

## Jardine Lloyd Thompson Group plc - Result of AGM

Jardine Lloyd Thompson Group plc

Annual General Meeting – 27 April 2017

At the Annual General Meeting of Jardine Lloyd Thompson Group plc (the “Company”) held on Thursday 27 April 2017 all resolutions were duly approved by the shareholders by way of a poll. The voting results are set out below and are also available on the Company's website at [jlt.com/investors](http://jlt.com/investors).

Under the Listing Rules of the Financial Conduct Authority, because Jardine Matheson Holdings Limited is classed as a “controlling shareholder” (that is, it exercises or controls, either on its own or together with any person with whom it is acting in concert, 30% or more of the voting rights in the Company) a resolution for the re-election of Independent Directors must be passed by a majority of votes cast by the independent shareholders of the Company (i.e. any shareholder that is not a controlling shareholder), as well as by a majority of votes cast by all the shareholders.

Accordingly the results below show the voting by all shareholders and also, on Resolutions 10 to 12 and 14, by the independent shareholders. The percentage of votes cast by the independent shareholders exclude the Jardine Matheson Holdings shareholding of 87,974,158 shares.

A vote withheld is not a vote in law and is not counted in the calculation of the votes for or against a resolution.

### Poll Results by all Shareholders

Resolution		In Favour		Against		Withheld	Total Votes Cast
		Votes	%	Votes	%	Votes	
1	Accounts	179,428,074	98.14%	3,396,516	1.86%	9,563	182,824,590
2	Remuneration Report	178,263,656	97.52%	4,534,004	2.48%	36,307	182,797,660
3	Remuneration Policy	174,734,097	95.59%	8,066,837	4.41%	33,033	182,800,934
4	Dividend	182,831,006	100.00%	0	0.00%	3,147	182,831,006
5	Re-election of Geoffrey Howe	174,079,572	95.21%	8,753,455	4.79%	841	182,833,027
6	Election of Adam Keswick	152,561,247	83.81%	29,476,113	16.19%	796,508	182,037,360
7	Re-election of Dominic Burke	176,615,428	96.61%	6,201,983	3.39%	16,457	182,817,411
8	Re-election of Mark Drummond Brady	176,612,205	96.60%	6,213,927	3.40%	7,736	182,826,132
9	Re-election of Charles Rozes	176,600,651	96.60%	6,216,065	3.40%	17,152	182,816,716
10	Election of Bruce Carnegie-Brown	182,020,774	99.56%	797,107	0.44%	15,987	182,817,881
11	Re-election of Annette Court	179,533,756	98.20%	3,297,798	1.80%	2,314	182,831,554
12	Re-election of Jonathan Dawson	179,479,400	98.17%	3,346,881	1.83%	7,587	182,826,281
13	Re-election of Lord Sassoon	152,587,975	83.82%	29,450,373	16.18%	795,520	182,038,348
14	Re-election of Nicholas Walsh	179,523,128	98.19%	3,304,420	1.81%	6,320	182,827,548
15	Re-appointment of Auditors	179,050,120	97.94%	3,770,008	2.06%	14,025	182,820,128
16	Authority to approve Auditors Remuneration	180,587,096	98.77%	2,241,025	1.23%	6,032	182,828,121
17	Purchase of own shares	180,883,276	98.94%	1,943,509	1.06%	7,368	182,826,785
18	Authority to allot shares	173,225,677	94.75%	9,590,178	5.25%	18,298	182,815,855
19	Disapplication of pre-emption	174,500,592	95.45%	8,326,808	4.55%	6,753	182,827,400
20	Disapplication of pre-emption (in connection with an acquisition or specified capital investment)	164,551,317	90.00%	18,277,103	10.00%	5,733	182,828,420

21	Notice of General Meetings (14 days)	176,710,157	96.65%	6,118,504	3.35%	5,491	182,828,661
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**Poll Results by Independent Shareholders**

Resolution		In Favour		Against		Withheld	Total Votes Cast
		Votes	%	Votes	%	Votes	
10	Election of Bruce Carnegie-Brown	94,046,616	99.16%	797,107	0.84%	15,987	94,843,723
11	Re-election of Annette Court	91,559,598	96.52%	3,297,798	3.48%	2,314	94,857,396
12	Re-election of Jonathan Dawson	91,505,242	96.47%	3,346,881	3.53%	7,587	94,852,123
14	Re-election of Nicholas Walsh	91,548,970	96.52%	3,304,420	3.48%	6,320	94,853,390

**Notes:**

1. In accordance with the requirements of Listing Rule 9.6.2, the Company has submitted to the National Storage Mechanism a copy of the resolutions (other than those relating to ordinary business) passed at the Annual General Meeting of the Company held on Thursday 27 April 2017. These will shortly be available for inspection at: [www.morningstar.co.uk/uk/NSM](http://www.morningstar.co.uk/uk/NSM).

Jonathan Lloyd  
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Date: 27 April 2017