

CHEMRING GROUP PLC – ANNUAL GENERAL MEETING, 17 MARCH 2017
POLL RESULTS

Resolution	Description	VOTES FOR	%	VOTES AGAINST	%	VOTES TOTAL	% OF ISSUED SHARE CAPITAL VOTED	VOTES WITHHELD
	ORDINARY RESOLUTIONS							
Resolution 1	To receive and adopt the Company's annual accounts for the year ended 31 October 2016	232,022,538	98.08	4,546,080	1.92	236,568,618	84.72%	963
Resolution 2	RESOLUTION WITHDRAWN							
Resolution 3	To receive and approve the directors' remuneration report	229,703,217	98.08	4,501,178	1.92	234,204,395	83.87%	2,364,768
Resolution 4	To elect Mr Carl-Peter Forster	224,741,113	95.90	9,603,476	4.10	234,344,589	83.92%	2,224,574
Resolution 5	To elect Mr Andrew Davies	225,489,953	96.22	8,846,882	3.78	234,336,835	83.92%	2,232,328
Resolution 6	To elect Mr Daniel Dayan	225,543,013	96.25	8,793,534	3.75	234,336,547	83.92%	2,232,616
Resolution 7	To elect Mr Andrew Lewis	233,781,955	99.76	563,254	0.24	234,345,209	83.92%	2,224,286
Resolution 8	To re-elect Mrs Sarah Ellard	231,027,418	98.58	3,316,877	1.42	234,344,295	83.92%	2,225,286
Resolution 9	To re-elect Mr Michael Flowers	233,967,783	99.84	377,512	0.16	234,345,295	83.92%	2,224,286
Resolution 10	To re-elect Mr Nigel Young	217,191,446	94.13	13,551,966	5.87	230,743,412	82.63%	5,826,169
Resolution 11	To re-appoint Deloitte LLP as the Company's auditor	211,007,750	95.29	10,437,519	4.71	221,445,269	79.30%	15,123,894
Resolution 12	To authorise the directors to agree the remuneration of the auditor	220,827,176	99.69	683,200	0.31	221,510,376	79.33%	15,058,787
Resolution 13	To authorise the directors to allot relevant securities under section 551 of the Companies Act 2006	234,063,254	99.04	2,262,462	0.96	236,325,716	84.63%	242,865
Resolution 14	RESOLUTION WITHDRAWN							
	SPECIAL RESOLUTIONS							
Resolution 15	To adopt new articles of association	233,627,409	99.22	1,848,285	0.78	235,475,694	84.33%	1,093,469
Resolution 16	To empower the directors to allot equity securities under section 570 and section 573 of the Companies Act 2006	231,239,282	97.85	5,084,463	2.15	236,323,745	84.63%	242,836
Resolution 17	To empower the directors to allot equity securities under section 570 and section 573 of the Companies Act 2006 for the purposes of financing an acquisition or other capital investment	220,072,332	93.03	16,495,601	6.97	236,567,933	84.72%	1,648
Resolution 18	To authorise the Company to make market purchases of its ordinary shares under section 701 of the Companies Act 2006	234,702,566	99.31	1,628,022	0.69	236,330,588	84.64%	238,575
Resolution 19	To authorise the Company to hold general meetings on fourteen clear days' notice	226,313,432	95.67	10,254,768	4.33	236,568,200	84.72%	963

ALL RESOLUTIONS PROPOSED AT THE MEETING WERE CARRIED

Notes:

(i) Where shareholders appointed the Chairman as their proxy with discretion as to voting, their votes were cast in favour of the resolutions and their shares have been included in the "votes for" column.

(ii) A "vote withheld" is not a vote in law and is not counted in the calculation of the percentages of the votes cast for and against a resolution.

(iii) Resolutions 1 and 3 to 13 were passed as ordinary resolutions. Resolutions 15 to 19 were passed as special resolutions.

iv) The issued share capital of Chemring Group PLC on 17 March 2016 was 279,234,043 ordinary shares with voting rights (excluding treasury shares) and 62,500 cumulative preference shares with no voting rights.