



## Results of Annual General Meeting – 2018

Macfarlane Group PLC confirms that shareholders passed all resolutions proposed at the Annual General Meeting held on 15 May 2018.

The resolutions were as set out in the Notice of Meeting, as filed with the National Storage Mechanism ([www.morningstar.co.uk/uk/NSM](http://www.morningstar.co.uk/uk/NSM)) and also available on the company's website, [www.macfarlanegroup.com](http://www.macfarlanegroup.com).

Total number of shares in issue: 157,547,618. Proxy appointments were received from shareholders of 64,954,851 shares (including votes withheld) amounting to 41.23% of the issued share capital.

All resolutions were passed on a show of hands with resolutions 1 to 8 passed as ordinary resolutions and resolutions 9 and 10 passed as special resolutions. 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	
<b>1. Adoption of accounts</b>	64,953,463	<b>100.00</b>	1,388	0.00	64,954,851
<b>2. Approval of Remuneration Report</b>	64,914,542	<b>99.95</b>	31,783	0.05	64,946,325
<b>3. Declaration of final dividend</b>	64,954,851	<b>100.00</b>	0	0.00	64,954,851
<b>4. Re-elect S. Paterson</b>	64,945,254	<b>100.00</b>	3,097	0.00	64,948,351
<b>5. Elect J. Baird</b>	64,946,061	<b>100.00</b>	2,290	0.00	64,948,351
<b>6. Reappoint KPMG LLP as auditors</b>	64,933,575	<b>99.98</b>	14,480	0.02	64,948,055
<b>7. Authorise Directors to determine Auditor's remuneration</b>	64,942,584	<b>99.98</b>	12,267	0.02	64,954,851
<b>8. Authority to allot unissued shares under s.551 of the Companies Act 2006</b>	64,893,917	<b>99.92</b>	53,942	0.08	64,947,859
<b>9. General authority to dis-apply pre-emption rights pursuant to s. 570 of the Companies Act 2006</b>	64,865,955	<b>99.89</b>	72,812	0.11	64,938,767
<b>10. Specific authority to dis-apply pre-emption rights pursuant to s. 570 of the Companies Act 2006</b>	64,865,955	<b>99.89</b>	72,960	0.11	64,938,915