

11 May 2021

Capita plc

Announcement of AGM Results

At the Annual General Meeting of Capita plc held on 11 May 2021, all resolutions set out in the Notice of Meeting, except for Resolution 6 which was withdrawn, were voted by way of a poll and approved by shareholders. The results of the poll for each resolution were as follows:

	RESOLUTION	VOTES FOR	%	VOTES AGAINST	%	VOTES TOTAL	% OF ISC VOTED	VOTES WITHHELD
1	To receive and adopt the Company's financial statements and the reports of the Directors and the Auditor for the year ended 31 December 2020.	1,290,633,674	99.99	66,597	0.01	1,290,700,271	76.63%	1,232,991
2	To approve the Directors' Remuneration Report, other than the part containing the Directors' Remuneration Policy, in the form set out in the Company's Annual Report and Accounts for the year ended 31 December 2020.	1,289,055,937	99.95	634,509	0.05	1,289,690,446	76.57%	2,242,816
3	To approve the Directors' Remuneration Policy, in the form set out in the Company's Annual Report and Accounts for the year ended 31 December 2020.	1,254,719,423	97.13	37,105,242	2.87	1,291,824,665	76.70%	108,597
4	To re-elect Sir Ian Powell as a Director.	1,289,644,120	99.83	2,149,707	0.17	1,291,793,827	76.70%	139,435
5	To re-elect Jonathan Lewis as a Director.	1,289,685,217	99.84	2,108,610	0.16	1,291,793,827	76.70%	139,435
6	WITHDRAWN	n/a	n/a	n/a	n/a	n/a	n/a	n/a
7	To elect David Lowden as a Director.	1,291,700,049	99.99	97,539	0.01	1,291,797,588	76.70%	135,674
8	To re-elect Matthew Lester as a Director.	1,288,426,565	99.74	3,367,262	0.26	1,291,793,827	76.70%	139,435
9	To re-elect Georgina Harvey as a Director.	1,250,853,140	96.83	40,953,687	3.17	1,291,806,827	76.70%	126,435
10	To re-elect John Cresswell as a Director.	1,289,655,524	99.83	2,138,303	0.17	1,291,793,827	76.70%	139,435

11	To re-elect Baroness Lucy Neville-Rolfe as a Director.	1,289,594,447	99.83	2,219,880	0.17	1,291,814,327	76.70%	118,935
12	To elect Neelam Dhawan as a Director.	1,286,912,565	99.62	4,885,023	0.38	1,291,797,588	76.70%	135,674
13	To re-elect Lyndsay Browne as a Director.	1,263,052,541	97.78	28,741,286	2.22	1,291,793,827	76.70%	139,435
14	To re-elect Joseph Murphy as a Director.	1,229,219,615	95.16	62,574,212	4.84	1,291,793,827	76.70%	139,435
15	To re-appoint KPMG LLP as Auditor of the Company.	1,255,622,399	97.20	36,182,958	2.80	1,291,805,357	76.70%	127,905
16	To authorise the Audit and Risk Committee to fix the Auditor's remuneration.	1,257,765,322	97.36	34,040,968	2.64	1,291,806,290	76.70%	126,972
17	To authorise the Directors to allot shares pursuant to Section 551 of the Companies Act 2006.	1,286,479,621	99.59	5,349,851	0.41	1,291,829,472	76.70%	103,790
18	To approve and adopt the rules of the Company's Executive Plan 2021.	1,252,944,157	96.99	38,874,450	3.01	1,291,818,607	76.70%	114,655
19	To dis-apply statutory pre-emption rights pursuant to Section 570 of the Companies Act 2006 in relation to 5% of the Company's issued share capital.	1,291,410,709	99.97	388,282	0.03	1,291,798,991	76.70%	134,271
20	To approve the calling of a general meeting other than an annual general meeting on not less than 14 clear days' notice.	1,261,146,002	97.63	30,669,990	2.37	1,291,815,992	76.70%	117,270
21	To renew the Company's authority to make market purchases of its own ordinary shares pursuant to Section 701 of the Companies Act 2006.	1,289,094,466	99.81	2,464,753	0.19	1,291,559,219	76.68%	374,043

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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