



Result of AGM

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Ricardo PLC
14 November 2019

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Ricardo plc - Results of Annual General Meeting

Ricardo plc announces that all resolutions proposed at its Annual General Meeting held earlier today were duly passed on a show of hands including the resolution authorising the Company to make market purchases of up to 10% of its issued ordinary share capital.

Details of the proxy voting instructions, lodged prior to the meeting, are set out below:

Resolution	For	%	Discretion	%	Against	%	Withheld
1 To receive and adopt the 2019 Report and Accounts	39,029,571	99.95	20,000	0.05	0	0.00	0
2 To declare a final dividend	39,029,006	99.94	20,000	0.05	565	0.01	0
3 To re-appoint KPMG LLP as auditors	39,024,849	99.94	20,000	0.05	4,722	0.01	0
4 To fix auditors' remuneration	39,025,973	99.94	20,000	0.05	3,598	0.01	0
5 To elect Russell King	31,757,198	83.96	20,000	0.05	6,047,451	15.99	1,224,922
6 To elect Jack Boyer OBE	38,846,886	99.94	20,000	0.05	2,282	0.01	180,403
7 To re-elect William Spencer as a director	38,837,000	99.92	20,000	0.05	9,828	0.03	182,743
8 To re-elect Sir Terry Morgan as a director	38,148,879	98.15	20,000	0.05	698,513	1.80	182,178
9 To re-elect Ian Gibson as a director	38,847,393	99.95	20,000	0.05	0	0.00	182,178
10 To re-elect Laurie Bowen as a director	36,846,140	99.71	20,000	0.05	90,341	0.24	2,093,089
11 To re-elect Dave Shemmans as a director	38,148,024	99.91	20,000	0.05	13,944	0.04	867,602
12 To re-elect Malin Persson as a director	33,462,907	86.10	20,000	0.05	5,383,920	13.85	182,743
13 To re-elect Mark Garrett as a director	38,847,393	99.95	20,000	0.05	0	0.00	182,178
14 To approve the Directors' Remuneration Report	35,698,805	91.43	20,000	0.05	3,327,990	8.52	2,775
15 To grant the directors authority to allot relevant securities	38,884,841	99.94	20,000	0.05	2,161	0.01	142,569
16 To approve the disapplication of pre-emption rights	38,883,232	99.94	20,000	0.05	3,770	0.01	142,569
17 To authorise the Company to make market purchases of ordinary shares	38,323,778	98.14	20,000	0.05	705,792	1.81	0
18 To approve notice period for certain general meetings	38,690,700	99.08	20,000	0.05	338,871	0.87	0

An abstention is not a vote in law and is not counted in the calculation of proportion of votes "For" or "Against" a resolution.

The total number of ordinary shares in issue as at 12 November 2019 were 53,406,250. Ordinary shareholders are entitled to one vote per share held.

In accordance with UK Listing Rule 9.6.2R copies of all the resolutions passed other than resolutions concerning ordinary business have been submitted to the UK Listing Rule via the National Storage Mechanism and will shortly be available for inspection at <http://www.morningstar.co.uk/uk/NSM>

The full text of each of the resolutions is set out in the Notice of Annual General Meeting which is available on the Ricardo website at www.ricardo.com.

2020 Financial Calendar

Half Year Interim Results Announcement on 27 February 2020.

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