

Australian Stock Exchange



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Boral Limited**BORAL****PAGE 1 OF 3 PAGES**

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25 October 2002

The Manager, Listings
Australian Stock Exchange Limited
Level 4
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir

Annual General Meeting – Outcome of Business and Declaration of Polls

We report that at the Company's Annual General Meeting held earlier today all resolutions put to the Meeting were carried.

The resolutions were as set out in the Notice of Meeting as follows:-

Ordinary Business

- Resolution 1* To receive the financial reports, Directors' Report and Auditor's Reports.
- Resolution 2(a)* To elect Mark R Rayner as a Director.
- Resolution 2(b)* To elect J Roland Williams as a Director.

Special Business

- Resolution 3* To approve the grant of options to Rodney T Pearse, Managing Director of the Company.
- Resolution 4* To renew the Partial Takeover Approval Article.

In regard to the election of Directors, Mark Rayner and Roland Williams retired by rotation and offered themselves for re-election.

All of the resolutions were ordinary resolutions except resolution 4 which was a special resolution.

In respect of each of the resolutions, the total number of proxy votes exercisable by all proxies validly appointed and the appointments specified in those proxies were as follows:-

	<i>For</i>	<i>Against</i>	<i>Abstain</i>	<i>Open</i>	<i>Total</i>
<i>Resolution 1</i>	203,110,800	188,743	6,426,137	26,430,279	236,155,959
<i>Resolution 2(a)</i>	198,534,535	6,659,118	4,357,537	26,603,969	236,155,159
<i>Resolution 2(b)</i>	204,616,632	492,439	4,376,735	26,663,377	236,149,183
<i>Resolution 3</i>	159,206,126	48,356,839	3,454,283	21,279,946	232,297,194
<i>Resolution 4</i>	201,364,848	1,283,704	6,497,783	27,008,784	236,155,119

Resolution 1 was decided by a show of hands and resolutions 2(a), 2(b), 3 and 4 were decided on polls.

The polls were demanded by the Chairman following discussion of each of resolution 2(a), 2(b), 3 and 4. We had notified ASX on 18 October 2002 that the Chairman intended to call a poll on those resolutions.

When details of the voting by poll were given, the Meeting was advised that the Company would declare the outcome of the polls by notification to ASX today.

We now declare the results of the polls as follows:-

Resolution 2(a) - Election of Mark Rayner as a Director

The total number of votes cast on the poll were:-

<i>In favour</i>	<i>Against</i>	<i>Abstain</i>
226,264,217	7,224,074	4,400,373

As the votes for the resolution represent 96.91% of the total of the votes in favour and against, we declare the resolution carried.

Resolution 2(b) – Election of Roland Williams as a Director

The total number of votes cast on the poll were:-

<i>In favour</i>	<i>Against</i>	<i>Abstain</i>
232,908,184	570,600	4,387,454

As the votes for the resolution represent 99.76% of the total of the votes in favour and against, we declare the resolution carried.

Resolution 3 - Grant of Options to Rod Pearse, Managing Director of the Company

The total number of votes cast on the poll were:-

<i>In favour</i>	<i>Against</i>	<i>Abstain</i>
180,705,979	49,332,617	3,917,701

As the votes for the resolution represent 78.55% of the total of the votes in favour and against, we declare the resolution carried.

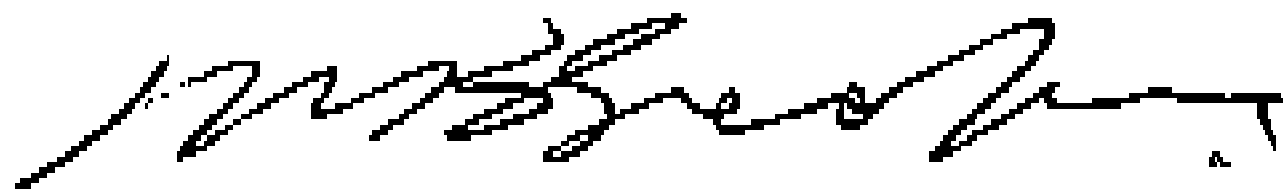
Resolution 4 – Renewal of Partial Takeover Approval Article

The total number of votes cast on the poll were:-

<i>In favour</i>	<i>Against</i>	<i>Abstain</i>
229,767,115	1,293,218	6,521,097

As the votes for the resolution represent 99.44% of the total of the votes in favour and against and the resolution was passed by at least 75% of the votes cast, we declare the special resolution carried.

Yours faithfully



M.B. Scobie
Company Secretary