**28 September 2022**

**Kainos Group plc**

**(“Kainos” or the “Company”)**

**Voting Result of the 2022 Annual General Meeting (“AGM”)**

At the Company’s AGM, held on 28 September 2022, the following resolutions at the meeting were passed by the required majority. The table below shows the number of votes received for and against each resolution together with the number of votes withheld and incorporates the proxy votes lodged in advance of the meeting.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **NO.** | **RESOLUTION** | **In Favour** | **Against** | **Withheld** |
| **ORDINARY RESOLUTIONS - 50%** |
| 1. | To receive the Company’s audited accounts and financial statements and the auditor’s and Directors’ reports on the accounts and financial statements for the year ended 31 March 2022. | 103,460,836 |  1,510 | 604,479 |
| 2. | To approve the Directors’ Remuneration Report (excluding the Directors’ Remuneration Policy) for the year ended 31 March 2022. | 101,189,629 |  2,876,924 | 272 |
| 3. | To approve the Directors’ Remuneration Policy (as contained in the Directors’ Remuneration Report) for the year ended 31 March 2022.  | 101,532,521 |  2,454,090 | 80,214 |
| 4. | To declare a final dividend of 15.1 pence per ordinary share in respect of the year ended 31 March 2022. | 104,065,315 |  0 | 1,510 |
| 5. | To re-elect Dr Brendan Mooney as a Director of the Company. | 103,117,929 |  948,674 | 222 |
| 6. | To re-elect Mr Richard McCann as a Director of the Company. | 102,830,126 |  1,236,477 | 222 |
| 7. | To re-elect Mr Andy Malpass as a Director of the Company. | 103,461,766 |  604,837 | 222 |
| 8. | To re-elect Mr Tom Burnet as a Director of the Company. | 99,255,497 |  4,293,941 | 517,387 |
| 9. | To re-elect Mrs Katie Davis as a Director of the Company. | 102,299,469 |  1,767,356 | 0 |
| 10. | To re-elect Mrs Rosaleen Blair as a Director of the Company. | 103,616,811 |  449,792 | 222 |
| 11. | To re-appoint KPMG as the Company’s auditor. | 103,547,279 |  519,546 | 0 |
| 12. | To authorise the Audit Committee to agree the remuneration of the auditor of the Company. | 104,064,797 |  1,806 | 222 |
| 13. | To authorise the Directors to allot shares. | 102,720,986 |  1,345,138 | 701 |
| 14. | To authorise the Directors to adopt the amendments to the Kainos Group Performance Share Plan. | 103,361,886 |  704,134 | 805 |
| 15. | To authorise the Directors to adopt the Employee Stock Purchase Plan.  | 103,775,501 |  290,984 | 340 |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **NO.** | **RESOLUTION** | **In Favour** | **Against** | **Withheld** |
| **SPECIAL RESOLUTIONS – 75%** |
| 16. | To authorise a standard disapplication of pre-emption rights. | 103,774,339 |  292,124 | 362 |
| 17.  | To authorise an additional disapplication of pre-emption rights. | 103,070,491 |  995,700 | 634 |
| 18. | To authorise the repurchase of shares. | 103,537,783 |  528,770 | 272 |
| 19.  | To approve the calling of a general meeting (other than an AGM) on not less than 14 clear days’ notice. | 102,318,092 |  1,388,579 | 360,154 |

No other business was conducted at the meeting.