

CAPITA

Capita plc

12 May 2015

Announcement of AGM Results

At the Annual General Meeting of Capita plc held on 12 May 2015, all the resolutions set out in the Notice of Meeting were approved by the shareholders which were voted by way of a poll. The results of the poll for each resolution were as follows:

Resolution	For	%	Against	%	Withheld
1. To receive the financial statements and the reports of the Directors and the Auditor for the year ended 31 December 2014.	533,614,705	99.29	1,883,732	0.35	1,920,418
2. To approve the Directors' Remuneration Report, in the form set out in the Company's Annual Report and Accounts for the year ended 31 December 2014.	515,007,025	95.83	15,138,960	2.82	7,272,869
3. To declare a final dividend for the year ended 31 December 2014 of 19.6 pence per share.	533,576,904	99.29	2,413,751	0.45	1,428,200
4. To re-elect Martin Bolland as a Director.	526,485,830	97.97	6,661,199	1.24	4,271,826
5. To re-elect Andy Parker as a Director.	516,954,688	96.19	19,030,681	3.54	1,433,486
6. To re-elect Maggi Bell as a Director.	493,722,777	91.87	42,262,795	7.86	1,433,282
7. To re-elect Vic Gysin as a Director.	492,847,249	91.71	43,137,772	8.03	1,433,833
8. To elect Dawn Marriott-Sims as a Director.	487,650,216	90.74	48,335,142	8.99	1,433,496
9. To re-elect Gillian Sheldon as a Director.	533,891,673	99.34	2,092,384	0.39	1,434,798
10. To re-elect Paul Bowtell as a Director.	533,871,229	99.34	2,113,793	0.39	1,433,833
11. To elect Nick Greatorex as a Director.	512,456,356	95.36	23,527,165	4.38	1,435,333
12. To elect Carolyn Fairbairn as a Director.	533,888,703	99.34	2,096,153	0.39	1,433,999
13. To elect Andrew Williams as a Director.	533,889,123	99.34	2,094,720	0.39	1,435,012
14. To appoint KPMG LLP as Auditor of the Company.	524,727,143	97.64	11,260,580	2.10	1,431,131

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15. To authorise the Directors to fix the Auditor's remuneration.	529,838,826	98.59	6,149,482	1.14	1,429,996
16. To authorise the Directors to allot shares pursuant to Section 551 of the Companies Act 2006.	518,044,019	96.39	17,915,383	3.33	1,459,453
17. To dis-apply statutory pre-emption rights pursuant to Section 570 of the Companies Act 2006.	532,453,830	99.08	3,529,849	0.66	1,435,176
18. To approve the calling of a general meeting other than an annual general meeting on not less than 14 clear days' notice.	484,416,490	90.14	51,533,658	9.59	1,468,706
19. To renew the Company's authority to make market purchases of its own ordinary shares pursuant to Section 701 of the Companies Act 2006.	535,904,226	99.72	85,829	0.02	1,428,800
20. To adopt new Company's articles of association in substitution for and to the exclusion of the Company's existing articles of association.	529,190,149	98.16	3,127,673	0.58	6,796,959

Capita plc further announces that, in accordance with the provisions of paragraph 9.6.2 of the Listing Rules, copies of resolutions other than those concerning ordinary business passed at the Annual General Meeting, have been submitted to the National Storage Mechanism, and can be viewed at <http://www.morningstar.co.uk/uk/nsm>

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