

Result of AGM

16th November 2023

Ricardo plc - Results of Annual General Meeting

Ricardo plc announces that all resolutions proposed at its Annual General Meeting held on 16th November 2023 at 10.00am were duly passed.

Results of the Poll taken, are set out below:

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

						Issued Share Capital:	62,218,280	
		VOTES FOR	%	VOTES AGAINST	%	VOTES TOTAL	% of ISC VOTED	WITHHELD VOTES
1	To receive the Annual Report and Accounts	48,906,373	99.99%	2,670	0.01%	48,909,043	78.61%	11,027
2	To approve final dividend	48,774,061	100.00%	1,670	0.00%	48,775,731	78.39%	144,339
3	To re-appoint Auditors	48,765,764	99.98%	8,768	0.02%	48,774,532	78.39%	145,538
4	To fix Auditor's Remuneration	48,909,899	99.99%	6,168	0.01%	48,916,067	78.62%	4,003
5	To re-elect Judith Cottrell as a Director	48,769,278	99.99%	3,670	0.01%	48,772,948	78.39%	147,122
6	To re-elect Graham Ritchie as a Director	47,096,300	96.56%	1,675,580	3.44%	48,771,880	78.39%	148,190
7	To re-elect Mark Clare as a Director	46,448,293	95.23%	2,324,655	4.77%	48,772,948	78.39%	147,122
8	To re-elect Laurie Bowen as a Director	48,398,539	99.24%	371,346	0.76%	48,769,885	78.39%	150,185
9	To re-elect Jack Boyer as a Director	48,398,539	99.24%	371,346	0.76%	48,769,885	78.39%	150,185
10	To re-elect Russell King as a Director	39,624,250	81.24%	9,148,135	18.76%	48,772,385	78.39%	147,685
11	To re-elect Malin Persson as a Director	38,463,842	78.87%	10,306,043	21.13%	48,769,885	78.39%	150,185
12	To re-elect William Spencer as a Director	48,396,749	99.23%	373,136	0.77%	48,769,885	78.39%	150,185
13	To approve the directors' remuneration report	47,457,971	97.31%	1,312,134	2.69%	48,770,105	78.39%	149,965
14	To approve the directors' remuneration policy	37,722,908	77.12%	11,191,768	22.88%	48,914,676	78.62%	5,394
15	To approve the amendments to the rules of the Ricardo plc 2020 Long Term Incentive Plan	39,017,912	79.77%	9,896,839	20.23%	48,914,751	78.62%	5,319
16	To renew the authority to allot the relevant securities	48,763,010	99.98%	11,374	0.02%	48,774,384	78.39%	145,686
17	To display Pre-Emption Provisions	48,622,300	99.40%	294,903	0.60%	48,917,203	78.62%	2,867
18	To Authorise Company to	48,132,611	99.98%	9,539	0.02%	48,142,150	77.38%	777,920

	Purchase own Shares							
19	To Convene Meetings on 14 days' notice	48,740,086	99.64%	178,064	0.36%	48,918,150	78.62%	1,920

The total number of ordinary shares in issue as at 16th November 2023 was 62,218,280, of these 48,920,070 including votes withheld (78.63%) were voted.

The Board acknowledges that 21.13% of the votes cast in respect of Resolution 11, (to re-elect Malin Persson as an Director of the Company), 22.88% of the votes cast in respect of Resolution 14, (to approve the Directors' Remuneration Policy) and 20.23% of the votes cast in respect of Resolution 15 (to amend the Long-Term Incentive Plan) were against the Resolutions.

With respect to Resolution 14 and 15 the Board recommended the new Policy to shareholders as it reinforces the five-year strategic plan of the Company.

The Company will reach out to the shareholders who voted against the Resolution(s) to further understand their position.

In accordance with Listing Rule 9.6.2R, a copy of the resolutions, other than those concerning ordinary business, passed by the Company at the AGM held on 16th November 2023 has been submitted to the National Storage Mechanism and will shortly be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

A copy of the voting results shown above will also be made available on the Company's website at www.ricardo.com/en/investors/shareholder-centre/agm

The Ricardo plc LEI number is 213800ZNYAY35F4XB814

For further information contact: Harpreet Sagoo, General Counsel and Company Secretary, at Harpreet.Sagoo@ricardo.com