

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 | 10,690,801 | 99.46% | 0 | 0.00 | 58,384 | 0.54% | 6,471 |

| | | | | | | | | |
|----|---|------------|--------|---|------|---------|-------|-------|
| | Section 570 of the Companies Act 2006* | | | | | | | |
| 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

This information is provided by RNS, the news service of the London Stock Exchange. RNS is approved by the Financial Conduct Authority to act as a Primary Information Provider in the United Kingdom. Terms and conditions relating to the use and distribution of this information may apply. For further information, please contact rns@lseg.com or visit www.rns.com.

RNS may use your IP address to confirm compliance with the terms and conditions, to analyse how you engage with the information contained in this communication, and to share such analysis on an anonymised basis with others as part of our commercial services. For further information about how RNS and the London Stock Exchange use the personal data you provide us, please see our [Privacy Policy](#).

END

RAGFLFIETIEIL