

14 December 2016

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

Dear Sir

**Results of 2016 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

14 December 2016

The Chairman
DuluxGroup Limited
1956 Dandenong Road,
Clayton Victoria 3168

Computershare Investor Services Pty Limited
ABN 48 078 279 277
Yarra Falls, 452 Johnston Street Abbotsford
Victoria 3067 Australia
GPO Box 2975 Melbourne
Victoria 3001 Australia
Telephone 61 3 9415 5000
Facsimile 61 3 9473 2500
www.computershare.com

Poll Report

I, the Returning Officer appointed by you in connection with the voting by poll on the motions set out below at the 2016 Annual General Meeting of the Members of DuluxGroup Limited held at the company's head office at 1956 Dandenong Road, Clayton Victoria on 14 December 2016 at 10:30 AM, report as follows:

2.1 Election of Director-Mr Graeme Liebelt

	Number	%
Votes cast 'FOR' the motion	243,064,110	98.92
Votes cast 'AGAINST' the motion	2,641,765	1.08
TOTAL VOTES CAST	245,705,875	100.00
Votes "Abstained"	798,052	

The resolution was carried as an ordinary resolution.

2.2 Re-election of Director-Mr Andrew Larke

	Number	%
Votes cast 'FOR' the motion	244,032,459	99.32
Votes cast 'AGAINST' the motion	1,668,422	0.68
TOTAL VOTES CAST	245,700,881	100.00
Votes "Abstained"	803,046	

The resolution was carried as an ordinary resolution.

3 Adoption of Remuneration Report

	Number	%
Votes cast 'FOR' the motion	227,009,783	98.26
Votes cast 'AGAINST' the motion	4,023,903	1.74
TOTAL VOTES CAST	231,033,686	100.00
Votes "Abstained"	10,740,134	

The resolution was carried as an ordinary resolution.

4.1 Allocation of shares to Patrick Houlihan

	Number	%
Votes cast 'FOR' the motion	227,429,167	97.88
Votes cast 'AGAINST' the motion	4,931,686	2.12
TOTAL VOTES CAST	<u>232,360,853</u>	<u>100.00</u>
Votes "Abstained"	11,022,291	

The resolution was carried as an ordinary resolution.

4.2 Allocation of shares to Stuart Boxer

	Number	%
Votes cast 'FOR' the motion	227,363,619	97.85
Votes cast 'AGAINST' the motion	5,005,038	2.15
TOTAL VOTES CAST	<u>232,368,657</u>	<u>100.00</u>
Votes "Abstained"	11,014,487	

The resolution was carried as an ordinary resolution.

5 Renewal of approval of leaving entitlements

	Number	%
Votes cast 'FOR' the motion	237,327,699	98.55
Votes cast 'AGAINST' the motion	3,497,897	1.45
TOTAL VOTES CAST	<u>240,825,596</u>	<u>100.00</u>
Votes "Abstained"	947,256	

The resolution was carried as an ordinary resolution.

6 Grant of share rights to Non-Executive Directors

	Number	%
Votes cast 'FOR' the motion	238,383,012	98.50
Votes cast 'AGAINST' the motion	3,635,214	1.50
TOTAL VOTES CAST	<u>242,018,226</u>	<u>100.00</u>
Votes "Abstained"	911,040	

The resolution was carried as an ordinary resolution.

Increase to Non-Executive Director fees

	Number	%
Votes cast 'FOR' the motion	238,385,870	98.56
Votes cast 'AGAINST' the motion	3,487,376	1.44
TOTAL VOTES CAST	<u>241,873,246</u>	<u>100.00</u>
Votes "Abstained"	1,056,020	

The resolution was carried as an ordinary resolution.



Wayne Hopkins
Returning Officer
Computershare Investor Services Pty Limited