

Northgate plc

At the Annual General Meeting of Northgate plc (the "Group") held at 11.30am on 19 September 2017 all resolutions were passed on a poll.

The total number of votes received on each resolution were as follows:

Resolutions	Votes For	% of Votes	Votes Against	% of Votes	Total Votes	Votes cast as % of Issued Share Capital	Votes Withheld
1 To receive the Annual Report and Accounts 2017	113,962,407	99.41	675,975	0.59	114,638,382	86.04%	18,371
2 To approve the final dividend of 11.6p per Ordinary share	114,656,753	100.00	0	0.00	114,656,753	86.06%	0
3 To approve the directors' remuneration report	114,030,958	99.99	15,212	0.01	114,046,170	85.60%	610,583
4 To approve the directors' remuneration policy	114,075,112	99.49	579,857	0.51	114,654,969	86.06%	1,783
5 To appoint PwC as auditor of the Group	114,473,736	99.84	183,017	0.16	114,656,753	86.06%	0
6 To authorise the Audit and Risk Committee to determine the remuneration of the auditor	114,653,978	100.00	1,275	0.00	114,655,253	86.06%	1,500
7 To re-elect Mr A Page as a director	106,821,284	93.22	7,768,469	6.78	114,589,753	86.01%	67,000
8 To re-elect Mr A J Allner as a director	105,166,461	94.01	6,705,944	5.99	111,872,405	83.97%	2,784,347
9 To re-elect Miss J Caseberry as a director	114,401,087	99.78	254,291	0.22	114,655,378	86.06%	1,375
10 To re-elect Mrs C Miles as a director	114,402,484	99.78	254,269	0.22	114,656,753	86.06%	0
11 To re-elect Mr B Spencer as a director	114,463,202	99.78	255,591	0.22	114,718,793	86.10%	0
12 To re-elect Mr P Gallagher as a director	113,504,617	99.00	1,152,136	1.00	114,656,753	86.06%	0
13 To elect Mr K Bradshaw as a director	113,965,663	99.40	690,990	0.60	114,656,653	86.06%	100
14 To renew the general authority of the directors to allot shares	114,634,664	99.98	22,089	0.02	114,656,753	86.06%	0
15 To disapply statutory pre-emption rights	114,654,565	100.00	2,188	0.00	114,656,753	86.06%	0
16 To disapply statutory pre-emptions rights for specified capital investments	113,441,312	98.94	1,215,440	1.06	114,656,752	86.06%	0
17 To allow the Company to hold general meetings (other than AGMs) on 14 days' notice	112,313,748	97.96	2,343,005	2.04	114,656,753	86.06%	0
18 To authorise the Company to make market purchases of its own shares	113,477,302	99.03	1,110,598	0.97	114,587,900	86.01%	68,852

Notes:

1. Any proxy appointments which gave discretion to the Chairman have been included in the "for" total.
2. The Group's issued capital (excluding treasury shares) at the date of the meeting was 133,232,518 ordinary shares of 50p each. Each ordinary share carried the right to one vote and, therefore, at the date of the meeting there were 133,232,518 voting rights in the Group.
3. A "vote withheld" is not a vote in law and is not counted in the calculation of the proportion of the votes "for" and "against" a resolution.