

27 April 2021

ASX RELEASE

Atlas Arteria
2021 AGM Results

Atlas Arteria (**ASX:ALX**) advises that at the 2021 Annual General Meetings of Atlas Arteria Ltd and Atlas Arteria International Limited held today, the resolutions as tabled were passed in the form set out in the respective notices of meeting in accordance with relevant legal requirements.

Attached are details of the proxies lodged and poll results in respect of the resolutions.

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This announcement has been authorised for release by Clayton McCormack, General Counsel and Company Secretary.

About Atlas Arteria

Atlas Arteria (ASX:ALX) is a global owner, operator and developer of toll roads, creating value for our investors over the long-term through considered and disciplined management. The roads we own, operate and develop benefit communities through reduced travel time, greater time certainty, reduced fuel consumption and carbon emissions.

Today the Atlas Arteria Group consists of four businesses. We currently own a 31.14% interest in the APRR toll road group in France. Adjacent to the APRR business is the smaller ADELAC business which connects to APRR in south-east France. Together APRR and ADELAC comprise a 2,318km motorway network located in the East and South East of France. In the US, we have 100% of the economic interest in the Dulles Greenway, a 22km toll road in the Commonwealth of Virginia. In Germany, we own 100% of the Warnow Tunnel in the north-east city of Rostock.

www.atlasarteria.com

ATLAS ARTERIA
2021 Annual General Meeting
Tuesday, 27 April 2021
Results of Meeting

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

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 ATLAS - Election of Director - Ariane Barker	Ordinary	725,267,484 98.39%	255,032 0.03%	11,613,829 1.58%	241,038	736,940,276 99.97%	255,032 0.03%	241,038	Carried
3 ATLAS - Adoption of Remuneration Report	Ordinary	695,742,560 94.40%	29,692,714 4.03%	11,615,143 1.57%	251,050	707,401,818 95.97%	29,692,714 4.03%	252,298	Carried
4 ATLAS - Approval of grant of Performance Rights to Graeme Bevans under Atlas Arteria's Long Term Incentive Plan	Ordinary	720,495,960 97.76%	4,963,330 0.67%	11,585,153 1.57%	296,348	732,126,476 99.33%	4,963,330 0.67%	296,348	Carried
5 ATLAS - Approval to refresh Atlas Arteria's placement capacity under ASX Listing Rule 7.1 with regard to the issue of ATLAX shares under the Institutional Placement	Ordinary	636,103,572 98.42%	3,756,002 0.58%	6,446,592 1.00%	85,835,704	642,609,127 99.42%	3,756,002 0.58%	85,835,704	Carried
2 ATLIX - Re-appointment of PricewaterhouseCoopers as Auditor	Ordinary	694,209,853 94.23%	30,915,102 4.20%	11,609,892 1.57%	253,602	705,586,213 95.80%	30,934,852 4.20%	253,602	Carried
3a ATLIX - Election of Director - Caroline Foulger	Ordinary	685,266,124 93.02%	39,891,223 5.41%	11,606,406 1.57%	224,696	696,930,245 94.59%	39,891,223 5.41%	225,944	Carried
3b ATLIX - Election of Director - Andrew Cook	Ordinary	724,890,786 98.40%	255,566 0.03%	11,606,938 1.57%	235,159	736,555,439 99.97%	255,566 0.03%	236,407	Carried
3c ATLIX - Election of Director - Debra Goodin	Ordinary	723,040,246 98.23%	1,494,762 0.20%	11,607,484 1.57%	845,957	734,706,693 99.80%	1,494,762 0.20%	845,957	Carried
4 ATLIX - Re-election of Director - Fiona Beck	Ordinary	716,778,055 97.29%	8,381,809 1.14%	11,617,008 1.57%	211,577	728,454,026 98.86%	8,381,809 1.14%	211,577	Carried
5 ATLIX - Approval to refresh Atlas Arteria's placement capacity under ASX Listing Rule 7.1 with regard to the issue of ATLIX shares under the Institutional Placement	Ordinary	635,722,611 98.43%	3,691,743 0.57%	6,471,401 1.00%	85,876,181	642,252,975 99.43%	3,691,743 0.57%	85,876,181	Carried

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

27 April 2021

The Chair
ATLAS ARTERIA
Level 5, 141 Flinders Lane,
Melbourne VIC 3000

Poll Report

I, the Returning Officer appointed by you in connection with the voting by poll on the motions set out below at the 2021 Annual General Meeting of the Members of ATLAS ARTERIA held virtually on 27 April 2021 at 10:00 AM, report as follows:

2 ATLAX - Election of Director - Ariane Barker

	Number	%
Votes cast 'FOR' the motion	736,940,276	99.97
Votes cast 'AGAINST' the motion	255,032	0.03
TOTAL VOTES CAST	<u>737,178,208</u>	<u>100.00</u>
Votes "Abstained"	241,038	

The resolution was carried as an ordinary resolution.

3 ATLAX - Adoption of Remuneration Report

	Number	%
Votes cast 'FOR' the motion	707,401,818	95.97
Votes cast 'AGAINST' the motion	29,692,714	4.03
TOTAL VOTES CAST	<u>737,077,432</u>	<u>100.00</u>
Votes "Abstained"	252,298	

The resolution was carried as an ordinary resolution.

4 ATLAX - Approval of grant of Performance Rights to Graeme Bevans under Atlas Arteria's Long Term Incentive Plan

	Number	%
Votes cast 'FOR' the motion	732,126,476	99.33
Votes cast 'AGAINST' the motion	4,963,330	0.67
TOTAL VOTES CAST	<u>737,072,706</u>	<u>100.00</u>
Votes "Abstained"	296,348	

The resolution was carried as an ordinary resolution.

5 **ATLAX - Approval to refresh Atlas Arteria's placement capacity under ASX Listing Rule 7.1 with regard to the issue of ATLAX shares under the Institutional Placement**

	Number	%
Votes cast 'FOR' the motion	642,609,127	99.42
Votes cast 'AGAINST' the motion	3,756,002	0.58
TOTAL VOTES CAST	<u>646,348,029</u>	<u>100.00</u>
Votes "Abstained"	85,835,704	

The resolution was carried as an ordinary resolution.

2 **ATLIX - Re-appointment of PricewaterhouseCoopers as Auditor**

	Number	%
Votes cast 'FOR' the motion	705,586,213	95.80
Votes cast 'AGAINST' the motion	30,934,852	4.20
TOTAL VOTES CAST	<u>736,776,710</u>	<u>100.00</u>
Votes "Abstained"	253,602	

The resolution was carried as an ordinary resolution.

3a **ATLIX - Election of Director - Caroline Foulger**

	Number	%
Votes cast 'FOR' the motion	696,930,245	94.59
Votes cast 'AGAINST' the motion	39,891,223	5.41
TOTAL VOTES CAST	<u>736,804,368</u>	<u>100.00</u>
Votes "Abstained"	225,944	

The resolution was carried as an ordinary resolution.

3b **ATLIX - Election of Director - Andrew Cook**

	Number	%
Votes cast 'FOR' the motion	736,555,439	99.97
Votes cast 'AGAINST' the motion	255,566	0.03
TOTAL VOTES CAST	<u>736,793,905</u>	<u>100.00</u>
Votes "Abstained"	236,407	

The resolution was carried as an ordinary resolution.

3c

ATLIX - Election of Director - Debra Goodin

	Number	%
Votes cast 'FOR' the motion	734,706,693	99.80
Votes cast 'AGAINST' the motion	1,494,762	0.20
TOTAL VOTES CAST	<u>736,184,355</u>	<u>100.00</u>
Votes "Abstained"	845,957	

The resolution was carried as an ordinary resolution.

4

ATLIX - Re-election of Director - Fiona Beck

	Number	%
Votes cast 'FOR' the motion	728,454,026	98.86
Votes cast 'AGAINST' the motion	8,381,809	1.14
TOTAL VOTES CAST	<u>736,818,735</u>	<u>100.00</u>
Votes "Abstained"	211,577	

The resolution was carried as an ordinary resolution.

5

ATLIX - Approval to refresh Atlas Arteria's placement capacity under ASX Listing Rule 7.1 with regard to the issue of ATLIX shares under the Institutional Placement

	Number	%
Votes cast 'FOR' the motion	642,252,975	99.43
Votes cast 'AGAINST' the motion	3,691,743	0.57
TOTAL VOTES CAST	<u>645,927,618</u>	<u>100.00</u>
Votes "Abstained"	85,876,181	

The resolution was carried as an ordinary resolution.

Chris Dedrick
Returning Officer
Computershare Investor Services Pty Limited