

4 November 2015

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

Dear Sir/Madam

RE: Results of Downer EDI Limited 2015 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 Wednesday, 4 November 2015:

Item 2a	Re-Election of Mr P S Garling
Item 2b	Re-Election of Ms E A Howell
Item 3*	Adoption of the Remuneration Report for the year ended 30 June 2015
Item 4	Approval of Managing Director's long term incentive for 2016

* 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 P S Garling	337,381,382	626,236	1,695,850	839,614
Re-Election of Ms E A Howell	337,761,772	269,146	1,679,551	832,613
Adoption of the Remuneration Report	246,740,814	90,999,163	1,766,444	805,854
Managing Director's long term incentive for 2016	336,426,058	1,359,467	1,976,821	780,736

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 P S Garling	338,686,420	626,236	1,695,850
Re-Election of Ms E A Howell	339,046,509	272,446	1,689,551
Adoption of the Remuneration Report	247,775,711	91,035,714	1,766,444
Managing Director's long term incentive for 2016	337,475,677	1,396,178	1,976,821

Yours faithfully,



Peter Tompkins
Company Secretary