

# Renishaw plc

## Results of AGM

All resolutions proposed at the Annual General Meeting held on 15 October 2009 were duly passed on a show of hands.

## Special Resolution

Copies of the following special resolution which was passed at the Annual General Meeting held on 15 October 2009 have been submitted to the UK Listing Authority and will shortly be available for inspection at the UK Listing Authority's Document Viewing Facility, which is situated at:

Documents Disclosure Team, UK Listing Authority, Financial Services Authority, 25 The North Colonnade, Canary Wharf, London E14 5HS Tel. No. (0)20 676 1000

THAT, the Company be and is hereby unconditionally authorised to make market purchases (within the meaning of section 163(3) of the Companies Act 1985) of ordinary shares of 20p each in the capital of the Company ("ordinary shares") provided that:

- (i) the maximum number of ordinary shares hereby authorised to be purchased is 7,278,854;
- (ii) the maximum price that may be paid for an ordinary share is an amount equal to 105% of the average of the middle market quotations for an ordinary share (as derived from the London Stock Exchange Daily Official List) for the 10 business days immediately preceding the day on which the ordinary share is purchased;
- (iii) the minimum price which may be paid for an ordinary share shall be 20p;
- (iv) the authority hereby conferred shall expire at the earlier of the conclusion of the annual general meeting to be held in 2010 and 31st December 2010 unless such authority is renewed prior to such time; and
- (v) the Company may make a contract to purchase ordinary shares under the authority hereby conferred prior to the expiry of such authority which contract will or may be executed wholly or partly after the expiration of such authority and may make a purchase of ordinary shares pursuant to such contract.

## Notification of Proxy Appointments

Proxy appointments<sup>(a)</sup> were received from shareholders representing up to 59,138,692 shares amounting to 81.25% of the issued share capital.

Total number of shares in issue: 72,788,543

The following levels of proxy appointments and associated instructions had been received by the Company up to 48 hours prior to the time of the meeting:

Resolution number	For		Against		Chairman's discretion		Total proxy votes cast
	No of shares	% of total votes cast	No of shares	% of total votes cast	No of shares	% of total votes cast	
1	58,528,284	99.68	177,326	0.30	13,289	0.02	58,718,899 <sup>(b)</sup>
2	52,511,623	92.17	4,449,994	7.81	13,042	0.02	56,974,659 <sup>(c)</sup>
3	58,299,234	98.61	824,186	1.37	13,042	0.02	59,136,462 <sup>(d)</sup>
4	59,103,011	99.96	12,822	0.02	10,466	0.02	59,126,299 <sup>(e)</sup>
5	55,841,256	94.43	3,281,570	5.55	10,466	0.02	59,133,292 <sup>(f)</sup>
6	59,102,243	99.96	12,133	0.02	10,466	0.02	59,124,742 <sup>(g)</sup>

**Resolutions:**

- 1 To adopt the audited financial statements and directors' report
- 2 To re-elect Sir David McMurtry as a director
- 3 To re-elect Mr D J Deer as a director
- 4 To approve the directors' remuneration report
- 5 To re-appoint the auditors and to authorise the directors to determine their remuneration
- 6 To authorise the Company to purchase its own shares

**Notes:**

- (a) The appointment of a proxy is not a precise indicator of the way that the shareholder would have voted on a poll. It merely reflects the shareholder's intention at the time the instruction was given. Voting instructions can be changed at any time prior to a poll being completed and shareholders having lodged a proxy appointment are still entitled to attend the meeting and vote their shares themselves as they wish.
- (b) Shareholders representing 420,063 shares directed on their proxy cards that the proxy should abstain.
- (c) Shareholders representing 2,164,303 shares directed on their proxy cards that the proxy should abstain.
- (d) Shareholders representing 2,500 shares directed on their proxy cards that the proxy should abstain.
- (e) Shareholders representing 12,663 shares directed on their proxy cards that the proxy should abstain.
- (f) Shareholders representing 5,670 shares directed on their proxy cards that the proxy should abstain.
- (g) Shareholders representing 14,120 shares directed on their proxy cards that the proxy should abstain.

**Renishaw plc**

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