

## AGM 5<sup>TH</sup> JUNE 2018 – VOTING RESULTS

### ORDINARY RESOLUTIONS

**Resolution 1:** To receive and adopt the financial statements for the year ended 31 December 2017 together with the reports of the directors and auditors thereon.

**Resolution 2:** To re-elect as a director Rory Nealon in accordance with the Company's articles of association.

**Resolution 3:** To re-elect as a director James Culverwell in accordance with the Company's articles of association.

**Resolution 4:** To re-appoint BDO LLP as auditor of the Company and to authorise the Audit Committee to determine its remuneration.

**Resolution 5:** THAT, in substitution for any equivalent authorities or powers granted to the directors prior to the passing of this resolution, the directors be generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (**Act**) to exercise all and any powers of the Company to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £916,057.61 provided that this authority shall expire on the earlier of the date falling 15 months from the date of the passing of this resolution and the conclusion of the Company's next annual general meeting following the passing of this resolution, unless such authority is renewed, varied or revoked by the Company in general meeting save that the Company may at any time before such expiry make an offer or agreement which might require shares to be allotted or Rights to be granted after such expiry and the Directors may allot shares or grant Rights in pursuance of such offer or agreement as if the authority hereby conferred had not expired.

### SPECIAL RESOLUTION

**Resolution 6:** THAT, subject to and conditional upon passing of resolution 5, the Directors be empowered pursuant to Section 570 of the Act to allot equity securities (as defined in Section 560 of the Act) for cash either pursuant to the authority conferred by resolution 5 or by way of a sale of treasury shares, as if Section 561(1) of the Act did not apply to any such allotment **PROVIDED THAT** such power shall be limited to:

- (a) the allotment of equity securities in connection with an offer or issue of equity securities to or in favour of:
  - a. holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings; and
  - b. to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary,

but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange or any other matter whatsoever; and

- (b) the allotment (otherwise than pursuant to paragraphs (a) above) of equity securities up to an aggregate nominal amount of £274,817.28;

and the power hereby conferred shall operate in substitution for and to the exclusion of any previous power given to the Directors pursuant to section 561(1) of the Act and shall expire on the earlier of the date falling 15 months from the date of the passing of this resolution and the conclusion of the Company's next annual general meeting following the passing of this resolution, unless such power is renewed, varied or revoked by the Company in general meeting except that the Company may before the expiry of any power contained in this resolution, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

### **Voting Results**

| <b>Resolution</b> | <b>In Favour</b> | <b>Discretion</b> | <b>Against</b> | <b>Withheld</b> |
|-------------------|------------------|-------------------|----------------|-----------------|
| 1                 | 66,091,290       | 85,295            | 1,936,232      | 0               |
| 2                 | 68,024,448       | 85,295            | 3,074          | 0               |
| 3                 | 68,024,448       | 85,295            | 3,074          | 0               |
| 4                 | 68,022,761       | 85,295            | 4,699          | 62              |
| 5                 | 68,013,689       | 85,641            | 13,167         | 320             |
| 6                 | 68,009,125       | 90,006            | 10,292         | 3,394           |