

Incitec Pivot Limited

Office of the Company Secretary

ABN 42 004 080 264

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2 September 2015

The Manager
Company Announcements Office
Australian Securities Exchange
Level 45, South Tower
Rialto
525 Collins Street
MELBOURNE VIC 3000

Dear Sir or Madam

Electronic Lodgement

Appendix 3Y – Change of Director's Interest Notice

In accordance with the listing rules, I attach Appendix 3Y (Change of Director's Interest Notice) for release to the market.

Yours faithfully



Daniella Pereira
Company Secretary

Attach.

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	INCITEC PIVOT LIMITED
ABN	42 004 080 264

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Rebecca Joy McGrath
Date of last notice	16 September 2014

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	The registered holder is Wyluka Pty Ltd as trustee for the Cushen Family Super Fund. Ms McGrath is a director of Wyluka Pty Ltd and a beneficiary of the Cushen Family Super Fund.
Date of change	27 August 2015

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

No. of securities held prior to change	13,758 (Indirect – Wyluka Pty Ltd as trustee for the Cushen Family Super Fund)
Class	Ordinary shares
Number acquired	5,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$3.45
No. of securities held after change	18,758 ordinary shares (Indirect - Wyluka Pty Ltd as trustee for the Cushen Family Super Fund) <i>Note:</i> on 6 August 2015, 7,258 shares that had been held directly by Ms McGrath were transferred to Wyluka Pty Ltd as trustee for the Cushen Family Super Fund. This transfer did not change Ms McGrath's overall relevant interest in IPL shares. Now, Ms McGrath only has indirect interests in IPL shares.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market trade

+ See chapter 19 for defined terms.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺ closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not applicable
If prior written clearance was provided, on what date was this provided?	Not applicable

⁺ See chapter 19 for defined terms.