



Dominic D Smith
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ASX Market Announcements
ASX Limited
20 Bridge Street
Sydney NSW 2000

12 November 2014

BY ELECTRONIC LODGEMENT

Aurizon – 2014 Annual General Meeting Results

In accordance with Listing Rule 3.13.2, Aurizon Holdings Limited announces that the resolutions put to the Annual General Meeting of the Company held on 12 November 2014 were passed by the requisite majority.

Resolutions Decided on a Poll

- Resolution 2(a) – Re-election of Mr John B Prescott AC
- Resolution 2(b) – Re-election of Mr John Atkin
- Resolution 3 – Grant of Performance Rights to the Managing Director & CEO pursuant to the Company's Long Term Incentive Award
- Resolution 4 – Approval of Potential Termination Benefits to Key Management Personnel
- Resolution 5 – Remuneration Report

Attached is the information required by section 251AA of the Corporations Act 2001 (Cth).

Yours faithfully



Dominic D Smith
VP & Company Secretary



Aurizon Holdings Limited
Results of Annual General Meeting
Wednesday 12 November 2014

As required by section 251AA of the Corporations Act 2001 (Cth) the following details are provided in respect of each resolution in the Company's Notice of Annual General Meeting that was voted on by shareholders at the meeting.

| Resolution | Manner in which the security holder directed the proxy vote (as at proxy close) | | | | Manner in which votes were cast in person or by a proxy on a poll (where applicable) | | |
|---|--|-----------------------|---------------------|-------------------|---|-----------------------|-------------------|
| | Votes For | Votes Against | Votes Discretionary | Votes Abstain | For | Against | Abstain* |
| 2(a) Re-election of Mr John B Prescott AC | 1,091,903,040 92.82% | 78,925,310 6.71% | 5,494,898 0.47% | 42,010,284 N/A | 1,099,302,862 93.30% | 78,956,212 6.70% | 42,012,405 N/A |
| 2(b) Re-election of Mr John Atkin | 1,078,110,917 88.67% | 132,346,511 10.88% | 5,518,567 0.45% | 3,599,052 N/A | 1,085,565,296 89.13% | 132,347,381 10.87% | 3,600,317 N/A |
| 3. Grant of Performance Rights to the Managing Director & CEO | 1,141,393,543 93.86% | 69,051,211 5.68% | 5,508,263 0.46% | 2,280,518 N/A | 1,147,091,354 94.32% | 69,076,402 5.68% | 2,460,439 N/A |
| 4. Approval of Potential Termination Benefits to Key Management Personnel | 1,185,042,142 97.47% | 25,303,851 2.08% | 5,455,385 0.45% | 2,432,158 N/A | 1,190,684,386 97.92% | 25,329,446 2.08% | 2,614,364 N/A |
| 5. Remuneration Report | 1,120,354,243 92.23% | 88,822,718 7.31% | 5,502,007 0.46% | 3,545,999 N/A | 1,126,043,926 92.69% | 88,843,795 7.31% | 3,729,764 N/A |

Confirmed by Mr Chris Buttery, Computershare Investor Services



12 November 2014

*Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item.

