

DuluxGroup



DuluxGroup Limited

ABN 42 133 404 065

ASX Announcement

20 December 2018

Market Announcements Office
Australian Securities Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir

Results of 2018 Annual General Meeting DuluxGroup Limited

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution are set out in the attached proxy summary.

Yours faithfully

Simon Black

Company Secretary

20 December 2018

The Chairman
DuluxGroup Limited
1956 Dandenong Road, Clayton
VIC 3168

Poll Report

I, the Returning Officer appointed by you in connection with the voting by poll on the motions set out below at the 2018 Annual General Meeting of the Members of DuluxGroup Limited held at 1956 Dandenong Road, Clayton VIC 3168 on 20 December 2018 at 10:30 AM, report as follows:

2.1 Election of Director - Ms Joanne Crewes

	Number	%
Votes cast 'FOR' the motion	240,705,414	99.19
Votes cast 'AGAINST' the motion	1,960,036	0.81
TOTAL VOTES CAST	242,665,450	100.00
Votes "Abstained"	873,771	

The resolution was carried as an ordinary resolution.

2.2 Election of Director - Ms Jane Harvey

	Number	%
Votes cast 'FOR' the motion	238,930,664	98.47
Votes cast 'AGAINST' the motion	3,711,623	1.53
TOTAL VOTES CAST	242,642,287	100.00
Votes "Abstained"	896,934	

The resolution was carried as an ordinary resolution.

2.3 Re-election of Director - Mr Stuart Boxer

	Number	%
Votes cast 'FOR' the motion	233,072,816	96.04
Votes cast 'AGAINST' the motion	9,616,539	3.96
TOTAL VOTES CAST	242,689,355	100.00
Votes "Abstained"	849,866	

The resolution was carried as an ordinary resolution.

3 Adoption of Remuneration Report

	Number	%
Votes cast 'FOR' the motion	231,510,209	97.56
Votes cast 'AGAINST' the motion	5,786,095	2.44
TOTAL VOTES CAST	237,296,304	100.00
Votes "Abstained"	1,490,937	

The resolution was carried as an ordinary resolution.

4.1 Allocation of shares 2018 offer - Patrick Houlihan

	Number	%
Votes cast 'FOR' the motion	231,691,727	97.18
Votes cast 'AGAINST' the motion	6,724,286	2.82
TOTAL VOTES CAST	<u>238,416,013</u>	<u>100.00</u>
Votes "Abstained"	1,396,088	

The resolution was carried as an ordinary resolution.

4.2 Allocation of shares 2018 offer - Stuart Boxer

	Number	%
Votes cast 'FOR' the motion	231,652,377	97.17
Votes cast 'AGAINST' the motion	6,735,405	2.83
TOTAL VOTES CAST	<u>238,387,782</u>	<u>100.00</u>
Votes "Abstained"	1,424,309	

The resolution was carried as an ordinary resolution.

5 Renewal of proportional takeover provisions

	Number	%
Votes cast 'FOR' the motion	240,122,296	99.14
Votes cast 'AGAINST' the motion	2,076,783	0.86
TOTAL VOTES CAST	<u>242,199,079</u>	<u>100.00</u>
Votes "Abstained"	1,336,987	

The resolution was carried as an ordinary resolution.

Wayne Hopkins
Returning Officer
Computershare Investor Services Pty Limited

DuluxGroup Limited
2018 Annual General Meeting
Thursday, 20 December 2018
Voting Results

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

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
2.1 Election of Director - Ms Joanne Crewes	Ordinary	233,192,526 98.30%	1,948,764 0.82%	2,075,381 0.88%	873,771	240,705,414 99.19%	1,960,036 0.81%	873,771	Carried
2.2 Election of Director - Ms Jane Harvey	Ordinary	231,412,543 97.56%	3,706,302 1.56%	2,082,883 0.88%	888,714	238,930,664 98.47%	3,711,623 1.53%	896,934	Carried
2.3 Re-election of Director - Mr Stuart Boxer	Ordinary	225,534,581 95.07%	9,614,801 4.05%	2,091,194 0.88%	849,866	233,072,816 96.04%	9,616,539 3.96%	849,866	Carried
3 Adoption of Remuneration Report	Ordinary	228,839,654 96.72%	5,774,233 2.44%	1,992,298 0.84%	1,483,457	231,510,209 97.56%	5,786,095 2.44%	1,490,937	Carried
4.1 Allocation of shares 2018 offer - Patrick Houlihan	Ordinary	228,024,404 96.33%	6,714,957 2.84%	1,962,925 0.83%	1,387,366	231,691,727 97.18%	6,724,286 2.82%	1,396,088	Carried
4.2 Allocation of shares 2018 offer - Stuart Boxer	Ordinary	227,975,054 96.33%	6,726,076 2.84%	1,972,925 0.83%	1,415,587	231,652,377 97.17%	6,735,405 2.83%	1,424,309	Carried
5 Renewal of proportional takeover provisions	Ordinary	232,605,812 98.25%	2,074,330 0.88%	2,073,313 0.87%	1,336,987	240,122,296 99.14%	2,076,783 0.86%	1,336,987	Carried

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