

Diploma PLC

Annual General Meeting FY2016 - 18 January 2017

Resolution	Description	For	%	Against	%	Withheld
1	Receive Annual Report & Accounts 2016	92,416,480	99.95	44,994	0.05	385,151
2	Approve Final Dividend	92,846,625	100.00	0	0.00	0
3	Re-elect JE Nicholas	90,647,634	97.88	1,964,777	2.12	234,214
4	Re-elect BM Thompson	92,386,361	99.51	457,264	0.49	3,000
5	Re-elect NP Lingwood	92,386,861	99.51	457,264	0.49	2,500
6	Re-elect CM Packshaw	92,502,358	99.63	341,767	0.37	2,500
7	Re-elect AP Smith	92,060,916	99.16	783,209	0.84	2,500
8	Re-elect A Thorburn	92,502,358	99.63	341,767	0.37	2,500
9	Re-appoint Deloitte LLP as Auditor	91,785,160	99.96	39,369	0.04	1,022,096
10	Authorise Board to determine Auditor Remuneration	92,814,395	99.97	29,230	0.03	18,000
11	Remuneration Report	88,141,059	96.63	3,077,684	3.37	1,642,882
12	Authority to allot shares	91,923,493	99.02	910,132	0.98	13,000
13 (SR)	Pre-emption Rights	92,802,758	99.97	30,117	0.03	13,750
14 (SR)	Additional Pre-emption rights	90,718,292	97.73	2,110,833	2.27	17,500
15(SR)	Authorise Market Purchases	91,817,556	98.89	1,029,069	1.11	0
16 (SR)	Shorter Notice for General Meetings	89,861,435	96.78	2,985,177	3.22	0

Notes:

1. A total of 92,846,625 votes were validly cast, including a total of 253 proxy votes.
2. The Company's Issued Share Capital ("ISC") is 113,239,555 ordinary shares of 5p each and the proportion of the ISC represented by those votes validly cast is 81.99%.
3. A vote withheld is not a vote in law and is not counted.

AJ Gallagher
Group Company Secretary

18 January 2017