



WorleyParsons

resources & energy

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Company Announcements Office
ASX Limited
4th Floor, 20 Bridge Street
SYDNEY NSW 2000

23 October 2012

Dear Sir / Madam

WorleyParsons Limited – 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 23 October 2012 (“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 Erich Fraunschiel as a director of the Company;
- b) Resolution 2(b) – Election of Ms Wang Xiao Bin as a director of the Company;
- c) Resolution 2(c) – Election of Dr Christopher Haynes, OBE as a director of the Company;
- d) Resolution 3 – Adoption of the Remuneration Report;
- e) Resolution 4 – Grant of performance rights to Mr Andrew Wood; and
- f) Resolution 5 – Approval of an increase in the aggregate fees for non-executive directors.

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

Yours faithfully

Peter Janu
Company Secretary



Proxy votes – s251AA(1)(a)

The following table sets out, for each resolution passed at the AGM, the total number of proxy votes exercisable by all proxies validly appointed and the total number of proxy votes in respect of which the appointments specified that the proxy: is to vote for the resolution; is to vote against the resolution; is to abstain on the resolution; and may vote at the proxy's discretion.

No.	Item	Total	For	Against	Abstain	Open
2(a)	Re-election of Mr Erich Fraunschiel	146,252,562	141,029,963	2,623,510	1,508,263	1,090,826
2(b)	Election of Ms Wang Xiao Bin	146,249,139	141,471,073	3,356,502	329,508	1,092,056
2(c)	Election of Dr Christopher Haynes, OBE	146,252,562	144,150,315	677,590	330,408	1,094,249
3	Adoption of the Remuneration Report	122,191,621	115,042,419	735,028	5,279,261	1,134,913
4	Grant of performance rights to Mr Andrew Wood	145,431,891	143,026,281	825,797	500,927	1,078,886
5	Increase in aggregate fees for non-executive directors	123,717,537	108,569,160	3,817,140	10,397,630	933,607

Poll results – s251AA(1)(b)

The following table sets out the number of votes cast on each resolution passed at the AGM, along with the percentages of votes cast which were cast either for or against the resolution:

Resolution 2(a) – Re-election of Mr Erich Fraunschiel

For		Against		Abstain
146,367,300	98.24%	2,623,510	1.76%	1,508,263



Resolution 2(b) – Election of Ms Wang Xiao Bin

For		Against		Abstain
146,809,640	97.76%	3,356,502	2.24%	329,508

Resolution 2(c) – Election of Dr Christopher Haynes, OBE

For		Against		Abstain
149,491,075	99.55%	677,590	0.45%	330,408

Resolution 3 – Adoption of the Remuneration Report

For		Against		Abstain
119,821,453	99.39%	733,898	0.61%	5,289,186

Resolution 4 – Grant of performance rights to Mr Andrew Wood

For		Against		Abstain
148,323,957	99.45%	824,597	0.55%	529,848

Resolution 5 – Increase in aggregate fees for non-executive directors

For		Against		Abstain
113,411,620	96.74%	3,816,010	3.26%	10,427,851