

29 April 2014

Bodycote plc

Resolutions passed at the Annual General Meeting

Bodycote plc announces that all resolutions proposed at its Annual General Meeting held at 12 pm on 29 April 2014 were passed on a show of hand.

Details of proxy voting instructions, lodged prior to the Meeting are set out below:

Resolution	For (Number of votes)	Discretion (Number of votes)	Against (number of votes)	Abstention (number of votes)
Ordinary Resolutions				
1. To receive the annual report	151,207,626	52,887	0	189,327
Re-election of directors				
2. To declare a final dividend	151,368,562	52,887	0	28,391
3. To declare a special dividend	151,368,498	52,951	0	28,391
4. To re-elect Mr A.M. Thomson	139,558,106	86,755	11,776,495	28,484
5. To re-elect Mr S.C. Harris	139,042,088	86,755	12,292,513	28,484
6. To elect Ms E. Lindqvist	138,259,018	86,755	10,076,169	3,027,898
7. To re-elect Mr D.F. Landless	151,094,814	86,755	239,787	28,484
8. To re-elect Mr J.A. Biles	151,099,300	86,755	235,301	28,484
9. To re-elect Dr. K. Rajagopal	146,932,714	86,819	1,403,752	3,026,555
10. to reappoint the auditors	150,418,985	88,706	2,877	939,272
11. to authorise the directors to fix auditor's remuneration	150,422,913	88,706	498	937,723
12. To approve the report on remuneration	149,146,243	95,233	2,171,346	37,018
13. To approve the Directors' remuneration policy	145,513,567	96,081	5,799,874	40,318
14. To renew authority to allot shares	151,128,702	62,174	228,903	30,061
Special resolutions				
15. to renew authority for disapplication of pre-emption rights	151,319,939	62,174	36,510	31,217
16. to renew authority to buy own shares	151,347,658	65,004	8,460	28,718
17. to authorise general meetings 14 days' notice	145,186,574	61,025	6,173,523	28,718

The number of ordinary shares in issue on 29 April 2014 was 191,456,172. A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes validly cast.

A copy of the Resolutions passed as Special Business at the Annual General Meeting is being submitted to the UK Listing Authority and will shortly be available for inspection at the National Storage Mechanism document viewing facility, which is situated at <http://www.hemscott.com/nsm>.

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