

Synectics plc

ANNUAL GENERAL MEETING - 19 May 2015

FINAL PROXIES

Proxy Count

As at 17 May - total votes

Total votes cast =

9,466,779

% of issued share capital =

53.20

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	9,434,893	99.65%	68	21,463	0.23%	14	11,100	0.12%	1	-	
2	D Bate	9,430,165	99.60%	64	21,565	0.23%	15	15,726	0.17%	4	-	
3	PA Webb	9,430,610	99.61%	65	21,565	0.23%	15	15,281	0.16%	3	-	
4	Auditors	9,428,781	99.59%	65	21,463	0.23%	14	17,212	0.18%	4	-	
5	Authority to allot shares	9,430,326	99.60%	62	21,303	0.23%	16	15,781	0.17%	4	46	1
6	Pre-emption rights	9,433,361	99.64%	63	2,527	0.03%	15	31,522	0.33%	4	46	1
7	Authority to buy shares	9,428,482	99.60%	59	21,303	0.23%	16	15,883	0.17%	5	1,788	3
8	Remuneration Committee's Report	9,427,637	99.63%	61	21,303	0.23%	16	12,848	0.14%	4	5,668	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.