

**Confirmation of resolutions passed at
ANNUAL GENERAL MEETING**

The resolutions put to the annual general meeting of shareholders held on 30 July 2019 were passed by poll.

As required by section 251AA(2) of the Corporations Act 2001 (Cwlth) the following statistics are provided in respect of proxy votes received for each resolution on the agenda:

Resolution	FOR	AGAINST	OPEN	ABSTAIN	EXCLUDED
2. Adoption of the Remuneration Report	4,179,844	1,018,376	1,129,879	5,430,887	27,823,495
3 Election - Mr Robert Green as a Director	31,514,893	1,506,757	1,129,879	5,430,952	0

No other resolutions were put to the meeting.

For further information, please contact:

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Company Secretary
Namoi Cotton Limited
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Namoi Cotton's Shareholding Limit and Grower Director Representation Rule

The Constitution of Namoi Cotton contains provisions that limit a person's shareholdings until at least Namoi Cotton's 2021 AGM (and thereafter, subject to renewal). If a shareholder acquires ordinary shares in excess of the Shareholding Limit, all rights (including voting rights, dividend rights and rights in a winding up) in respect of the excess shares are suspended and the excess shares are subject to divestment. The shareholder must also refund a dividend or distribution to which the shareholder is not entitled to as a result of its holding of the excess shares.

The Constitution of Namoi Cotton also contains provisions that require the Board to be comprised of an equal number of Grower Directors and Non-Grower Directors until at least Namoi Cotton's 2022 AGM (and thereafter, subject to renewal).

For a summary of these provisions please refer to Namoi Cotton's website. The provisions can also be found in the Constitution.