

# **TOLL**

## **Toll Holdings Limited**

ABN 25 006 592 089

Toll Holdings Limited  
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Level 7/380 St Kilda Road  
Melbourne Victoria 3004

Tel: 61 3 9694 2888  
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26 October 2012

Manager Companies  
Company Announcements Office  
Australian Securities Exchange Limited  
Level 4, Securities Exchange Centre  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir

### **Results of Annual General Meeting Toll Holdings Limited**

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise details of the resolutions and the proxies received in respect of each resolution are set out in the attached proxy summary

Yours faithfully



**Bernard McInerney**  
Company Secretary

**Item 2 Remuneration Report**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Proxy's discretion
339,505,426	13,325,516	2,612,092	14,416,588

The motion was carried as an ordinary resolution on a poll the details of which are:

In Favour	Against	Abstention
351,756,457	16,467,593	2,614,492

**Item 3 Issue options, rights and/or shares to executives**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Proxy's discretion
379,692,212	11,158,031	2,293,249	14,480,802

The motion was carried as an ordinary resolution on a poll the details of which are:

In Favour	Against	Abstention
392,512,395	14,281,767	2,304,472

**Item 4 Grant of options (LTI) to the Managing Director, Brian Kruger**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Proxy's discretion
377,386,743	13,614,138	2,306,700	14,316,713

The motion was carried as an ordinary resolution on a poll the details of which are:

In Favour	Against	Abstention
392,199,121	16,703,201	2,308,700

**Item 5 Grant of Rights (Deferred STI) to the Managing Director, Brian Kruger**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

In Favour	Against	Abstention	Proxy's discretion
381,314,503	10,261,611	1,711,254	14,332,453

The motion was carried as an ordinary resolution on a poll the details of which are:

In Favour	Against	Abstention
396,143,170	13,350,125	1,713,254

**Item 6 Re-election of Director: Mr Harry Boon**

The instructions given to validly appointed proxies in respect of the resolution were as follows:

<b>In Favour</b>	<b>Against</b>	<b>Abstention</b>	<b>Proxy's discretion</b>
329,740,213	61,546,383	1,872,481	14,462,949

The motion was carried as an ordinary resolution on a poll the details of which are:

<b>In Favour</b>	<b>Against</b>	<b>Abstention</b>
345,625,215	63,710,158	