

2021 Annual General Meeting (AGM) held Thursday 18th February – voting disclosure

The following levels of proxy appointment and voting instructions were received prior to the AGM:

Resolutions	No of Votes For	% of Votes cast (For)	As % of shares in issue (For)	No of Votes Against	% of Votes cast (Against)	As % of shares in issue	No of Votes Withheld	As % of shares in issue (Withheld)
1. To receive and adopt the financial statements for the year ended 30 September 2020	57,117,416	99.98%	45.18%	0	0.00%	0.00%	653,626	0.52%
2. To re-appoint BDO LLP as auditors and authorise the directors to fix their remuneration	56,977,033	98.62%	45.07%	783,458	1.36%	0.62%	10,551	0.01%
3. To declare a final dividend	57,770,491	99.98%	45.69%	0	0.00%	0.00%	551	0.00%
4. To re-elect Nick Bolton as a director	57,659,610	99.84%	45.61%	82,272	0.14%	0.07%	29,160	0.02%
5. To re-elect David Deacon as a director	56,828,121	98.4%	44.95%	913,761	1.58%	0.72%	29,160	0.02%
6. To re-elect Adrian Carey as a director	56,615,256	98.03%	44.78%	1,125,584	1.95%	0.89%	30,202	0.02%
7. To authorise the directors to allot shares pursuant to section 551 of the Companies Act 2006 (the "Act")*	57,723,333	99.92%	45.66%	36,550	0.06%	0.03%	11,159	0.01%
8. To authorise the directors to allot shares pursuant to section 570 of the Act as if section 561 of the Act did not apply*	56,290,093	97.47%	44.52%	1,450,422	2.51%	1.15%	30,527	0.02%
9. To authorise the Company to make one or more market purchases of ordinary shares in the company*	57,756,330	99.96%	45.68%	13,019	0.02%	0.01%	1,693	0.00%

*Special resolutions

Notes:

1. The proxy votes are derived from the proxy returns received at 8.32am on 17th February 2021.
2. Any proxy appointments which gave discretion to the Chairman have been included in the "For" total.
3. The completion of a proxy form is not necessarily a precise indicator of the way that the shareholder would have voted on a poll, but it reflects their intention at the time the instruction was given. Voting instructions can be changed at any time prior to a poll being demanded.
4. The number of votes withheld is determined from instructions received from shareholders on the proxy form. It should be noted that a vote withheld is not a vote in law and is not counted in the votes "For" or "Against" a resolution.
5. As at 18 February 2021, Oxford Metrics had 126,430,168 shares in issue.
6. All resolutions were passed on a show of hands at the AGM.