

Results of AGM

2021

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TClarke plc
("the Company")

Result of Annual General Meeting ("AGM")

The Company is pleased to announce that all resolutions at today's Annual General Meeting ("AGM") held at 45 Moorfields, London EC2Y 9AE at 10.00am were passed.

The following proxy votes had been received by the Company in respect of the resolutions:

	Resolution	Votes For	Votes For %	Votes Discretion	Votes Discretion %	Votes Against	Votes Against %	Votes Withheld
1	To receive and adopt the Annual Report and Financial Statements 2020	10,722,799	99.72%	0	0.00	29,607	0.28%	3,250
2	To approve the Directors' Remuneration Report	10,444,274	97.34%	0	0.00	285,876	2.66%	25,506
3	To approve the final dividend	10,754,906	100.00%	0	0.00	0	0.00%	750
4	To re-elect Mike Crowder as a Director	10,622,754	99.61%	0	0.00	41,681	0.39%	91,221
5	To re-elect Louise Dier as a Non-Executive Director	10,627,828	99.64%	0	0.00	38,828	0.36%	89,000
6	To re-elect Mark Lawrence as a Director	10,698,225	99.61%	0	0.00	41,681	0.39%	15,750
7	To re-elect Peter Maskell as a Non-Executive Director	10,664,754	99.61%	0	0.00	41,681	0.39%	49,221
8	To re-elect Iain McCusker as a Non-Executive Director	10,598,754	99.36%	0	0.00	67,902	0.64%	89,000
9	To re-elect Trevor Mitchell as a Director	10,606,049	99.66%	0	0.00	36,607	0.34%	113,000
10	That the TClarke plc 2021 Long term incentive plan be approved	10,632,622	98.91%	0	0.00	117,563	1.09%	5,471
11	That the TClarke plc 2021 Save As You Earn Scheme be approved	10,639,115	99.26%	0	0.00	79,820	0.74%	36,721
12	To re-appoint PricewaterhouseCoopers LLP as auditor	10,616,459	99.18%	0	0.00	87,492	0.82%	51,705
13	To authorise the Audit Committee to fix the auditor's remuneration	10,693,685	99.50%	0	0.00	53,487	0.50%	8,484
14	To make political donations not exceeding £10,000 in total	10,554,882	98.17%	0	0.00	196,959	1.83%	3,815
15	To authorise the Directors to allot securities in accordance with Section 551 of the Companies Act 2006	10,699,566	99.54%	0	0.00	49,619	0.46%	6,471

	Resolution	Votes For	Votes For %	Votes Discretion	Votes Discretion %	Votes Against	Votes Against %	Votes Withheld
16	To authorise the Directors to allow shares and securities pursuant to Section 570 of the Companies Act 2006*	10,690,801	99.46%	0	0.00	58,384	0.54%	6,471
17	To authorise the Directors to allow shares and securities pursuant to Section 570 of the Companies Act 2006 in relation to acquisitions or other capital investments*	10,587,253	98.49%	0	0.00	161,932	1.51%	6,471
18	To authorise TClarke plc to make market purchases of its own ordinary shares*	10,632,429	98.88%	0	0.00	119,977	1.12%	3,250
19	To authorise the calling of a general meeting of the Company (not being an annual general meeting) by notice of at least 14 clear days*	10,625,078	98.82%	0	0.00	127,328	1.18%	3,250

* Special Resolution

Notes:

1. All resolutions were passed on a show of hands.
2. As at the date of the AGM the Company's issued share capital comprised 43,052,558 ordinary shares of 10p each, which was the total number of shares entitling the holders to attend and vote at the AGM. Each ordinary share carries the right to one vote at a general meeting of the Company.
3. A 'vote withheld' is not a vote in law.
4. Percentage of votes cast excludes withheld votes.
5. The full text of all the resolutions passed at the AGM can be obtained from the Notice of AGM, which is available on the Company's website at www.tclarke.co.uk

In accordance with UK Listing Rule 9.6.2 copies of all the resolutions passed, other than ordinary business, have been submitted to the National Storage Mechanism and will shortly be available for inspection via the National Storage Mechanism at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

-ends-

5th May 2021

For further information contact:

TClarke plc

Mark Lawrence - Group Chief Executive

Trevor Mitchell - Finance Director

Tel: 020 7997 7400

www.tclarke.co.uk

Cenkos Securities plc (Corporate Broker)

Max Hartley (Corporate Finance)

Alex Pollen (Sales)

Tel: 020 7397 8900

www.cenkos.com

RMS Partners

Simon Courtenay

Tel: 020 3735 6551