

**Rotork Plc**

**AGM Statement**

**Results of the Annual General Meeting held on 24 April 2020 at Rotork House, Brassmill Lane,  
Bath, BA1 3HZ**

The Directors are pleased to announce that the shareholders of Rotork plc (the “Company”) at the Company’s Annual General Meeting on Friday 24 April 2020 passed by poll all the resolutions as set out in the Notice of Annual General Meeting dated 31 March 2020.

The following table summarises the final poll result for each resolution.

A copy of each of the resolutions passed by the Company, other than those resolutions concerning ordinary business, will be submitted and made available for inspection from the National Storage Mechanism at [www.morningstar.co.uk/uk/NSM](http://www.morningstar.co.uk/uk/NSM).

A copy of this announcement has been posted on the Company’s website at [www.rotork.com/investors/index/agm](http://www.rotork.com/investors/index/agm).

Resolution		For <sup>3</sup>		Against <sup>3</sup>		No. of Votes withheld <sup>4</sup>	Total Capital Instructed
		No. of Shares	%	No. of Shares	%		
1.	To receive the Company’s annual report and audited accounts for the year ended 31 December 2019 together with the reports of the directors and auditors	718,976,727	99.99	105,695	0.01	1,060,355	82.40%
2.	To approve the Directors’ Remuneration Report	693,950,567	96.83	22,686,190	3.17	3,506,020	82.12%
3.	To approve the Directors’ Remuneration Policy	682,875,938	95.97	28,701,772	4.03	8,565,067	81.54%
4.	To re-elect AC Andersen as a director	716,253,311	99.48	3,714,105	0.52	175,362	82.50%
5.	To re-elect LM Bell as a director	660,509,457	91.72	59,616,488	8.28	16,833	82.52%

6.	To re-elect TR Cobbold as a director	705,075,514	97.93	14,902,563	2.07	164,701	82.50%
7.	To re-elect JM Davis as a director	717,730,000	99.67	2,400,189	0.33	12,589	82.52%
8.	To re-elect PG Dilnot as a director	712,591,339	98.95	7,532,450	1.05	18,989	82.52%
9.	To re-elect KG Hostetler as a director	692,089,262	96.11	27,979,080	3.89	74,436	82.51%
10.	To re-elect SA James as a director	716,428,035	99.49	3,699,137	0.51	15,606	82.52%
11.	To re-elect MJ Lamb as a director	709,488,963	98.83	8,433,832	1.17	2,219,983	82.27%
12.	To re-appoint Deloitte LLP as Auditor of the Company	716,621,233	99.99	41,907	0.01	3,479,638	82.12%
13.	To authorise the Audit Committee to determine Auditor's remuneration	720,103,990	100.00	33,465	0.00	5,323	82.52%
14.	Authority for the directors to allot shares	629,156,845	87.37	90,947,154	12.63	38,779	82.52%
15.	General authority to dis-apply pre-emption rights*	719,014,741	99.85	1,101,429	0.15	26,608	82.52%
16.	General authority to dis-apply pre-emption rights for acquisitions / capital investments*	715,616,163	99.38	4,498,341	0.62	28,273	82.52%
17.	Authority to purchase own ordinary shares*	715,886,880	99.41	4,217,215	0.59	38,682	82.52%
18.	Authority to purchase own	719,585,482	99.93	517,014	0.07	40,282	82.52%

	preference shares*						
19.	Notice period for general meetings*	631,691,968	87.72	88,449,326	12.28	1,484	82.52%

\*Special Resolution

**Notes:**

1. All resolutions were passed.
2. The total votes cast in favour of each resolution includes those giving the Chairman discretion.
3. Votes "For" and "Against" are expressed as a percentage of votes received.
4. A "vote withheld" is not a vote in law and is not counted in the calculation of the votes "for" or "against" a resolution.
5. The total number of ordinary 0.5p shares in issue at 6.30pm on 22 April 2020 was 872,677,658.

**Enquiries:**

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**Rotork plc**

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24 April 2020