



24 February 2017

The Manager  
Company Announcements Office  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam,

**GrainCorp Limited (ASX: GNC)**  
**Annual General Meeting for the Financial Year ended 30 September 2016**

**Results of Meeting**

In accordance with ASX Listing Rule 3.13.2 and Section 251AA(2) of the Corporations Act, GrainCorp Limited advises the details of the resolutions, the proxies received and the outcome of voting in respect of each resolution put to the Annual General Meeting held today as detailed in the attached summary.

Yours sincerely,

A handwritten signature in black ink, appearing to read "Gregory Greer", written over a light blue horizontal line.

Gregory Greer  
Company Secretary

**GrainCorp Limited**

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Sydney NSW 2000

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ANNUAL GENERAL MEETING  
Friday, 24 February, 2017

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	Manner in which the securityholder directed the proxy vote (as at proxy close):				Direct vote (as at proxy close):		Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes <i>For</i>	Votes <i>Against</i>	Votes <i>Discretionary</i>	Votes <i>Abstain</i>	For	Against	<i>For</i>	<i>Against</i>	<i>Abstain</i> **
2 ADOPTION OF REMUNERATION REPORT	174,288,278	884,957	351,060	1,887,973	811,611	319,633	175,464,562 99.31%	1,216,982 0.69%	3,130,049
3.1 RE-ELECTION OF DIRECTOR MR PETER HOUSDEN	174,844,444	305,757	375,121	191,400	1,001,289	1,948,125	176,440,311 98.06%	3,496,058 1.94%	199,483
3.2 RE-ELECTION OF DIRECTOR MR SIMON TREGONING	175,135,516	23,561	365,392	181,453	2,759,516	200,698	179,732,453 99.88%	224,727 0.12%	184,453
4 GRANT OF PERFORMANCE RIGHTS TO MANAGING DIRECTOR & CHIEF EXECUTIVE OFFICER MR MARK PALMQUIST	173,751,988	1,431,587	342,690	231,781	2,394,138	474,442	177,744,505 98.93%	1,915,421 1.07%	234,781

\*\* - 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