

# Synectics plc

ANNUAL GENERAL MEETING - 26 April 2018

FINAL PROXIES

Proxy Count

As at 24 April 2018 - total votes

Total votes cast = 8,637,001

% of issued share capital = 48.54

Number	Resolution	In Favour			Discretion			Against			Withheld	
		Votes	% of votes cast	Holders	Votes	% of votes cast	Holders	Votes	% of votes cast	Holders	Votes	Holders
1	Accounts	8,409,853	97.37%	55	227,148	2.63%	7	-	0.00%	0	-	0
2	Dividend	8,409,521	97.37%	53	227,480	2.63%	9	-	0.00%	0	-	0
3	PA Webb	8,406,818	97.33%	54	227,148	2.63%	7	3,035	0.04%	1	-	0
4	Auditor re-appointment	7,967,845	92.25%	50	227,148	2.63%	7	441,776	5.11%	4	232	1
5	Auditor Remuneration	8,409,541	97.37%	54	227,148	2.63%	7	312	0.0036%	2	-	0
6	Authority to allot shares	8,405,400	97.32%	48	227,756	2.64%	10	3,661	0.04%	4	184	1
7	Pre-emption rights	8,405,331	97.32%	47	206,549	2.39%	10	25,121	0.29%	6	-	0
8	Authority to buy shares	8,405,003	97.31%	48	228,337	2.64%	11	3,661	0.04%	4	-	0
9	Remuneration Committee Report	8,404,563	97.31%	46	228,337	2.64%	11	3,531	0.04%	4	570	2

## Notes to disclosure

- Where shareholders have appointed the Chairman of the meeting as their proxy with discretion as to voting, those votes have been cast in favour of all resolutions. It should be noted that the appointment of a proxy is not an unequivocally precise indicator of the way that the shareholder would have voted on a poll, it merely reflects their intention at the time the instruction was given. Voting instructions can be changed at any time prior to a poll being completed, and a shareholder having lodged a proxy appointment, is still entitled to attend the meeting and, having heard / participated in the debate, vote their shares as they see fit.
- A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes "for" and "against" a resolution.