

20 November 2024

ASX Market Announcements Office
ASX Limited
20 Bridge Street
Sydney NSW 2000

Dear Officer

RE: Results of Downer EDI Limited 2024 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, 20 November 2024:

Item 2	Election of Director – Peter Barker
Item 3*	Adoption of the Remuneration Report
Item 4	Approval of Managing Director’s Long-Term Incentive (LTI)
Item 5	Appointment of Price WaterhouseCoopers (PwC) as auditor of the Company

* 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(2) of the Corporations Act, the following Proxy Information is provided in relation to instructions given to validly appointed proxies as at proxy close:

	Instructions given to validly appointed proxies			
	FOR	AGAINST	ABSTAIN	OPEN
Election of Director – Peter Barker	549,980,656 99.75%	715,061 0.13%	62,802	666,564 0.12%
Adoption of the Remuneration Report	536,227,512 97.36%	13,867,179 2.52%	663,828	666,564 0.12%
Approval of Managing Director’s Long-Term Incentive (LTI)	549,106,524 99.60%	1,557,488 0.28%	100,774	660,297 0.12%
Appointment of Price WaterhouseCoopers (PwC) as auditor of the Company	550,418,846 99.84%	218,501 0.04%	122,172	665,564 0.12%

In accordance with section 251AA(2) of the Corporations Act, the following information is provided in relation to the number of votes cast on the Polls:

	Total number of votes cast on Polls			RESULT
	FOR	AGAINST	ABSTAIN	
Election of Director – Peter Barker	550,936,709 99.87%	715,061 0.13%	62,802	Passed
Adoption of the Remuneration Report	537,014,004 97.48%	13,867,379 2.52%	663,828	Passed
Approval of Managing Director’s Long-Term Incentive (LTI)	549,933,339 99.72%	1,557,688 0.28%	100,774	Passed
Appointment of Price WaterhouseCoopers (PwC) as auditor of the Company	551,368,699 99.96%	223,701 0.04%	122,172	Passed

Yours sincerely,
Downer EDI Limited



Robert Regan
 Company Secretary

Authorised for release by Downer’s Group General Counsel and Company Secretary, Robert Regan.