



MELBOURNE

Orica Limited  
ABN 24 004 145 868

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17 December 2024

The Manager  
ASX Market Announcements Office  
Australian Securities Exchange  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam,

### **Voting Results of 2024 Annual General Meeting**

At the Orica Limited Annual General Meeting held earlier today, shareholders voted in favour of all resolutions put to the meeting as follows:

#### **Resolution 2 – Re-election of Denise Gibson as a Director**

“That Denise Gibson, a Director who retires in accordance with Rule 58.1 of the Company’s Constitution, being eligible and offering herself for re-election, is re-elected as a Director.”

For*	98.9%
Against	1.10%

#### **Resolution 3 – Adoption of Remuneration Report**

“To adopt the Remuneration Report for the year ended 30 September 2024.”

For*	99.33%
Against	0.67%

#### **Resolution 4 – Grant of Performance Rights to Managing Director**

“That approval be given for all purposes, including ASX Listing Rule 10.14, for the grant of performance rights to the Managing Director, Mr Sanjeev Gandhi, under Orica’s Long Term Incentive Plan on the terms summarised in the Explanatory Notes.”

For*	99.31%
Against	0.69%

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**Resolution 5 – Approval of potential leaving entitlements for Directors of Orica subsidiary entities**

“That approval be given for all purposes, including Part 2D.2 of the *Corporations Act 2001*, for the giving of benefits to any current or future persons holding a managerial or executive office in a related body corporate of Orica (excluding Orica’s KMP and Executive Committee members) in connection with that person ceasing to hold that office as set out in the Explanatory Notes.”

For*	99.64%
Against	0.36%

\* Includes available proxies cast by the Chairman of the Meeting

In accordance with Section 251AA (2) of the Corporations Act, the poll results in relation to each item of business is attached.

Yours sincerely,



Erin O'Connor  
Company Secretary



Kirsten Anderson Llewellyn  
Company Secretary

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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 Voted on at the meeting		Proxy Votes (as at proxy close)				Direct vote (as at proxy close):		Total votes cast in the poll (where applicable)			Result	
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (open votes)	Abstain	For	Against	For	Against		Abstain **
2	RE-ELECTION OF DIRECTOR - DENISE GIBSON	NA	380,206,052 97.63%	4,045,430 1.04%	602,326 0.15%	93,637	4,385,895 1.13%	202,130 0.05%	385,266,913 98.90%	4,269,844 1.10%	94,081	Carried
3	ADOPTION OF REMUNERATION REPORT	N	381,871,220 98.32%	1,907,390 0.49%	632,750 0.16%	549,852	3,325,190 0.86%	662,741 0.17%	385,892,465 99.33%	2,595,188 0.67%	550,296	Carried
4	GRANT OF PERFORMANCE RIGHTS TO THE MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER (CEO) UNDER THE LONG-TERM INCENTIVE PLAN	NA	381,956,847 98.33%	1,808,514 0.47%	605,646 0.16%	544,192	3,247,953 0.84%	829,541 0.21%	386,148,797 99.31%	2,664,287 0.69%	636,726	Carried
5	APPROVAL OF POTENTIAL LEAVING ENTITLEMENTS FOR DIRECTORS OF ORICA SUBSIDIARY ENTITIES (EXCLUDING KMP AND EXECUTIVE COMMITTEE MEMBERS)	NA	383,698,132 98.55%	523,058 0.13%	593,748 0.15%	155,152	3,689,894 0.95%	853,352 0.22%	388,412,040 99.64%	1,402,817 0.36%	155,596	Carried

\*\* - 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

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