

Results of Annual General Meeting - 2015

Macfarlane Group PLC confirms that shareholders passed all resolutions proposed at the Annual General Meeting held today.

The resolutions were as set out on the notice of meeting, as filed with the National Storage Mechanism (www.morningstar.co.uk/uk/NSM) and also available on the company's website, www.macfarlanegroup.com.

Total number of shares in issue: 124,611,360. Proxy appointments were received from shareholders of 60,222,512 shares (including votes withheld) amounting to 48.33% of the issued share capital.

All resolutions were passed on a show of hands and the following levels of proxy appointments were received up to 2 working days before the time of the meeting:

Resolution	For/ Discretion (cast in favour)		Against		Total proxy votes cast
	No.	% of total	No.	% of total	No.
1. Adoption of accounts	59,955,845	100.00%	0	0.00%	59,955,845
2. Approval of remuneration report	59,794,732	99.88%	74,379	0.12%	59,869,111
3. Declaration of final dividend	59,955,845	100.00%	0	0.00%	59,955,845
4. Re-elect M.Arrowsmith	59,952,018	100.00%	2,695	0.00%	59,954,713
5. Re-elect S.Paterson	59,951,518	99.99%	3,195	0.01%	59,954,713
6. Re-elect G.Bissett	59,952,518	100.00%	2,195	0.00%	59,954,713
7. Appoint KPMG LLP as auditors	59,919,127	99.94%	35,718	0.06%	59,954,845
8. Authorise Directors to determine auditor remuneration	59,916,117	99.94%	36,230	0.06%	59,952,347
9. Authority to allot shares under s. 551	59,680,028	99.56%	266,523	0.44%	59,946,551
10. Authority to allot shares under s. 570 of the Companies Act 2006	59,647,387	99.51%	294,785	0.49%	59,942,172