

Renishaw plc

Results of AGM 2018

All resolutions proposed at the Annual General Meeting held on 18 October 2018 were duly passed on a poll. Resolutions 1 to 14 were passed as ordinary resolutions and resolution 15 was passed as a special resolution. The result of the poll is as follows:

Resolution	Votes For	%	Votes Against	%	Votes Total	% of ISC ¹ Voted	Votes Withheld ²
1. Receive the reports of directors and financial statements	62,691,247	99.35	412,417	0.65	63,103,664	86.69%	528,223
2. Approve the remuneration report	60,347,267	95.21	3,033,049	4.79	63,380,316	87.07%	251,570
3. Declare the final dividend	63,631,888	100.00	0	0.00	63,631,888	87.42%	0
4. Re-elect David McMurtry as a director	48,263,953	76.14	15,125,894	23.86	63,389,847	87.09%	242,041
5. Re-elect John Deer as a director	48,174,654	76.00	15,211,521	24.00	63,386,175	87.08%	245,713
6. Re-elect Will Lee as a director	62,181,544	97.73	1,444,826	2.27	63,626,370	87.41%	5,518
7. Re-elect Allen Roberts as a director	61,972,083	97.40	1,652,468	2.60	63,624,551	87.41%	7,337
8. Re-elect Geoff McFarland as a director	62,119,917	97.64	1,504,468	2.36	63,624,385	87.41%	7,503
9. Re-elect Carol Chesney as a director	60,484,162	95.07	3,136,284	4.93	63,620,446	87.40%	11,442
10. Re-elect David Grant as a director	60,579,228	95.22	3,040,293	4.78	63,619,521	87.40%	12,367
11. Re-elect John Jeans as a director	60,603,627	95.25	3,019,760	4.75	63,623,387	87.41%	8,501
12. Elect Catherine Glickman as a director	63,548,245	99.88	73,178	0.12	63,621,423	87.41%	10,465
13. Re-appoint Ernst & Young LLP as auditors	63,620,353	99.99	5,605	0.01	63,625,958	87.41%	5,930
14. Authorise the audit committee to determine the auditors' remuneration	63,623,871	100.00	2,061	0.00	63,625,932	87.41%	5,956
15. Authorise the Company to purchase its own shares ³	62,470,725	98.18	1,160,910	1.82	63,631,635	87.42%	251

¹ Issued Share Capital

² A vote withheld is not a vote in law and is not counted towards votes cast "For" or "Against" a resolution.

³ Special resolution requiring 75% majority

Votes of independent shareholders on the resolutions concerning the election or re-election of the independent Non-executive Directors

9. Re-elect Carol Chesney as a director	21,874,653	87.46	3,136,284	12.54	25,010,937	73.18%	11,442
10. Re-elect David Grant as a director	21,969,719	87.84	3,040,293	12.16	25,010,012	73.17%	12,367
11. Re-elect John Jeans as a director	21,994,118	87.93	3,019,760	12.07	25,013,878	73.18%	8,501
12. Elect Catherine Glickman as a director	24,938,736	99.71	73,178	0.29	25,011,914	73.18%	10,465

In accordance with Listing Rule 9.2.2E, resolutions 9 to 12 inclusive were approved by: (a) the shareholders of the Company; and (b) the independent shareholders of the Company.

The total voting rights of the Company on the day on which shareholders had to be on the register in order to be eligible to vote was 72,788,543.

In accordance with Listing Rule 9.6.2R, a copy of resolution 15, which was passed as a special resolution, has been submitted to the National Storage Mechanism and will shortly be available for inspection at: www.morningstar.co.uk/uk/NSM.

The Board is pleased that the majority of resolutions have been passed with a high level of support from shareholders. The Board notes the vote against resolutions 4, the re-election of Sir David McMurtry (23.86%) and 5, the re-election of John Deer (24.00%) and will continue to engage with shareholders to understand their views on this and any other significant matter. The Board holds open discussions with any shareholder who wishes to share views with the directors at the AGM or the annual Investor Day, which include Q&A sessions with the Board. There is also a Q&A session with the Executive Chairman, Chief Executive and Group Finance Director as part of the full and half-year results webcasts.

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