

Melrose Industries PLC

1. Results of Annual General Meeting

The Annual General Meeting of Melrose Industries PLC was held on Thursday, 6 May 2021.

The table below sets out the results of the poll on all 21 resolutions that were put to a shareholder vote, with each shareholder present in person or by proxy being entitled to one vote per share held.

Ordinary Resolutions

Resolutions	Votes 'For'*	% of Votes Cast 'For'	Votes 'Against'	% of Votes Cast 'Against'	Total Issued Share Capital Voted	Total % of Issued Share Capital Voted	Votes Withheld**
1. To receive the financial statements for the financial year ended 31 December 2020	3,865,823,215	100.00%	69,718	0.00%	3,865,892,933	79.57%	64,048,750
2. To approve the Directors' Remuneration Report for the year ended 31 December 2020	3,824,356,995	99.57%	16,371,712	0.43%	3,840,728,707	79.06%	89,212,976
3. To declare a final dividend of 0.75 pence per ordinary share for the year ended 31 December 2020	3,921,644,898	99.83%	6,688,801	0.17%	3,928,333,699	80.86%	1,608,181
4. To re-elect Christopher Miller as a Director of the Company.	3,893,411,250	99.12%	34,737,237	0.88%	3,928,148,487	80.86%	1,793,196
5. To re-elect David Roper as a Director of the Company	3,878,906,915	99.11%	34,749,257	0.89%	3,913,656,172	80.56%	16,285,511
6. To re-elect Simon Peckham as a Director of the Company	3,906,572,716	99.45%	21,589,633	0.55%	3,928,162,349	80.86%	1,779,334

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7. To re-elect Geoffrey Martin as a Director of the Company	3,904,073,521	99.39%	24,064,908	0.61%	3,928,138,429	80.85%	1,803,254
8. To re-elect Justin Dowley as a Director of the Company	3,809,122,105	96.97%	119,018,155	3.03%	3,928,140,260	80.85%	1,801,423
9. To re-elect Liz Hewitt as a Director of the Company	3,875,808,408	98.67%	52,323,914	1.33%	3,928,132,322	80.85%	1,809,361
10. To re-elect David Lis as a Director of the Company	3,896,721,469	99.20%	31,424,473	0.80%	3,928,145,942	80.86%	1,795,741
11. To re-elect Archie G. Kane as a Director of the Company	3,704,696,583	98.18%	68,718,942	1.82%	3,773,415,525	77.67%	156,526,158
12. To re-elect Charlotte Twynning as a Director of the Company	3,897,659,246	99.22%	30,445,437	0.78%	3,928,104,683	80.85%	1,837,000
13. To re-elect Funmi Adegoke as a Director of the Company	3,897,597,201	99.22%	30,534,958	0.78%	3,928,132,159	80.85%	1,809,524
14. To elect Peter Dilnot as a Director of the Company	3,909,941,644	99.54%	18,144,775	0.46%	3,928,086,419	80.85%	1,855,264
15. To re-appoint Deloitte LLP as auditor of the Company	3,822,327,122	97.30%	105,874,355	2.70%	3,928,201,477	80.86%	1,740,206
16. To authorise the Audit Committee to determine the auditor's remuneration	3,891,825,759	99.07%	36,397,387	0.93%	3,928,223,146	80.86%	1,718,537
17. To renew the authority given to Directors to allot shares	3,156,443,221	81.60%	711,672,685	18.40%	3,868,115,906	79.62%	61,825,777

Special Resolutions

Resolutions	Votes 'For'*	% of Votes Cast 'For'	Votes 'Against'	% of Votes Cast 'Against'	Total Issued Share Capital Voted	Total % of Issued Share Capital Voted	Votes Withheld**
18. To give the Directors authority to allot equity securities without application of pre-emption rights	3,863,101,626	99.88%	4,770,067	0.12%	3,867,871,693	79.61%	62,069,990
19. To give the Directors authority to allot equity securities used only for the purpose of financing a transaction which the Directors determine to be an acquisition or other capital investment	3,792,366,632	96.55%	135,649,945	3.45%	3,928,016,577	80.85%	1,925,106
20. To authorise market purchase of shares	3,847,414,129	98.27%	67,898,549	1.73%	3,915,312,678	80.59%	14,629,005
21. To approve the calling of a general meeting other than an Annual General Meeting on no less than 14 days' notice	3,808,524,053	96.95%	119,713,376	3.05%	3,928,237,429	80.86%	1,704,254

There are currently 4,858,254,963 Ordinary Shares of 48/7 pence in Melrose Industries PLC in issue.

* Includes discretionary votes

** A vote 'Withheld' is not a vote in law and is not counted in the calculation of the proportion of votes 'For' or 'Against' a resolution.

2. Resolutions submitted to National Storage Mechanism

Melrose Industries PLC has today submitted to the National Storage Mechanism, copies of resolutions passed at the Annual General Meeting on 6 May 2021 concerning items other than ordinary business. These documents will shortly be available for inspection at:

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