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Worley Limited  
ABN 17 096 090 158

21 November 2024

Market Announcements Office  
ASX Limited  
Level 4, Exchange Centre  
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SYDNEY NSW 2000

### **Worley Limited (Worley) (ASX: WOR) – Voting results of the Annual General Meeting**

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001, we advise that the voting results in respect of each resolution are set out in the attached summary.

Yours faithfully  
Worley

Nuala O'Leary  
Group Company Secretary

**About Worley:** Worley is a global professional services company of energy, chemicals and resources experts. We partner with customers to deliver projects and create value over the life of their assets. We're bridging two worlds, moving towards more sustainable energy sources, while helping to provide the energy, chemicals and resources needed now.

Worley Limited is headquartered in Australia and listed on the Australian Securities Exchange (ASX: WOR).

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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 To re-elect Mr. Thomas Gorman as a director of the Company	Ordinary	368,880,195 95.14%	16,004,140 4.12%	2,857,409 0.74%	197,533	371,860,557 95.87%	16,004,140 4.13%	197,533	Carried
2B To re-elect Mr. Andrew Liveris AO as a director of the Company	Ordinary	360,504,947 92.97%	24,384,111 6.29%	2,857,759 0.74%	192,460	363,481,359 93.71%	24,388,411 6.29%	192,460	Carried
2C To re-elect Ms. Emma Stein as a director of the Company	Ordinary	372,533,354 95.63%	14,144,374 3.63%	2,856,659 0.74%	201,069	375,512,966 96.37%	14,144,374 3.63%	201,069	Carried
2D To elect Mr. Kim Gillis AM as a director of the Company	Ordinary	385,981,221 99.11%	596,907 0.15%	2,890,870 0.74%	266,459	388,995,044 99.85%	596,907 0.15%	266,459	Carried
2E To elect Ms. Alison Kitchen AM as a director of the Company	Ordinary	386,162,746 99.15%	471,278 0.12%	2,851,508 0.73%	249,925	389,132,907 99.88%	475,578 0.12%	249,925	Carried
3 To adopt the Remuneration Report	Ordinary	275,178,887 77.63%	75,936,739 21.42%	3,393,397 0.95%	777,960	278,509,485 78.57%	75,964,014 21.43%	777,960	Carried
4 Grant of deferred equity rights to Mr. Robert Christopher Ashton	Ordinary	321,048,448 82.48%	65,340,212 16.78%	2,858,465 0.74%	488,331	323,866,345 83.18%	65,480,305 16.82%	511,759	Carried
5 Grant of long-term performance rights to Mr. Robert Christopher Ashton	Ordinary	199,781,324 51.57%	184,573,666 47.63%	3,101,939 0.80%	482,348	202,842,695 52.34%	184,713,759 47.66%	505,776	Carried
6 Approval of the Company's Employee Share Plan	Ordinary	374,721,149 96.34%	11,356,309 2.92%	2,864,977 0.74%	793,022	377,679,610 97.07%	11,380,609 2.93%	798,191	Carried
7 Approval of the changes to the Company's Constitution	Special	163,890,838 42.08%	222,695,059 57.18%	2,882,513 0.74%	267,046	Not Applicable			Not Applicable

\*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 the meeting**

Resolution	Reason for not putting the resolution to the meeting
7 Approval of the changes to the Company's Constitution	Proposed changes to the Constitution to reduce the maximum Board size from 12 to 10, has been withdrawn because it is clear that it does not have the support of the requisite majority of shareholders.