

**CSR LIMITED**

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### **Clarification regarding CSR Limited (CSR) Notice of Meeting issued on 10 June 2014**

On 10 June 2014, CSR issued a Notice of Meeting which outlined matters to be considered and voted on at its Annual General Meeting of shareholders, due to take place on 10 July 2014.

Resolution 4 in the Notice of Meeting seeks shareholder approval for the grant of performance rights to CSR's Managing Director, Mr Rob Sindel, under the CSR Performance Rights Plan (PRP).

The Explanatory Notes to Resolution 4 specify that, in accordance with Mr Sindel's employment contract, the proposed grant will have a maximum value of 120% of his total fixed remuneration (TFR) for the year ending 31 March 2015.

Due to an administrative error, the number of performance rights to be granted in the Notice of Meeting was calculated as 345,485, but should have been calculated as 414,581 performance rights.

As arrangements are already in place for CSR's AGM scheduled for 10 July 2014, shareholders will be asked to vote on Resolution 4 in its current form, as outlined in the Notice of Meeting dated 10 June 2014.

The Board will then consider the most appropriate way to top up Mr Sindel's grant and meet the Company's obligations under Mr Sindel's employment contract.

Any top up arrangements will be made in accordance with the ASX Listing Rules, subject to the same performance hurdles as the performance rights and, when combined with the performance rights (to be considered in Resolution 4), will not exceed 120% of his TFR.

Details of the final arrangements will be disclosed in the Company's remuneration report for the year ending 31 March 2015.

**Debbie Schroeder**  
**Company Secretary**

26 June 2014

