



Brambles

Annual General Meeting

10 October 2019

**Shaping
our future**

A poll is being held on all resolutions at this meeting.
If leaving early, place completed voting cards in the ballot boxes by the exit doors.

Chairman's address

Stephen Johns, Chairman

CEO's address

Graham Chipchase, Chief Executive Officer



Brambles

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Remuneration update

Tony Froggatt, Chairman of the Remuneration Committee

What I will cover

- Brambles' executive remuneration structure
- Outcomes for FY19, including share vesting
- Proposed changes to remuneration policy
- MyShare employee share ownership scheme

Executive remuneration policy

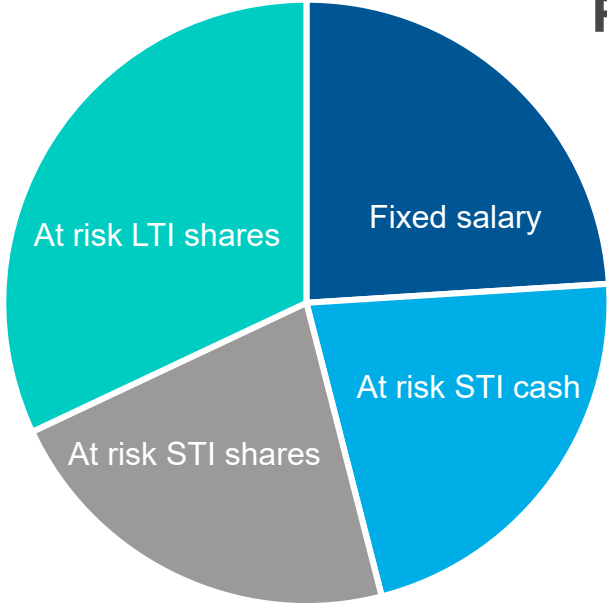
- Objectives:
 - Attract and retain high-calibre executives;
 - Incentivise executives to achieve challenging performance levels;
 - Reward successful business strategy implementation; and
 - Align executive rewards with creation of shareholder value

Senior executive remuneration structure

At risk remuneration (76%)

At risk LTI shares (32%)
Vesting over three years, performance hurdles for shares related to TSR and sales revenue/ROCI

At risk STI shares (22%)
Deferred for two years to provide retention and ensure continued alignment with shareholders



Fixed remuneration (24%)

Salary
Superannuation, car, healthcare, etc.

At risk cash (22%)
Annual cash bonus, based on achieving underlying profit, cash flow, asset efficiency and personal objectives

FY19 remuneration outcomes

- Modest salary increases for Executive Directors
- Short-term incentives and deferred share awards reflecting company performance
- Long-term incentives (LTIs): both the TSR and sales revenue/ROCI components did not vest
- The Board has set stretching LTI targets for FY20-22, these are published in the Remuneration Report and the Notice of Meeting
- No increase to Non-Executive Director base fees; minor increase to Committee fees

FY20 remuneration policy changes

- The 2019 remuneration strategy review has recommended two changes to our remuneration policy and structure
- Although these changes do not require shareholder approval the board felt they were of significant importance and accordingly they are submitted for shareholder approval:
 - The introduction of a one-year holding lock on LTI share awards post the 3-year performance period;
 - The effect of the holding lock is that executives will not receive the benefit of the awards for a four-year period from the date they are granted; and
 - Holders of STI share awards will receive the equivalent of dividends, which would otherwise accrue to the underlying shares, subject to those awards vesting

MyShare update

- Brambles strongly committed to employee share ownership
- Since initial launch in 2008, more than 4,445 employees in 41 countries have elected to participate
- From 2020 employees in all 60 countries will be eligible to participate
- MyShare employees now own 3.90 million Brambles shares
- The company has approved an increase in the maximum contribution from A\$5,000 to A\$6,000 per annum to further support employee share ownership

Final comments – remuneration

- Brambles' remuneration strategy supports the business strategy
- Proposed changes are consistent with that strategy
- Our remuneration policy is designed to reward executives for the creation of shareholder value



Brambles

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our future**

How to ask a question

- Go to a designated microphone
- Show your pink voting card or blue non-voting card
- Give the attendant your name
- Wait until you have been introduced to the meeting



Brambles

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our future**

Voting procedure

Discretionary proxy votes given to Chairman will be cast in favour of each item of business


BRAMBLES LIMITED
ABN 89 118 896 021 ANNUAL GENERAL MEETING 2019 10 OCTOBER 2019
POLL CARD

NAME OF PROXY / SECURITY HOLDER _____

I HEREBY VOTE
(a) For all securities where I have been given direction to vote either for, against or abstain, I vote as directed; OR
(b) Where I have not been given direction how to vote, as marked in boxes below

		FOR	AGAINST	ABSTAIN
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr James Richard Miller as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr George El Zoghbi as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Anthony Grant Froggatt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Amendments to the Brambles Limited Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Participation of Mr Graham Chipchase in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Participation of Ms Nessa O'Sullivan in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Participation of Mr Graham Chipchase in MyShare Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Capital Return to Shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 11	Extension of On-Market Share Buy-Backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE(S) _____



Item 1

To consider and receive the Financial Report, Directors' Report and Auditors' Report for Brambles and the Group for the year ended 30 June 2019.

Item 2

As an ordinary resolution

To adopt the Remuneration Report for Brambles and the Group for the year ended 30 June 2019.

Proxies and direct votes received

Item 2

To adopt the Remuneration Report

	For	Discretionary	Against	Abstain
Proxy votes	1,101,381,781	3,872,346	39,886,295	6,647,789
Direct votes	20,871,215	-	1,189,733	-
Total	1,122,252,996	3,872,346	41,076,028	6,647,789

Mark your voting card


Item 2

To adopt the Remuneration Report

BRAMBLES LIMITED
ABN 89 118 896 021 ANNUAL GENERAL MEETING 2019 10 OCTOBER 2019
POLL CARD

NAME OF PROXY / SECURITY HOLDER _____

I HEREBY VOTE
(a) For all securities where I have been given direction to vote either for, against or abstain, I vote as directed; OR
(b) Where I have not been given direction how to vote, as marked in boxes below


6458711700001

		FOR	AGAINST	ABSTAIN
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr James Richard Miller as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr George El Zoghbi as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Anthony Grant Froggatt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Amendments to the Brambles Limited Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Participation of Mr Graham Chipchase in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Participation of Ms Nessa O'Sullivan in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Participation of Mr Graham Chipchase in MyShare Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Capital Return to Shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 11	Extension of On-Market Share Buy-Backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE(S) _____



Election of James Miller

Item 3

As an ordinary resolution

That Mr James Richard Miller be elected to the Board of Brambles.

Proxies and direct votes received

Item 3

That Mr James Richard Miller be elected to the Board of Brambles

	For	Discretionary	Against	Abstain
Proxy votes	1,123,470,080	3,899,570	20,663,039	3,755,522
Direct votes	21,794,668	-	195,894	-
Total	1,145,264,748	3,899,570	20,858,933	3,755,522

Mark your voting card


Item 3

That Mr James Richard Miller be elected to the Board of Brambles.

BRAMBLES LIMITED
ABN 89 118 896 021 ANNUAL GENERAL MEETING 2019 10 OCTOBER 2019
POLL CARD

NAME OF PROXY / SECURITY HOLDER _____

I HEREBY VOTE
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6458711700001

		FOR	AGAINST	ABSTAIN
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr James Richard Miller as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr George El Zoghbi as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Anthony Grant Froggatt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Amendments to the Brambles Limited Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Participation of Mr Graham Chipchase in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Participation of Ms Nessa O'Sullivan in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Participation of Mr Graham Chipchase in MyShare Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Capital Return to Shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 11	Extension of On-Market Share Buy-Backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE(S) _____



Re-election of
George El Zoghbi

Item 4

As an ordinary resolution

That Mr George El Zoghbi be re-elected to the Board of Brambles.

Proxies and direct votes received

Item 4

That Mr George El Zoghbi be re-elected to the Board of Brambles

	For	Discretionary	Against	Abstain
Proxy votes	1,098,615,484	3,902,533	45,453,766	3,732,758
Direct votes	21,637,571	-	376,689	-
Total	1,120,253,055	3,902,533	45,830,455	3,732,758

Mark your voting card


Item 4

That Mr George El Zoghbi be re-elected to the Board of Brambles.

BRAMBLES LIMITED
ABN 89 118 896 021 ANNUAL GENERAL MEETING 2019 10 OCTOBER 2019
POLL CARD

NAME OF PROXY / SECURITY HOLDER _____

I HEREBY VOTE
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(b) Where I have not been given direction how to vote, as marked in boxes below


6438711700001

		FOR	AGAINST	ABSTAIN
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr James Richard Miller as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr George El Zoghbi as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Anthony Grant Froggatt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Amendments to the Brambles Limited Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Participation of Mr Graham Chipchase in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Participation of Ms Nessa O'Sullivan in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Participation of Mr Graham Chipchase in MyShare Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Capital Return to Shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 11	Extension of On-Market Share Buy-Backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE(S) _____



Re-election of Anthony Grant Froggatt

Item 5

As an ordinary resolution

That Mr Anthony Grant Froggatt be re-elected to the Board of Brambles.

Proxies and direct votes received

Item 5

That Mr Anthony Grant Froggatt be re-elected to the Board of Brambles.

	For	Discretionary	Against	Abstain
Proxy votes	1,019,476,205	3,895,143	124,671,877	3,744,986
Direct votes	21,784,624	-	216,014	-
Total	1,041,260,829	3,895,143	124,887,891	3,744,986

Mark your voting card


Item 5

That Mr Anthony Grant Froggatt be re-elected to the Board of Brambles.

BRAMBLES LIMITED
ABN 89 118 896 021 ANNUAL GENERAL MEETING 2019 10 OCTOBER 2019
POLL CARD

NAME OF PROXY / SECURITY HOLDER _____

I HEREBY VOTE
(a) For all securities where I have been given direction to vote either for, against or abstain, I vote as directed; OR
(b) Where I have not been given direction how to vote, as marked in boxes below


6458711700001

		FOR	AGAINST	ABSTAIN
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr James Richard Miller as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr George El Zoghbi as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Anthony Grant Froggatt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Amendments to the Brambles Limited Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Participation of Mr Graham Chipchase in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Participation of Ms Nessa O'Sullivan in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Participation of Mr Graham Chipchase in MyShare Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Capital Return to Shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 11	Extension of On-Market Share Buy-Backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE(S) _____

Item 6

As an ordinary resolution

That the Brambles Limited Performance Share Plan, as amended in the manner described in the Explanatory Notes accompanying this Notice of Meeting (the Amended Performance Share Plan), and the issue of shares under the Amended Performance Share Plan, be approved for all purposes, including for the purpose of Australian Securities Exchange Listing Rule 7.2, exception 9.

Proxies and direct votes received

Item 6

Amendments to the Brambles Limited Performance Share Plan

	For	Discretionary	Against	Abstain
Proxy votes	1,129,063,540	3,902,289	15,403,128	3,419,254
Direct votes	21,127,857	-	850,610	-
Total	1,150,191,397	3,902,289	16,253,738	3,419,254

Mark your voting card

Item 6

Amendments to the Brambles Limited Performance Share Plan.

BRAMBLES LIMITED
ABN 89 118 896 021 ANNUAL GENERAL MEETING 2019 10 OCTOBER 2019
POLL CARD

NAME OF PROXY / SECURITY HOLDER _____

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		FOR	AGAINST	ABSTAIN
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr James Richard Miller as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr George El Zoghbi as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Anthony Grant Froggatt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Amendments to the Brambles Limited Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Participation of Mr Graham Chipchase in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Participation of Ms Nessa O'Sullivan in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Participation of Mr Graham Chipchase in MyShare Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Capital Return to Shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 11	Extension of On-Market Share Buy-Backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE(S) _____

Item 7

As an ordinary resolution

That the participation by Mr Graham Chipchase until the 2020 Annual General Meeting in the:

- a. Brambles Limited Performance Share Plan (if approval of the amendments to the Performance Share Plan under Resolution 6 is not obtained); or
- b. the Amended Performance Share Plan (if approval of the amendments to the Performance Share Plan under Resolution 6 is obtained),

in the manner set out in the Explanatory Notes accompanying this Notice of Meeting be approved for all purposes including for the purpose of Australian Securities Exchange Listing Rule 10.14.

Proxies and direct votes received

Item 7

Participation of Graham Chipchase in the Performance Share Plan or Amended Performance Share Plan

	For	Discretionary	Against	Abstain
Proxy votes	1,132,991,160	3,883,709	11,552,814	3,360,528
Direct votes	20,559,626	-	1,431,061	-
Total	1,153,550,786	3,883,709	12,983,875	3,360,528

Mark your voting card


Item 7

Participation of Graham Chipchase in the Performance Share Plan or Amended Performance Share Plan

BRAMBLES LIMITED
ABN 89 118 896 021 ANNUAL GENERAL MEETING 2019 10 OCTOBER 2019
POLL CARD

NAME OF PROXY / SECURITY HOLDER _____

I HEREBY VOTE
(a) For all securities where I have been given direction to vote either for, against or abstain, I vote as directed; OR
(b) Where I have not been given direction how to vote, as marked in boxes below


6438711700007

		FOR	AGAINST	ABSTAIN
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr James Richard Miller as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr George El Zoghbi as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Anthony Grant Froggatt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Amendments to the Brambles Limited Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Participation of Mr Graham Chipchase in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Participation of Ms Nessa O'Sullivan in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Participation of Mr Graham Chipchase in MyShare Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Capital Return to Shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 11	Extension of On-Market Share Buy-Backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE(S) _____

Item 8

As an ordinary resolution

That the participation by Ms Nessa O’Sullivan until the 2020 Annual General Meeting in the:

- a. Brambles Limited Performance Share Plan (if approval of the amendments to the Performance Share Plan under Resolution 6 is not obtained); or
- b. the Amended Performance Share Plan (if approval of the amendments to the Performance Share Plan under Resolution 6 is obtained),

in the manner set out in the Explanatory Notes accompanying this Notice of Meeting be approved for all purposes including for the purpose of Australian Securities Exchange Listing Rule 10.14.

Proxies and direct votes received

Item 8

Participation of Nessa O’Sullivan in the Performance Share Plan or Amended Performance Share Plan

	For	Discretionary	Against	Abstain
Proxy votes	1,132,989,643	3,883,682	11,549,793	3,365,093
Direct votes	20,571,495	-	1,446,672	-
Total	1,153,561,138	3,883,682	12,996,465	3,365,093

Mark your voting card


Item 8

Participation of Nessa O'Sullivan in the Performance Share Plan or Amended Performance Share Plan

BRAMBLES LIMITED
ABN 89 118 896 021 ANNUAL GENERAL MEETING 2019 10 OCTOBER 2019
POLL CARD

NAME OF PROXY / SECURITY HOLDER _____

I HEREBY VOTE
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6458711700001

		FOR	AGAINST	ABSTAIN
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr James Richard Miller as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr George El Zoghbi as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Anthony Grant Froggatt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Amendments to the Brambles Limited Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Participation of Mr Graham Chipchase in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Participation of Ms Nessa O'Sullivan in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Participation of Mr Graham Chipchase in MyShare Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Capital Return to Shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 11	Extension of On-Market Share Buy-Backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE(S) _____

Item 9

As an ordinary resolution

That the participation by Mr Graham Chipchase until 10 October 2022 in the Brambles Limited MyShare Plan in the manner set out in the Explanatory Notes accompanying this Notice of Meeting be approved for all purposes including the purpose of Australian Securities Exchange Listing Rule 10.14.

Proxies and direct votes received

Item 9

Participation of Graham Chipchase in the MyShare Plan

	For	Discretionary	Against	Abstain
Proxy votes	1,133,557,232	3,925,950	10,946,707	3,358,322
Direct votes	20,739,977	-	1,248,248	-
Total	1,154,297,209	3,925,950	12,194,955	3,358,322

Mark your voting card

Item 9

Participation of Graham Chipchase in the MyShare Plan

BRAMBLES LIMITED
ABN 89 118 896 021 ANNUAL GENERAL MEETING 2019 10 OCTOBER 2019
POLL CARD

NAME OF PROXY / SECURITY HOLDER _____

I HEREBY VOTE
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		FOR	AGAINST	ABSTAIN
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr James Richard Miller as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr George El Zoghbi as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Anthony Grant Froggatt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Amendments to the Brambles Limited Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Participation of Mr Graham Chipchase in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Participation of Ms Nessa O'Sullivan in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Participation of Mr Graham Chipchase in MyShare Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Capital Return to Shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 11	Extension of On-Market Share Buy-Backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE(S) _____

Item 10

As an ordinary resolution

That approval be given, for the purposes of sections 256B and 256C of the Corporations Act and for all other purposes, for Brambles to reduce its share capital by a total of approximately US\$120 million by way of an equal capital reduction, to be effected by the Company paying to each entitled registered holder of fully paid ordinary shares in the Company (as at the record date of Tuesday 15 October 2019) the amount of 12 Australian cents for each fully paid ordinary share.

Proxies and direct votes received

Item 10

Capital Return

	For	Discretionary	Against	Abstain
Proxy votes	1,144,149,490	3,925,666	114,191	3,598,864
Direct votes	21,989,655	-	141,285	-
Total	1,166,139,145	3,925,666	255,476	3,598,864

Mark your voting card


Item 10

Capital Return

BRAMBLES LIMITED
ABN 89 118 896 021 ANNUAL GENERAL MEETING 2019 10 OCTOBER 2019
POLL CARD

NAME OF PROXY / SECURITY HOLDER _____

I HEREBY VOTE
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(b) Where I have not been given direction how to vote, as marked in boxes below


6438711700001

		FOR	AGAINST	ABSTAIN
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr James Richard Miller as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr George El Zoghbi as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Anthony Grant Froggatt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Amendments to the Brambles Limited Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Participation of Mr Graham Chipchase in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Participation of Ms Nessa O'Sullivan in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Participation of Mr Graham Chipchase in MyShare Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Capital Return to Shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 11	Extension of On-Market Share Buy-Backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE(S) _____

Item 11

As an ordinary resolution

That for the purposes of section 257C of the Corporations Act and for all other purposes, shareholders authorise and approve the on-market buy-back of up to 240,000,000 fully paid ordinary shares in the Company (representing approximately 15% of the Company's issued shares as at 16 August 2019) in the 12 month period following the approval of this resolution, pursuant to an on-market buy-back conducted in accordance with the requirements of the ASX Listing Rules and the Corporations Act on the terms as described in the Explanatory Notes accompanying this Notice of Meeting.

Proxies and direct votes received

Item 11

Extension of On-Market Share Buy-Backs

	For	Discretionary	Against	Abstain
Proxy votes	1,129,032,930	3,942,923	14,851,597	3,960,762
Direct votes	21,801,205	-	316,205	-
Total	1,150,834,135	3,942,923	15,167,802	3,960,762

Mark your voting card

Item 11

Extension of On-Market Share Buy-Backs

BRAMBLES LIMITED
ABN 89 118 896 021 ANNUAL GENERAL MEETING 2019 10 OCTOBER 2019
POLL CARD

NAME OF PROXY / SECURITY HOLDER _____

I HEREBY VOTE
(a) For all securities where I have been given direction to vote either for, against or abstain, I vote as directed; OR
(b) Where I have not been given direction how to vote, as marked in boxes below

		FOR	AGAINST	ABSTAIN
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Election of Mr James Richard Miller as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4	Re-election of Mr George El Zoghbi as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5	Re-election of Mr Anthony Grant Froggatt as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6	Amendments to the Brambles Limited Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7	Participation of Mr Graham Chipchase in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 8	Participation of Ms Nessa O'Sullivan in the Performance Share Plan or the Amended Performance Share Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 9	Participation of Mr Graham Chipchase in MyShare Plan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 10	Capital Return to Shareholders	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 11	Extension of On-Market Share Buy-Backs	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SIGNATURE(S) _____

Please deposit your
voting cards at the exit

The poll has
now closed



Brambles

Annual General Meeting

10 October 2019

**Shaping
our future**

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