

AVON RUBBER P.L.C. ANNUAL GENERAL MEETING 2019
PROXY VOTING SUMMARY

		In favour/discretion to Chairman	% (of votes cast excl. withheld)	Against	% (of votes cast excl. withheld)	Total (excl. withheld and third party discretionary)	Withheld
1	To receive the Report and Accounts	20,694,695	99.99	0	0	20,694,695	1,943
2	To approve the Directors' Remuneration Report	19,401,609	94.28	1,176,000	5.71	20,577,609	119,028
3	To approve the Directors' Remuneration Policy	20,492,516	99.01	203,267	0.98	20,695,783	854
4	To declare a final dividend	20,696,445	99.99	0	0	20,696,445	193
5	To re-elect David Evans as a Director	20,036,979	96.81	659,037	3.18	20,696,016	621
6	To re-elect Pim Vervaat as a Director	19,116,327	92.36	1,579,690	7.63	20,696,017	621
7	To re-elect Chloe Ponsonby	20,105,796	97.14	590,220	2.85	20,696,016	621
8	To re-appoint Paul McDonald as a Director	20,675,148	99.89	20,869	0.1	20,696,017	621
9	To re-appoint Nick Keveth as a Director	20,654,972	99.79	41,045	0.2	20,696,017	621
10	To appoint KPMG as auditor of the Company	20,674,449	99.89	21,607	0.1	20,696,056	582
11	To authorise the Directors to determine the auditors' remuneration	20,680,342	99.91	16,025	0.08	20,696,367	271
12	To authorise the Directors to allot shares	20,682,561	99.93	13,145	0.06	20,695,706	932
13	To disapply pre-emption rights*	20,390,573	98.52	305,060	1.47	20,695,633	1,005
14	To disapply pre-emption rights limited to acquisition/specified capital investment*	20,207,485	97.63	488,147	2.36	20,695,632	1,005
15	To authorise the Company to purchase its own shares*	20,497,458	99.04	196,265	0.95	20,693,723	2,914
16	To authorise short notice general meetings*	18,681,668	90.25	2,014,850	9.74	20,696,518	120
17	To approve the rules of the Avon LTIP*	20,229,336	97.75	463,781	2.24	20,693,117	3,520
18	To approve the amendment to the Articles of Association*	20,423,570	98.69	269,065	1.3	20,692,635	4,003

* Special Resolution

Notes:

- Any proxy appointments which gave discretion to the Chairman have been included in the 'for' total.
- A 'vote withheld' is not a vote under English law and is not counted in the calculation of votes 'for' and 'against' a resolution.
- Discretionary proxy votes lodged in favour of a third party have not been included in the 'for', 'against' or 'total' figures.
- Total proxy votes cast (including withheld and discretionary votes) were 66.71% of the issued share capital (2018: 69.18%).
- The total number of shares in issue at 30 January 2019 was 31,023,292.

30 January 2019

