

2 November 2017

Company Announcements Office
ASX Limited
Level 4, 20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam

RE: Results of Downer EDI Limited 2016 Annual General Meeting

In accordance with Listing Rule 3.13.2, it is confirmed that the resolutions relating to the following matters were put to the Annual General Meeting of Downer EDI Limited held on Thursday, 2 November 2017:

Item 2	Re-Election of Mr R M Harding
Item 3*	Adoption of the Remuneration Report for the year ended 30 June 2017
Item 4	Approval of Managing Director's long term incentive for 2018
Item 5	Requisitioned Resolution – Powers of the Board

* This resolution is advisory only and does not bind the Directors of the Company.

The above matters were decided on a Poll.

In accordance with section 251AA(1)(a) of the Corporations Act, the following Proxy Information is provided:

	TOTAL NUMBER OF PROXY VOTES			
	FOR	AGAINST	ABSTAIN	OPEN
Re-Election of Mr R M Harding	468,535,037	16,078,142	103,312	858,139
Adoption of the Remuneration Report for 2017	450,446,454	32,989,558	1,075,559	809,419
Managing Director's long term incentive for 2018	471,813,144	11,230,810	1,476,355	800,681
Requisitioned Resolution – Powers of the Board	15,429,759	456,170,298	13,220,474	754,099

In accordance with section 251AA(1)(b) of the Corporations Act, the following information in relation to the Polls is provided:

	TOTAL NUMBER OF VOTES CAST ON POLLS		
	FOR	AGAINST	ABSTAIN
Re-Election of Mr R M Harding	469,196,305	16,082,032	103,492
Adoption of the Remuneration Report	450,888,653	32,994,809	1,075,645
Managing Director's long term incentive for 2017	472,325,122	11,236,222	1,476,355
Requisitioned Resolution – Powers of the Board	15,445,146	456,754,054	13,220,474

Yours faithfully,



Peter Tompkins
Company Secretary