



WorleyParsons

resources & energy

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WorleyParsons Limited
ABN 17 096 090 158

25 October 2016

Market Announcements Office
ASX Limited
Level 4, Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir / Madam

WorleyParsons Limited (ASX: WOR) – Results of Annual General Meeting

In accordance with Listing Rule 3.13.2, WorleyParsons Limited announces that each of the resolutions put to the Annual General Meeting of the Company held on 25 October 2016 (“AGM”) was passed by the requisite majority.

Each resolution was decided on a poll.

The resolutions related to the following matters:

- a) Resolution 2(a) – Re-election of Mr John Grill as a director of the Company;
- b) Resolution 2(b) – Re-election of Ms Catherine Livingstone as a director of the Company;
- c) Resolution 3 – Adoption of the Remuneration Report;
- d) Resolution 4 – Grant of share price performance rights to Mr Andrew Wood;
- e) Resolution 5 – Grant of long-term incentive performance rights to Mr Andrew Wood;
- f) Resolution 6 – Approval of potential termination benefits; and
- g) Resolution 7 – Reinsertion of proportional takeover provisions.

I attach the information required by section 251AA of the *Corporations Act 2001* to be notified by the Company to the ASX in respect of these resolutions.

Yours faithfully
WorleyParsons

Nuala O'Leary
Group Company Secretary

WORLEYPARSONS LIMITED
Annual General Meeting
Tuesday, 25 October 2016
Voting Results



The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
2(a) To re-elect Mr John Grill as a director of the Company	Ordinary	150,641,125 92.15%	12,212,962 7.47%	625,308 0.38%	662,894	153,297,728 92.61%	12,232,612 7.39%	662,894	Carried
2(b) To re-elect Ms Catherine Livingston as a director of the Company	Ordinary	162,981,904 99.35%	437,673 0.27%	630,875 0.38%	91,537	165,658,724 99.74%	438,673 0.26%	95,537	Carried
3 To adopt the Remuneration Report	Ordinary	115,916,543 86.33%	17,784,044 13.25%	565,703 0.42%	5,299,868	118,498,597 86.94%	17,804,294 13.06%	5,304,368	Carried
4 To approve the grant of share price performance rights to Mr Andrew Wood	Ordinary	120,825,044 74.56%	40,596,905 25.05%	619,226 0.38%	1,249,549	123,485,395 75.26%	40,603,555 24.74%	1,252,719	Carried
5 To approve the grant of long-term incentive performance rights to Mr Andrew Wood	Ordinary	159,814,327 98.21%	2,289,808 1.41%	621,251 0.38%	565,338	162,477,703 98.61%	2,295,458 1.39%	568,508	Carried
6 To approve potential termination benefits	Ordinary	161,185,375 99.14%	759,551 0.47%	636,740 0.39%	708,834	163,868,140 99.54%	759,551 0.46%	713,754	Carried
7 To approve reinsertions of the proportional takeover provisions	Special	162,768,666 99.53%	136,809 0.08%	629,593 0.38%	607,221	165,448,284 99.92%	136,809 0.08%	608,141	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.