

Incitec Pivot Limited

Office of the Company Secretary

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23 December 2009

The Manager
Company Announcements Office
Australian Securities Exchange
Level 45, South Tower
Rialto
525 Collins Street
MELBOURNE VIC 3000

Dear Sir or Madam

Electronic Lodgement

AGM Slide Presentation

In accordance with the listing rules, I attach a copy of the AGM Slide Presentation for release to the market.

Yours faithfully



Kerry Gleeson
Company Secretary

Attach.

Annual General Meeting 2009



Incitec Pivot Limited

Welcome and Introduction

- John Watson AM
Chairman



Incitec Pivot Limited

Chairman's Address

- John Watson AM
Chairman



Incitec Pivot Limited

Managing Director's Address

- James Fazzino
Managing Director & CEO



Incitec Pivot Limited

Business

- John Watson AM
Chairman



Incitec Pivot Limited

Annual Reports

To table for discussion the Financial Report of the Company, the Directors' Report and the Auditor's Report for the year ended 30 September 2009.



Incitec Pivot Limited

Re-election of Director – Graham Smorgon

- John Watson AM
Chairman



Incitec Pivot Limited

Re-election of Director – Proposed Resolution 1

That Graham Smorgon, who retires in accordance with the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company.



Incitec Pivot Limited

Proxy Votes by Resolution

Description of resolution	For	Against	Open
Re-election of Graham Smorgon	877,730,389	4,588,861	9,028,423

% of votes in favour **98.47%**

These figures relate to proxies lodged 48 hours before the meeting.



Incitec Pivot Limited

Re-election of Director – Anthony Larkin

- John Watson AM
Chairman



Incitec Pivot Limited

Re-election of Director – Proposed Resolution 2

That Anthony Larkin, who retires in accordance with the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a director of the Company.



Incitec Pivot Limited

Proxy Votes by Resolution

Description of resolution	For	Against	Open
Re-election of Anthony Larkin	878,089,739	4,234,621	9,097,255

% of votes in favour **98.50%**

These figures relate to proxies lodged 48 hours before the meeting.



Incitec Pivot Limited

Approval of Issue to Managing Director & CEO under the Incitec Pivot Performance Rights Plan

- John Watson AM
Chairman



Incitec Pivot Limited

Approval of Issue to Managing Director & CEO under the Incitec Pivot Performance Rights Plan – Proposed Resolution 3

That the grant of performance rights under the Incitec Pivot Performance Rights Plan to the Managing Director & Chief Executive Officer, Mr James Fazzino, be approved.



Incitec Pivot Limited

Proxy Votes by Resolution

Description of resolution	For	Against	Open
Grant of performance rights under the Incitec Pivot Performance Rights Plan to the Managing Director & CEO, Mr James Fazzino	787,920,145	90,648,225	3,701,234

% of votes in favour **89.31%**

These figures relate to proxies lodged 48 hours before the meeting.



Incitec Pivot Limited

Remuneration Report

- John Watson AM
Chairman



Incitec Pivot Limited

Remuneration Report – Proposed Resolution 4

That the Remuneration Report for the Company (included in the Directors' Report) for the year ended 30 September 2009 be adopted.

Please note that the vote on this resolution is advisory only and does not bind the Directors or the Company.



Incitec Pivot Limited

Proxy Votes by Resolution

Description of resolution	For	Against	Open
Adoption of the Remuneration Report	790,742,433	86,553,018	10,007,237

% of votes in favour **89.12%**

These figures relate to proxies lodged 48 hours before the meeting.



Incitec Pivot Limited

Questions and Comments

- John Watson AM
Chairman



Incitec Pivot Limited

Meeting Close

- John Watson AM
Chairman



Incitec Pivot Limited