

Harworth Group plc

Results of Annual General Meeting

At its Annual General Meeting held at 2:00 p.m. on Tuesday 29 May 2018 all resolutions in the notice of annual general meeting dated 24 April 2018 were passed by the necessary majority on a show of hands.

Details of proxy voting instructions received in advance of the Annual General Meeting are shown in the table below.

Res. No.	Brief Description	Votes for	%	Votes against	%	Total votes (ex. withheld)	Votes withheld
01	To adopt Annual Report and Financial Statements for FYE 31 December 2017	184,566,895	100%	1,048	0.00%	184,567,943	18,373
02	To approve final dividend	184,581,023	100%	4,503	0.00%	184,585,526	790
03	To elect Alastair Lyons as a director of the Company	184,558,345	100%	3,082	0.00%	184,561,427	24,889
04	To re-elect Owen Michaelson as a director of the Company	184,535,103	99.99%	26,932	0.01%	184,562,035	24,281
05	To re-elect Andrew Kirkman as a director of the Company	184,557,442	100%	3,486	0.00%	184,560,928	25,388
06	To re-elect Lisa Clement as a director of the Company	184,538,814	99.99%	26,126	0.01%	184,564,940	21,376
07	To re-elect Anthony Donnelly as a director of the Company	184,534,812	99.99%	23,173	0.01%	184,557,985	28,331
08	To re-elect Andrew Cunningham as a director of the Company	184,557,995	100%	2,933	0.00%	184,560,928	25,388
09	To re-elect Steven Underwood as a director of the Company	175,689,467	95.19%	8,873,395	4.81%	184,562,862	23,454
10	To re-elect Martyn Bowes as a director of the Company	184,212,721	99.81%	351,471	0.19%	184,564,192	22,124
11	To approve the Directors' Remuneration Report	184,146,824	99.78%	405,369	0.22%	184,552,193	34,123
12	To re-appoint PricewaterhouseCoopers LLP as auditors	184,218,397	99.81%	356,246	0.19%	184,574,643	11,673
13	To authorise the Directors to determine the auditors' remuneration	184,540,552	99.98%	30,247	0.02%	184,570,799	15,517
14	To authorise the Company to make political donations	184,366,028	99.90%	189,482	0.10%	184,555,510	30,806
15	To authorise the Directors to allot shares	184,482,722	99.95%	85,496	0.05%	184,568,218	18,098
16	To amend the articles of association	184,508,991	99.98%	44,417	0.02%	184,553,408	32,908
17	To authorise the disapplication of pre-emption rights	172,597,319	93.51%	11,981,940	6.49%	184,579,259	7,057

18	To authorise the Company to purchase its own shares	184,181,709	99.78%	401,258	0.22%	184,582,967	3,349
19	To authorise the Company to call general meetings at short notice	184,504,734	99.96%	76,189	0.04%	184,580,923	5,393

The number of ordinary shares in issue on 29 May 2018 was 321,496,760 ordinary shares. A vote withheld is not a vote in law and is not counted in the calculation of votes for or against a resolution.