

1 November 2018

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

Dear Sir/Madam

RE: Results of Downer EDI Limited 2018 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 Thursday, 1 November 2018:

Item 2(a)	Election of Ms N M Hollows
Item 2(b)	Re-Election of Mr P S Garling
Item 3*	Adoption of the Remuneration Report
Item 4	Approval of Managing Director's long term incentive

* This resolution is advisory only and does not bind the Directors of the Company.

The above matters were decided on a Poll.

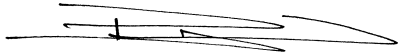
In accordance with section 251AA(1)(a) of the Corporations Act, the following Proxy Information is provided:

	TOTAL NUMBER OF PROXY VOTES			
	FOR	AGAINST	ABSTAIN	OPEN
Election of Ms N M Hollows	468,386,365	17,257,814	127,459	619,517
Re-Election of Mr P S Garling	433,749,583	51,864,728	156,827	619,517
Adoption of the Remuneration Report	453,529,317	31,408,443	851,638	587,757
Managing Director's long term incentive	468,191,114	16,811,298	796,207	584,936

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 Ms N M Hollows	470,183,853	17,257,984	127,459
Re-Election of Mr P S Garling	435,544,541	51,867,428	156,827
Adoption of the Remuneration Report	454,172,323	31,413,478	851,638
Managing Director's long term incentive	468,934,898	16,816,333	796,407

Yours faithfully,



Peter Lyons
Company Secretary