Any U.S. Person that is not a Qualified Purchaser, or any investor acting for the account or benefit of any U.S. Person that is not a Qualified Purchaser, is an “Excluded U.S. Person” and may not hold Atlas Arteria securities.

For further details of ownership restrictions that apply to residents of the United States and other U.S. Persons that are not Qualified Purchasers, please see our website.

[https://www.atlasarteria.com/stores/\\_sharedfiles/US\\_Ownership/AtlasArteria-USownershiprestrictions.pdf](https://www.atlasarteria.com/stores/_sharedfiles/US_Ownership/AtlasArteria-USownershiprestrictions.pdf)

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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)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
2A ATLAX - Re-election of Ken Daley	Ordinary	1,244,991,607 99.91%	645,846 0.05%	513,890 0.04%	82,023	1,245,447,886 99.95%	647,729 0.05%	82,023	Carried
2B ATLAX - Election of Laura Hendricks	Ordinary	1,242,822,973 99.75%	2,573,593 0.21%	514,255 0.04%	322,545	1,243,276,582 99.79%	2,578,511 0.21%	322,545	Carried
3 ATLAX - Appointment of Auditor	Ordinary	1,245,104,487 99.91%	586,691 0.05%	506,367 0.04%	35,821	1,245,523,966 99.95%	586,691 0.05%	66,981	Carried
4 ATLAX - Adoption of Remuneration Report	Ordinary	1,218,491,428 97.92%	25,273,871 2.03%	552,621 0.05%	1,791,916	1,218,852,595 97.97%	25,310,742 2.03%	1,800,777	Carried
5 ATLAX - Approval of grant of Performance Rights to Graeme Bevans under Atlas Arteria's Long Term Incentive Plan	Ordinary	1,238,804,145 99.42%	6,681,770 0.53%	541,585 0.05%	121,660	1,239,153,485 99.46%	6,719,432 0.54%	138,021	Carried
6 ATLAX - Approval of grant of Restricted Securities to Graeme Bevans under Atlas Arteria's Short Term Incentive Plan	Ordinary	1,242,734,527 99.73%	2,750,001 0.22%	527,648 0.05%	136,984	1,243,078,254 99.78%	2,787,663 0.22%	153,345	Carried
7 ATLAX - Approval of increase in the maximum number of Directors	Ordinary	1,184,060,007 95.04%	61,253,171 4.92%	519,079 0.04%	401,109	1,184,471,870 95.08%	61,304,659 4.92%	401,109	Carried
8 ATLAX - Approval of increase to the Non-executive Director Fee Pool	Ordinary	1,183,794,382 95.00%	61,680,503 4.95%	534,247 0.05%	140,028	1,184,131,419 95.05%	61,731,991 4.95%	147,528	Carried
9 ATLAX - Spill resolution (Conditional Item)	Ordinary	1,996,786 0.16%	1,241,682,922 99.78%	682,007 0.06%	1,748,121	Resolution withdrawn			Not Applicable
2 ATLIX - Appointment of Auditor	Ordinary	1,245,161,061 99.92%	518,034 0.04%	500,328 0.04%	53,943	1,245,574,001 99.96%	518,034 0.04%	85,103	Carried
3a ATLIX - Re-election of Fiona Beck	Ordinary	1,156,431,233 92.80%	89,196,030 7.16%	509,000 0.04%	97,103	1,156,879,087 92.84%	89,200,948 7.16%	97,103	Carried
3b ATLIX - Election of Kiernan Bell	Ordinary	1,245,001,601 99.91%	647,058 0.05%	502,975 0.04%	81,732	1,245,402,026 99.94%	693,380 0.06%	81,732	Carried
4 ATLIX - Adoption of new ATLIX Bye-Laws	Ordinary	1,244,907,936 99.94%	286,885 0.02%	511,424 0.04%	527,121	1,245,339,271 99.98%	286,885 0.02%	550,982	Carried

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

**Resolution(s) proposed but not put to meeting**

Resolution	Reason(s) for not putting the resolution to the meeting
9 ATLAX - Spill resolution (conditional Item)	The resolution was not required to be put to the meeting