

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 200 Aldersgate, St Paul's, London EC1A 4HD 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 2018	8,207,127	92.40	674,916	7.60	0	0	1,000
2 To approve the Directors' Remuneration Report	7,644,180	86.74	674,916	7.64	496,738	5.62	47,209
3 To approve the final dividend	8,208,127	92.40	674,916	7.60	0	0	0
4 To re-elect Mike Crowder as a Director	8,174,241	92.07	674,916	7.60	29,607	0.33	4,279
5 To re-elect Mark Lawrence as a Director	8,174,241	92.07	674,916	7.60	29,607	0.33	4,279
6 To re-elect Peter Maskell as a Non-Executive Director	8,173,032	92.07	674,916	7.60	29,607	0.33	5,488
7 To re-elect Iain McCusker as a Non-Executive Director	8,098,032	91.21	674,916	7.60	105,816	1.19	4,279
8 To re-elect Trevor Mitchell as a Non-Executive Director	8,171,525	92.04	674,916	7.60	32,323	0.36	4,279
9 To re-elect Mike Robson as a Non-Executive Director	8,171,525	92.05	674,916	7.60	31,114	0.35	5,488
10 To elect Louise Dier as a Director	8,171,525	92.05	674,916	7.60	30,816	0.35	5,786
11 To re-appoint PricewaterhouseCoopers LLP as auditor	8,168,350	91.96	674,916	7.60	38,777	0.44	1,000

12	To authorise the Audit Committee to fix the auditor's remuneration	8,174,345	92.03	674,916	7.60	32,782	0.37	1,000
13	To make political donations not exceeding £10,000 in total	8,028,441	90.46	674,916	7.61	170,842	1.93	8,844
14	To authorise the Directors to allot securities in accordance with Section 551 of the Companies Act 2006	8,135,323	91.86	674,916	7.62	46,316	0.52	26,488
15	To authorise the Directors to allot shares and securities pursuant to Section 570 of the Companies Act 2006*	8,156,323	92.09	674,916	7.62	25,316	0.29	26,488
16	To authorise the Directors to allot shares and securities pursuant to Section 570 of the Companies Act 2006 in relation to acquisitions or other capital investments*	8,052,473	90.94	674,916	7.62	127,757	1.44	27,897
17	To authorise TClarke plc to make market purchases of its own ordinary shares*	8,166,602	92.18	674,916	7.62	18,116	0.20	23,409
18	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*	8,103,620	91.22	674,916	7.60	104,507	1.18	0
19	To change the name of the Company to TClarke plc*	8,205,918	92.40	674,916	7.60	0	0	2,209
20	To adopt new Articles of Association*	8,205,918	92.40	674,916	7.60	0	0	2,209

* 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 43,003,013 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 at www.morningstar.co.uk/uk/NSM

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10th May 2019

For further information contact:

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