



Metcash Limited

ABN 32 112 073 480
1 Thomas Holt Drive
Macquarie Park
NSW 2113 Australia

30 August 2017

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

Dear Sir/Madam

RESULTS OF METCASH LIMITED 2017 ANNUAL GENERAL MEETING

In accordance with Listing Rule 3.13.2 and subsection 251AA(2) of the *Corporations Act 2001* (Cth), please find attached, for each resolution considered and voted on at the Metcash Limited (**Metcash**) 2017 Annual General Meeting (**AGM**) held earlier today, details of the proxy instructions received for and outcome of the resolution.

All resolutions were passed on a poll with the requisite majority of votes at the AGM. These results reflect the recommendations of the Directors as set out in the Notice of Meeting for the AGM.

Resolution 6 (*Conditional spill resolution*) was not put to the meeting as more than 75% of the votes cast on Resolution 5 (*Resolution to adopt the remuneration report*) were cast in favour of the resolution. As a result, the Company did not receive a second strike for the purposes of the *Corporations Act 2001* (Cth) and was therefore not required to put Resolution 6 to the meeting.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Julie Hutton'.

Julie Hutton
Company Secretary

Metcash Limited
Wednesday, 30 August 2017
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
Resolution 2(a) To re-elect Mr Robert Murray as a director	Ordinary	739,983,604 99.22%	2,026,432 0.27%	3,811,921 0.51%	5,801,636	744,690,634 99.73%	2,028,260 0.27%	5,801,636	Carried
Resolution 2(b) To re-elect Ms Tonia Dwyer as a director	Ordinary	741,277,639 98.74%	5,693,220 0.76%	3,783,458 0.50%	869,276	745,949,997 99.24%	5,698,834 0.76%	869,276	Carried
Resolution 3 Special resolution to approve the giving of financial assistance under section 260B(2) of the Corporations Act	Special	744,016,676 99.14%	1,981,813 0.26%	4,463,742 0.59%	1,161,362	749,261,533 99.74%	1,985,600 0.26%	1,251,864	Carried
Resolution 4(a) To approve grant of performance rights to Mr Ian Morrice, Group CEO	Ordinary	733,464,478 97.70%	13,532,077 1.80%	3,766,468 0.50%	860,570	736,751,831 98.06%	14,582,129 1.94%	935,210	Carried
Resolution 4(b) To approve grant of performance rights to Mr Jeffery Adams, proposed Group CEO	Ordinary	634,633,234 84.53%	112,408,039 14.97%	3,734,342 0.50%	847,978	638,110,837 85.01%	112,479,619 14.99%	914,271	Carried
Resolution 5 To adopt the Remuneration Report	Ordinary	711,721,158 97.82%	12,070,936 1.66%	3,803,887 0.52%	23,963,607	714,698,461 98.20%	13,122,317 1.80%	24,047,075	Carried

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