



Results of Annual General Meeting – 2017

Macfarlane Group PLC confirms that shareholders passed all resolutions proposed at the Annual General Meeting held on 9 May 2017.

The resolutions were as set out in 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: 136,335,497. Proxy appointments were received from shareholders of 55,879,582 shares (including votes withheld) amounting to 40.99% of the issued share capital.

All resolutions were passed on a show of hands with resolutions 1 to 9 passed as ordinary resolutions and resolution 10 passed as a special resolution. 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.
	No.	% of total	No.	% of total	
1. Adoption of accounts	55,878,323	100.00	0	0.00	55,878,323
2. Approval of Remuneration Report	55,535,621	99.42	321,989	0.58	55,857,610
3. Declaration of final dividend	55,879,582	100.00	0	0.00	55,879,582
4. Re-elect P. Atkinson	55,849,387	99.99	3,195	0.01	55,852,582
5. Re-elect M. Arrowsmith	55,583,318	99.52	269,264	0.48	55,852,582
6. Re-elect G. Bissett	55,563,720	99.52	268,862	0.48	55,832,582
7. Reappoint KPMG LLP as auditors	55,826,983	99.91	49,951	0.09	55,876,934
8. Authorise Directors to determine Auditor's remuneration	55,817,844	99.89	61,738	0.11	55,879,582
9. Authority to allot unissued shares under s.551 of the Companies Act 2006	55,591,825	99.87	72,757	0.13	55,664,582
10. Authority to dis-apply pre-emption rights pursuant to s. 570 of the Companies Act 2006	55,495,162	99.76	131,757	0.24	55,626,919