

2023 Annual General Meeting (AGM) held Thursday 9th 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 of the Company for the financial year ended 30 September 2022 and the reports of the directors and auditors on those financial statements	71,224,352	99.98%	54.86%	925	0.01%	0.00%	13,663	0.01%
2. To reappoint BDO LLP as auditors of the Company and to authorise the directors to determine the auditors' remuneration.	67,274,596	94.44%	51.81%	3,951,622	5.55%	3.04%	12,722	0.01%
3. To declare a final dividend of 2.50 pence per share	71,225,293	99.98%	54.86%	925	0.01%	0.00%	12,722	0.01%
4. To re-elect Catherine Robertson	71,009,731	99.69%	54.69%	215,546	0.3%	0.17%	13,663	0.01%
5. To re-elect Roger Parry	71,132,779	99.86%	54.79%	92,498	0.13%	0.07%	13,663	0.01%
6. To re-elect David Deacon	70,308,479	98.7%	54.15%	916,798	1.29%	0.71%	13,663	0.01%
7. That the directors be and are hereby generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (the "Act") to exercise all the powers of the Company to allot shares in the Company and grant rights to subscribe for or convert any security into shares in the Company up to an aggregate nominal amount of £108,129	69,010,718	99.96%	53.15%	19,937	0.03%	0.02%	2,208,285	1.70%
8. Subject to the passing of resolution 7 above, the directors be and are hereby generally and unconditionally given power for the purposes of section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act and to include the sale of treasury shares as referred to in section 560(3) of the Act) for cash pursuant to the authority conferred by resolution 7 above*	69,019,454	97.29%	53.16%	1,911,979	2.7%	1.47%	307,507	0.24%

9. That the Company be and is hereby generally and unconditionally authorised for the purposes of section 701 of the Act to make market purchases (as defined in section 693(4) of the Act) of ordinary shares of 0.25 pence each in the capital of the Company ("Ordinary Shares")*	71,078,658	99.95%	54.74%	30,623	0.04%	0.02%	129,659	0.10%
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*Special resolutions

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1. The proxy votes are derived from the proxy returns received at 11.53 am on 8th February 2023.
2. Any proxy appointments which gave discretion to the Chair 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 9 February 2023, Oxford Metrics had 130,239,276 shares in issue.
6. All resolutions were passed on a show of hands at the AGM.