

Melrose Industries PLC

1. Results of Annual General Meeting

The Annual General Meeting of Melrose Industries PLC was held on Thursday 5 May 2022.

The table below sets out the results of the poll on all 20 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 2021	3,578,289,842	99.93	2,508,605	0.07	3,580,798,447	81.89%	89,752,485
2. To approve the Directors' Remuneration Report for the year ended 31 December 2021	3,549,339,509	97.34	96,831,990	2.66	3,646,171,499	83.39%	24,379,433
3. To declare a final dividend of 1 pence per ordinary share for the year ended 31 December 2021	3,668,726,493	100.00	110,239	0.00	3,668,836,732	83.91%	1,714,200
4. To re-elect Christopher Miller as a Director of the Company	3,659,529,350	99.75	9,138,409	0.25	3,668,667,759	83.90%	1,883,173
5. To re-elect Simon Peckham as a Director of the Company	3,659,940,343	99.76	8,719,855	0.24	3,668,660,198	83.90%	1,890,734
6. To re-elect Geoffrey Martin as a Director of the Company	3,637,713,069	99.16	30,946,066	0.84	3,668,659,135	83.90%	1,891,797
7. To re-elect Peter Dilnot as a Director of the Company	3,659,700,657	99.76	8,957,541	0.24	3,668,658,198	83.90%	1,892,734

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8. To re-elect Justin Dowley as a Director of the Company	3,427,864,655	93.44	240,789,260	6.56	3,668,653,915	83.90%	1,897,017
9. To re-elect David Lis as a Director of the Company	3,624,470,089	98.80	44,185,130	1.20	3,668,655,219	83.90%	1,895,713
10. To re-elect Charlotte Twyning as a Director of the Company	3,630,175,149	98.95	38,466,525	1.05	3,668,641,674	83.90%	1,909,258
11. To re-elect Funmi Adegoke as a Director of the Company	3,634,518,731	99.07	34,095,835	0.93	3,668,614,566	83.90%	1,936,366
12. To elect Heather Lawrence as a Director of the Company	3,663,054,766	99.85	5,576,479	0.15	3,668,631,245	83.90%	1,919,687
13. To elect Victoria Jarman as a Director of the Company	3,663,098,826	99.85	5,545,608	0.15	3,668,644,434	83.90%	1,906,498
14. To re-appoint Deloitte LLP as auditor of the Company	3,536,337,246	96.40	132,248,019	3.60	3,668,585,265	83.90%	1,965,667
15. To authorise the Audit Committee to determine the auditor's remuneration	3,633,734,492	99.05	34,916,431	0.95	3,668,650,923	83.90%	1,899,832
16. To renew the authority given to Directors to allot shares	3,611,242,553	98.43	57,520,604	1.57	3,668,763,157	83.91%	1,787,775

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**
17. To give the Directors authority to allot equity securities without application of pre-emption rights	3,650,766,843	99.51	17,949,462	0.49	3,668,716,305	83.91%	1,834,627
18. 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	3,529,202,957	96.20	139,430,478	3.80	3,668,633,435	83.90%	1,917,497
19. To authorise market purchase of shares	3,590,006,908	97.86	78,423,097	2.14	3,668,430,005	83.90%	2,120,927
20. To approve the calling of a general meeting other than an Annual General Meeting on no less than 14 days' notice	3,572,388,912	97.37	96,375,145	2.63	3,668,764,057	83.91%	1,786,875

There are currently 4,372,429,473 Ordinary Shares of 160/21 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 will be submitting to the National Storage Mechanism copies of resolutions passed at the Annual General Meeting on Thursday 5 May 2022 concerning items other than ordinary business. These documents will shortly be available for inspection at:

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