

11 February 2021

The Manager, Companies
Australian Securities Exchange
Companies Announcement Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam,

2021 Annual General Meeting – Results of Meeting

The outcome of each of the resolutions conducted at GrainCorp Limited's Annual General Meeting held on Thursday, 11 February 2021 are as follows:

ITEM	RESOLUTION	OUTCOME
2	That the Remuneration Report (which forms part of the Directors' Report) of the Company for the financial year ended 30 September 2020 set out on pages 34 to 52 (inclusive) of the 2020 Annual Report be adopted.	Passed as an ordinary resolution
3	That, for the purposes of ASX Listing Rule 14.4, article 11.3(a) of the constitution of the Company and for all other purposes, Mr Daniel Mangelsdorf, retiring by rotation at the conclusion of the AGM, being eligible and offering himself for re-election, be re-elected as a Director of the Company.	Passed as an ordinary resolution
4a	That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, approval be given for the grant of 282,738 performance rights under the GrainCorp Limited Long Term Incentive Plan to the MD and CEO of the Company, Mr Robert Spurway, in respect of the FY20 Long Term Incentive grant in the manner and on the terms and conditions set out in the Explanatory Notes to this Notice of Meeting.	Passed as an ordinary resolution
4b	That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, approval be given for the grant of 239,259 performance rights under the GrainCorp Limited Long Term Incentive Plan to the MD and CEO of the Company, Mr Robert Spurway, in respect of the FY21 Long Term Incentive grant in the manner and on the terms and conditions set out in the Explanatory Notes to this Notice of Meeting.	Passed as an ordinary resolution

All resolutions put to the AGM were decided by way of a poll. In accordance with ASX Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), the total number of proxies received, the total number of votes cast on each poll, and the manner in which each of these votes were cast, are included in the attached document.

Yours faithfully,
GrainCorp Limited



Annerly Squires
Company Secretary

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ANNUAL GENERAL MEETING
Thursday, 11 February, 2021

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):		Poll (Manner in which votes were cast in person or by proxy on a poll (where applicable) on a poll at the meeting)			Result
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (open votes)	Abstain	For	Against	For	Against	Abstain **	
2	ADOPTION OF REMUNERATION REPORT	N	148,209,158 96.86%	1,839,293 1.20%	327,366 0.21%	603,831	436,726 0.29%	2,195,539 1.43%	148,912,286 97.36%	4,035,021 2.64%	603,831	Carried
3	RE-ELECTION OF DIRECTOR- MR DANIEL MANGELSDORF	NA	147,295,125 96.28%	2,730,242 1.78%	340,434 0.22%	660,740	2,494,055 1.63%	134,013 0.09%	150,007,580 98.04%	3,002,773 1.96%	660,740	Carried
4A	FY20 LONG TERM INCENTIVE GRANT OF PERFORMANCE RIGHTS TO THE MD AND CEO	NA	148,988,754 97.37%	1,048,112 0.68%	326,736 0.21%	634,006	2,056,914 1.34%	597,198 0.39%	151,380,699 98.92%	1,645,499 1.08%	634,006	Carried
4B	FY21 LONG TERM INCENTIVE GRANT OF PERFORMANCE RIGHTS TO THE MD AND CEO	NA	148,936,605 97.33%	1,099,795 0.72%	329,112 0.22%	631,956	2,061,623 1.35%	592,629 0.39%	151,335,635 98.89%	1,692,613 1.11%	631,956	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