

OTAQ PLC

Results of Annual General Meeting held on 25 September 2020

Issued share capital at the meeting date: 30,548,599

Number of votes per share: 1

At OTAQ PLC's Annual General Meeting held on 25 September 2020, all resolutions were passed on a show of hands. Details of the valid proxy votes received for the meeting are detailed below.

Resolution (No. as noted on proxy form)	Votes For	Votes Against	Discretion to Chairman	% of Votes For	% of Votes Against	Votes directed to be withheld	Total shares in respect of which proxies were validly made	Poll Yes/No
1. To receive, consider and adopt the Directors' Report and the Company's Annual Accounts	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
2. To approve the Directors' Remuneration Report for the financial year ended 31 March 2020	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
3. To receive and adopt the Directors' Remuneration Policy	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
4. To re-elect Matthew Jonathan Enright as a Director of the Company	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
5. To re-elect Philip David Newby as a Director of the Company	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
6. To re-elect William George Watt as a Director of the Company	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
7. To re-elect Sarah Emily Gills as a Director of the Company	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
8. To re-elect Alexander Robert Hambro as a Director of the Company	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
9. To appoint RSM UK Audit LLP as the Company's auditors	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
10. To authorise the Directors to determine the remuneration of the auditors	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
11. To empower the Directors to allot securities up to an aggregate nominal amount of £1,985,642 pursuant to the authority given under section 551 of the Companies Act 2006	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
12. To approve the rules of the OTAQ plc 2020 Long Term Incentive Plan	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
13. To approve the rules of the Share Incentive Plan	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
14. To approve the terms of the Employee Benefit Trust	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
15. To approve the general disapplication of pre-emption rights, up to an aggregate nominal amount of £229,114 pursuant to the authority given in accordance with section 551 of the Act, as if section 561 of the Act did not apply to the allotment	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
16. To approve the specific disapplication of pre-emption rights, up to a further aggregate nominal amount of £229,114 pursuant to the authority given in accordance with section 551 of the Act, as if section 561 of the Act did not apply to the allotment	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
17. That the Articles of Association of the Company be amended as set out in the Notice	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No
18. That the Company may send or supply documents or information to members or debt securities holders by making them available on a website or other electronic means	3,572,139	Nil	15,654	100.00%	0.00%	Nil	3,587,793	No

Notes:

- (i) Resolutions 1 to 14 (inclusive) and resolution 18 were ordinary resolutions, requiring more than 50% of shareholder votes to be "for" the resolutions.
- (ii) Resolutions 15 to 17 (inclusive) were special resolutions, requiring not less than 75% of shareholder votes to be "for" the resolutions.
- (iii) The proxy appointments that gave discretion to the Chairman were included in the calculation of the proportion of votes "for" a resolution.