# Incitec Pivot Limited

Office of the Company Secretary

ABN 42 004 080 264

Registered Office: Level 8, 28 Freshwater Place Southbank Victoria 3006

Tel: (61 3) 8695 4400 Fax: (61 3) 8695 4419

www.incitecpivot.com.au

The Manager Company Announcements Office Australian Securities Exchange Level 4, North Tower Rialto 525 Collins Street MELBOURNE VIC 3000

Dear Sir or Madam

18 November 2015

### **Electronic Lodgement**

#### Appendix 3B

In accordance with the listing rules, I attach for release to the market an Appendix 3B.

Yours faithfully

Perina

Daniella Pereira Company Secretary

Attach.

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Incitec Pivot Limited ("IPL")

ABN

42 004 080 264

We (the entity) give ASX the following information.

### Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1 +Class of +securities issued or to be issued Fully paid ordinary shares

- 2 Number of \*securities issued or to be issued (if known) or maximum number which may be issued
- 3 Principal terms of the \*securities (eg, if options, exercise price and expiry date; if partly paid \*securities, the amount outstanding and due dates for payment; if \*convertible securities, the conversion price and dates for conversion)

1,513,487 ordinary shares

The new shares will be issued with the same rights and liabilities as existing shares

4	<ul> <li>Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?</li> <li>If the additional securities do not rank equally, please state: <ul> <li>the date from which they do</li> <li>the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul> </li> </ul>	Yes, the new shares we existing ordinary share	
5	Issue price or consideration	\$3.88	
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Issue to participants in the Company's 2012/15 Long Term Incentive Plan	
7	Dates of entering <sup>+</sup> securities into uncertificated holdings or despatch of certificates	18 November 2015	
8	Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)	Number 1,687,170,521 (being 1,685,657,034 plus 1,513,487 ordinary shares described in item 2 above)	+Class Fully paid ordinary shares

		Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	4,683,256	Performance rights (unquoted)
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	The dividend policy for all ordinary shares is as determined by the IPL Board from time to time.	

# Part 2 - Bonus issue or pro rata issue

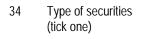
11	Is security holder approval required?	
12	Is the issue renounceable or non- renounceable?	
13	Ratio in which the +securities will be offered	
14	+Class of +securities to which the offer relates	
15	<sup>+</sup> Record date to determine entitlements	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	
17	Policy for deciding entitlements in relation to fractions	
18	Names of countries in which the entity has *security holders who will not be sent new issue documents	
	Note: Security holders must be told how their entitlements are to be dealt with.	
	Cross reference: rule 7.7.	
19	Closing date for receipt of acceptances or renunciations	

20	Names of any underwriters	
20		
21	Amount of any underwriting fee or	
	commission	
22	Names of any brokers to the issue	
23	Fee or commission payable to the broker to the issue	
24	Amount of any handling fee payable to	
27	brokers who lodge acceptances or	
	renunciations on behalf of +security holders	
05		
25	If the issue is contingent on +security holders' approval, the date of the	
	meeting	
26	Date entitlement and acceptance form	
	and prospectus or Product Disclosure Statement will be sent to persons	
	entitled	
27	If the entity has issued options, and the	
21	terms entitle option holders to	
	participate on exercise, the date on which notices will be sent to option	
	holders	
28	Date rights trading will begin (if	
	applicable)	
29	Date rights trading will end (if	
	applicable)	
30	How do +security holders sell their	
50	entitlements in full through a broker?	
31	How do +security holders sell part of	
51	their entitlements through a broker and	
	accept for the balance?	
32	How do +security holders dispose of	
	their entitlements (except by sale through a broker)?	

33 +Despatch date

# Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities





Securities described in Part 1

(b)

All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

### Entities that have ticked box 34(a)

#### Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

If the \*securities are \*equity securities, the names of the 20 largest holders of the additional \*securities, and the number and percentage of additional \*securities held by those holders
If the \*securities are \*equity securities, a distribution schedule of the additional \*securities setting out the number of holders in the categories

1,000
1,001
5,001
10,000
10,001
100,000
100,001 and over

A copy of any trust deed for the additional \*securities

### Entities that have ticked box 34(b)

- 38 Number of securities for which
   <sup>+</sup>quotation is sought
- 39 Class of +securities for which quotation is sought
- 40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

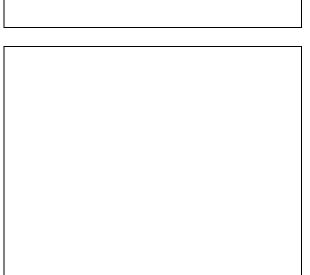
- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment
- 41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)

Number	+Class	



#### Quotation agreement

- <sup>1</sup> <sup>+</sup>Quotation of our additional <sup>+</sup>securities is in ASX's absolute discretion. ASX may quote the <sup>+</sup>securities on any conditions it decides.
- 2 We warrant the following to ASX.
  - The issue of the <sup>+</sup>securities to be quoted complies with the law and is not for an illegal purpose.
  - There is no reason why those +securities should not be granted +quotation.
  - An offer of the <sup>+</sup>securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any \*securities to be quoted and that no-one has any right to return any \*securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the \*securities be quoted.
- If we are a trust, we warrant that no person has the right to return the <sup>+</sup>securities to be quoted under section 1019B of the Corporations Act at the time that we request that the <sup>+</sup>securities be quoted.
- 3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- 4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before <sup>+</sup>quotation of the <sup>+</sup>securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

(Company Secretary)

Sign here:

Date: 18 November 2015

Print name: Daniella Pereira

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<sup>&</sup>lt;sup>+</sup> See chapter 19 for defined terms.