

30 October 2018

RCR ANNOUNCES RESULTS OF 2018 ANNUAL GENERAL MEETING

RCR Tomlinson Ltd (“RCR”) advises that at the RCR 2018 Annual General Meeting held today, Tuesday 30 October 2018, all resolutions put to shareholders were passed, with the exception of Resolution 2 – to adopt the 2018 Remuneration Report. Voting was cast by poll in respect of each resolution.

In accordance with ASX Listing Rule 3.13.2 and Section 251AA of the Corporations Act, details of proxy and direct votes, and votes cast for each resolution, are attached.

In reflecting on the results, RCR Chairman Roderick Brown said: *“we acknowledge that today RCR received a first strike against our Remuneration Report. While this was a strong and clear message which has been well heeded by the Board, I believe it is important to note that the 2018 Remuneration Report has not changed substantially from that adopted in 2017, where approximately 99% of votes were cast in support.*

We intend to actively engage with all relevant stakeholders in the coming weeks to get a clearer understanding of the basis for this result, and in particular where it may reflect sentiment against the Company’s recent financial and share price performance in addition to dissatisfaction with the Company’s approach to remuneration as outlined in the Remuneration Report”.

ENDS

FOR FURTHER INFORMATION

INVESTORS & ANALYSTS
Interim CEO and Executive Director

Mr Bruce James
RCR Tomlinson Ltd
02 8413 3045
enquiries@rcrtom.com.au

MEDIA
Quay Advisers

Mr John Hurst
Mobile: 0418 708 663

ABOUT RCR

RCR Tomlinson Ltd (ASX code: RCR) is a diversified engineering and infrastructure company, working with some of the world’s leading organisations to provide intelligent engineering solutions to the Infrastructure, Energy and Resources sectors.

RCR’s core capabilities encompass development, engineering, procurement, construction, operation and maintenance of major infrastructure, rail and transport, energy and resource projects. RCR has operations across Australia, Asia and New Zealand. Additional information is available at www.rcrtom.com.au

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ASX Announcement

2018 Annual General Meeting (30 October 2018) Summary of Proxies and Votes

Item	Item 2	Item 3	Item 4	Item 5
	Adoption of the 2018 Remuneration Report	Re-election of Director – Mr Roderick Brown	Election of Director – Mr David Robinson	Renewal of RCR Performance Incentive Plan
Resolution Type	Ordinary	Ordinary	Ordinary	Ordinary
Decided on a show of hands (S) or a Poll (P)	P	P	P	P
Results	Not Carried	Carried	Carried	Carried

The proxy is to vote for the resolution	86,758,511 (48.42%)	134,172,527 (74.61%)	178,297,613 (99.12%)	176,608,375 (98.35%)
The proxy is to vote against the resolution	91,941,082 (51.31%)	45,018,805 (25.03%)	932,507 (0.52%)	2,480,701 (1.38%)
The proxy is to abstain on the resolution	551,534	340,331	308,773	175,634
The proxy may vote at the proxy's discretion	476,494 (0.27%)	646,174 (0.36%)	638,944 (0.36%)	472,011 (0.27%)

Total votes cast on a poll for the resolution	87,247,416 (48.69%)	135,008,982 (74.97%)	179,142,102 (99.45%)	177,111,113 (98.62%)
Total votes cast on a poll against the resolution	91,956,346 (51.31%)	45,068,805 (25.03%)	982,507 (0.55%)	2,481,505 (1.38%)
Total votes abstaining on the resolution	729,404	355,595	308,773	349,648