



Metcash Limited

ABN 32 112 073 480
1 Thomas Holt Drive
Macquarie Park
NSW 2113 Australia

31 August 2016

Market Announcements Office
Australian Securities Exchange Limited
20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam

RESULTS OF METCASH LIMITED 2016 ANNUAL GENERAL MEETING

In accordance with Listing Rule 3.13.2 and subsection 251AA(2) of the *Corporations Act 2001* (Cth), please find enclosed, for each resolution considered and voted on at the Metcash Limited (**Metcash**) 2016 Annual General Meeting (**AGM**) held earlier today, details of the proxy instructions received for and outcome of the resolution.

All resolutions were passed on a poll with the requisite majority of votes at the AGM. These results reflect the recommendations of the Directors as set out in the Notice of Meeting for the AGM.

Resolution 3 to adopt the remuneration report, while passed, had more than 25% of votes cast against it. As a result, this constitutes a first strike for the purposes of the *Corporations Act 2001* (Cth).

Metcash Chairman, Rob Murray, advised the meeting that the Board will continue to consult with its stakeholders regarding Metcash's remuneration framework going forward.

In accordance with Listing Rule 3.16.1, we confirm (as previously announced and advised in the Notice of Meeting for the AGM), Mr Michael Butler and Mr Neil Hamilton retired as directors of Metcash Limited at the conclusion of the AGM.

Yours faithfully

A handwritten signature in black ink, appearing to read "Julie Hutton".

Julie Hutton
Company Secretary

Metcash Limited

Wednesday, 31 August 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 Patrick Allaway as a Director	Ordinary	614,618,448	3,331,103	4,674,693	1,075,989	620,199,577 99.46%	3,342,471 0.54%	1,077,989	Carried
2 (b). To re-elect Mrs Fiona Balfour as a Director	Ordinary	615,560,353	2,376,485	4,688,134	1,075,261	620,933,450 99.62%	2,396,540 0.38%	1,090,416	Carried
2 (c). To elect Mrs Helen Nash as a Director	Ordinary	616,560,802	1,370,163	4,670,169	1,099,099	622,137,149 99.78%	1,380,424 0.22%	1,102,601	Carried
2 (d). To elect Mr Murray Jordan as a Director	Ordinary	615,822,311	2,059,201	4,719,395	1,099,326	621,452,386 99.67%	2,067,862 0.33%	1,099,326	Carried
3. To adopt the Remuneration Report	Ordinary	435,022,626	183,287,102	1,227,586	2,414,213	435,483,833 70.22%	184,662,746 29.78%	2,489,404	Carried
4. To approve award of Performance Rights to Mr Ian Morrice, CEO	Ordinary	503,697,913	112,176,033	4,501,079	1,620,207	507,698,749 81.73%	113,505,018 18.27%	1,670,651	Carried

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