

11 May 2023

Capita plc

Announcement of AGM Results

At the Annual General Meeting of Capita plc held at 11 a.m. on 11 May 2023, at 65 Gresham Street, London, EC2V 7NQ, all the resolutions set out in the Notice of Meeting, were approved by the shareholders which were voted by way of a poll. The Board would like to thank all shareholders who participated in the AGM. The results of the poll for each resolution are provided in the table below.

	RESOLUTION	VOTES FOR	%	VOTES AGAINST	%	VOTES TOTAL	% OF ISC VOTED	VOTES WITHHELD
	ORDINARY RESOLUTIONS:							
1	To approve the Report & Accounts for the year ended 31 December 2022.	1,162,623,233	99.98	203,039	0.02	1,162,826,272	69.04%	1,083,179
2	To approve the Directors' Remuneration Report.	1,120,642,451	96.29	43,174,795	3.71	1,163,817,246	69.10%	92,205
3	To re-elect Jonathan Lewis as a Director.	1,154,090,723	99.16	9,737,245	0.84	1,163,827,968	69.10%	80,233
4	To re-elect Tim Weller as a Director.	1,159,696,227	99.64	4,131,741	0.36	1,163,827,968	69.10%	80,233
5	To re-elect David Lowden as a Director.	1,158,764,157	99.57	5,022,179	0.43	1,163,786,336	69.10%	121,865
6	To re-elect Georgina Harvey as a Director.	1,161,075,058	99.77	2,711,303	0.23	1,163,786,361	69.10%	121,840
7	To re-elect Nneka Abulokwe as a Director.	1,161,203,360	99.78	2,582,001	0.22	1,163,785,361	69.10%	122,840
8	To re-elect Neelam Dhawan as a Director.	1,160,977,696	99.76	2,808,665	0.24	1,163,786,361	69.10%	121,840
9	To elect Brian McArthur-Muscroft as a Director.	1,163,335,368	99.96	447,316	0.04	1,163,782,684	69.10%	125,517
10	To elect Janine Goodchild as a Director.	1,105,776,453	95.02	58,008,173	4.98	1,163,784,626	69.10%	123,575
11	To re-appoint KPMG LLP as Auditor of the Company.	1,161,264,255	99.78	2,524,056	0.22	1,163,788,311	69.10%	121,140
12	To authorise the Audit and Risk Committee to fix the Auditor's remuneration.	1,163,170,999	99.94	674,112	0.06	1,163,845,111	69.10%	63,090

13	To authorise the Directors to allot shares.	1,159,896,329	99.66	3,909,735	0.34	1,163,806,064	69.10%	103,387
	SPECIAL RESOLUTIONS							
14	To authorise the Company to dis-apply statutory pre-emption rights.	1,162,621,721	99.90	1,174,519	0.10	1,163,796,240	69.10%	113,211
15	To approve the calling of a general meeting other than an annual general meeting on not less than 14 clear days' notice.	1,145,851,596	98.45	18,016,661	1.55	1,163,868,257	69.10%	41,194
16	To authorise market purchase of shares.	1,161,064,909	99.78	2,548,204	0.22	1,163,613,113	69.09%	296,338

Please note a 'vote withheld' is not a vote under English law and is therefore not included in the calculation of votes 'for' and 'against' a resolution.

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 <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

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