



Toll Holdings Limited
ABN 25 006 592 089

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28 May 2007

The Manager
Australian Stock Exchange
Company Announcement Office
Level 4
20 Bridge Street
Sydney NSW 2000

Lodged Through ASX On Line
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Dear Sir

RESULTS OF GENERAL MEETING 28 MAY 2007

In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise that the General Meeting of Toll Holdings Limited was held today and that all items referred to in the notice of meeting dated 12 April 2007 were passed.

Details of the resolutions passed and the proxies received in respect of each resolution are set out in the attached proxy summary.

Yours faithfully
TOLL HOLDINGS LIMITED


Bernard McInerney
Company Secretary

Encl.

Agenda Item 1 – First Capital Reduction

Proxy votes exercisable by all validly appointed proxies were to be exercised as follows:

In favour	Against	Abstention	Proxy's discretion
391,683,033	570,774	307,106	18,504,564

The motion was carried as an ordinary resolution on a poll the details of which are:

In favour	Against	Abstention
425,316,211	588,775	306,875

Agenda Item 2 – Second Capital Reduction

Proxy votes exercisable by all validly appointed proxies were to be exercised as follows:

In favour	Against	Abstention	Proxy's discretion
391,653,132	582,526	319,630	18,510,189

The motion was carried as an ordinary resolution on a poll the details of which are:

In favour	Against	Abstention
425,291,935	600,527	319,399

Agenda Item 3 – Approval of provision of financial assistance

Proxy votes exercisable by all validly appointed proxies were to be exercised as follows:

In favour	Against	Abstention	Proxy's discretion
384,935,100	716,920	640,630	71,067,866

The motion was carried as a special resolution on a poll the details of which are:

In favour	Against	Abstention
418,367,620	734,920	640,630

Agenda Item 4 – Issue of Stapled Securities to Mostia Dion Nominees Pty Ltd

Proxy votes exercisable by all validly appointed proxies were to be exercised as follows:

In favour	Against	Abstention	Proxy's discretion
364,947,708	4,147,382	1,163,134	18,362,340

The motion was carried on a show of hands as an ordinary resolution.

Agenda Item 5 – Approval of benefits payable on termination under an executive service deed to Toll Executive Paul Little

Proxy votes exercisable by all validly appointed proxies were to be exercised as follows:

In favour	Against	Abstention	Proxy's discretion
217,790,245	128,394,775	3,118,075	18,298,331

The motion was carried on a show of hands as an ordinary resolution.

Agenda Item 6 – Approval of benefits payable on termination under executive service deeds to Toll Executives – Neil Chatfield, John Ludeke, Stephen Stanley and Bernard McInerney

Proxy votes exercisable by all validly appointed proxies were to be exercised as follows:

In favour	Against	Abstention	Proxy's discretion
253,723,904	128,565,642	3,230,370	17,845,315

The motion was carried on a show of hands as an ordinary resolution.

Agenda Item 7 – Approval of benefits granted to directors of Toll and/or its subsidiaries on termination in certain circumstances

Proxy votes exercisable by all validly appointed proxies were to be exercised as follows:

In favour	Against	Abstention	Proxy's discretion
200,313,069	128,626,748	3,238,574	18,716,188

The motion was carried on a show of hands as an ordinary resolution.

Agenda Item 8 – Approval of benefits payable on termination under an executive service deed for Asciano Executive Mark Rowsthorn

Proxy votes exercisable by all validly appointed proxies were to be exercised as follows:

In favour	Against	Abstention	Proxy's discretion
237,982,826	128,594,932	3,222,823	18,730,873

The motion was carried on a show of hands as an ordinary resolution.

Agenda Item 9 - Approval of benefits payable on termination under an executive service deed for Asciano Executive Don Telford

Proxy votes exercisable by all validly appointed proxies were to be exercised as follows:

In favour	Against	Abstention	Proxy's discretion
253,957,686	128,600,165	3,276,837	18,702,941

The motion was carried on a show of hands as an ordinary resolution.

Agenda Item 10 – Approval of Deed of Indemnity, Insurance and Access and financial benefits thereunder, with each Director and future Director

Proxy votes exercisable by all validly appointed proxies were to be exercised as follows:

In favour	Against	Abstention	Proxy's discretion
313,348,974	8,517,574	6,897,887	18,736,308

The motion was carried on a show of hands as an ordinary resolution