

CSR Limited

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10 July 2014

Manager Companies
Company Announcements Office
Australian Securities Exchange Ltd
Level 6, Stock Exchange Centre
20 Bridge Street
Sydney NSW 2000

Dear Madam,

CSR's Annual General Meeting, 10 July 2014

In accordance with Listing Rule 3.13.2, we advise that, at the annual general meeting of members of CSR Limited held today, all resolutions referred to in the Notice of Meeting were passed by the required majorities without amendment.

Each resolution was decided by a poll. Details of the resolutions passed and the proxies received in respect of each resolution, as required by section 251AA of the Corporations Act 2001 (Cth), are set out in the attached proxy summary.

Chairman's address and Managing Director's speech

We confirm that there were no material changes to the Chairman's address and Managing Director's report which were delivered at today's annual general meeting. Advance copies of the speeches were lodged with your office today prior to the start of that meeting at 2.00pm.

Yours sincerely,



D J Schroeder
Legal Counsel & Company Secretary

PROXY SUMMARY

CSR LIMITED ANNUAL GENERAL MEETING – 10 JULY 2014

In accordance with section 251AA(2) of the Corporations Act (Cth), CSR Limited (“the company”) provides the ASX with the following details of the resolutions and proxies received on each resolution at its annual general meeting of members held today.

ORDINARY BUSINESS

1. RECEIVE AND CONSIDER FINANCIAL AND OTHER REPORTS:

It was noted that the company’s financial report and the reports of the directors and of the auditor, for the financial year ended 31 March 2014 were received and considered by shareholders present at the meeting.

2a. ELECTION OF DIRECTORS:

It was resolved, as an ordinary resolution, that **Kathleen Conlon**, who joined the board in 2004, was last elected in 2011 and will retire by rotation at the close of the meeting in accordance with clause 55 of the company’s constitution, be re-elected as a director of the company.

Proxy votes

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
306,077,332	1,341,473	510,347	4,222,284

The motion was carried as an ordinary resolution on a poll the details of which are:

	Number	%
Votes cast ‘FOR’ the motion	310,714,292	99.56
Votes cast ‘AGAINST’ the motion	1,384,360	0.44
TOTAL VOTES CAST	312,098,652	100.00
Votes "Abstained"	513,386	

2b. ELECTION OF DIRECTORS:

It was resolved, as an ordinary resolution, that **Matthew Quinn**, who joined the board in 2013, and stands for election in accordance with clause 53.2 of the company’s constitution, be elected as a director of the company.

Proxy votes

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
305,044,832	2,264,643	596,934	4,242,422

The motion was carried as an ordinary resolution on a poll the details of which are:

	Number	%
Votes cast 'FOR' the motion	309,747,742	99.27
Votes cast 'AGAINST' the motion	2,265,041	0.73
TOTAL VOTES CAST	312,012,783	100.00
Votes "Abstained"	596,934	

3. ADOPT THE REMUNERATION REPORT:

It was resolved, as an ordinary resolution, that the company's remuneration report for the financial year ended 31 March 2014 be adopted. It was noted that the report was adopted by more than 75%.

Proxy votes

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
293,183,936	13,033,345	1,705,441	4,207,335

The motion was carried as an ordinary resolution on a poll the details of which are:

	Number	%
Votes cast 'FOR' the motion	296,099,155	95.30
Votes cast 'AGAINST' the motion	14,604,323	4.70
TOTAL VOTES CAST	310,703,478	100.00
Votes "Abstained"	1,721,874	

SPECIAL BUSINESS

4. APPROVE THE ISSUE OF PERFORMANCE RIGHTS:

It was resolved, as an ordinary resolution, that the company approve the issue of 345,485 performance rights to Rob Sindel.

Proxy votes

The instructions given to validly appointed proxies in respect of the resolution were as follows:

For	Against	Abstain	Proxy's discretion
211,634,328	95,227,826	1,028,459	4,260,823

The motion was carried as an ordinary resolution on a poll the details of which are:

	Number	%
Votes cast 'FOR' the motion	216,043,699	69.37
Votes cast 'AGAINST' the motion	95,405,864	30.63
TOTAL VOTES CAST	311,449,563	100.00
Votes "Abstained"	1,056,088	

It was noted that the Company had released an ASX announcement on 26 June 2014 regarding the calculation of the number of performance rights and how this will be addressed in the event the resolution is passed.