

## Elementis plc – Result of 2016 AGM

The Company's AGM was held today (27 April 2016) at the offices of UBS Investment Bank in London and all resolutions proposed were passed on a poll.

For information, the following table shows the poll results for the Meeting. The total number of shares in issue (ISC) as at 25 April 2016 was 463,166,347. (Total voting rights: 463,166,347). The percentage figure shown after columns 2 and 4 is the percentage of the total number of votes validly cast (under law) for each resolution (i.e. excludes votes withheld).

Resolution	Votes For	%	Votes Against	%	Votes Total	% of ISC voted	Votes Withheld
1. Receive annual report and accounts 2015	365,152,438	100.00	1,313	0.00	365,153,751	78.83	2,503,656
2. Final dividend	366,710,973	100.00	1,349	0.00	366,712,322	79.17	948,085
3. Directors' remuneration report 2015 (excluding Remuneration policy)	287,022,138	78.37	79,194,588	21.63	366,216,726	79.06	1,405,108
4. To elect Paul Waterman	366,154,947	99.86	497,438	0.14	366,652,385	79.16	968,980
5. To re-elect Andrew Duff	360,838,400	98.41	5,817,597	1.59	366,655,997	79.16	997,359
6. To re-elect Brian Taylorson	366,187,365	99.86	506,427	0.14	366,693,792	79.17	966,615
7. To re-elect Nick Salmon	366,149,890	99.86	505,805	0.14	366,655,695	79.16	966,140
8. To re-elect Andrew Christie	363,915,924	99.25	2,742,836	0.75	366,658,760	79.16	964,076
9. To re-elect Steve Good	366,153,011	99.86	503,554	0.14	366,656,565	79.16	965,270
10. To re-elect Anne Hyland	365,439,852	99.68	1,181,718	0.32	366,621,570	79.15	962,693
11. Appoint Deloitte LLP as Auditors	366,091,116	99.85	558,833	0.15	366,649,949	79.16	971,886
12. Auditors' remuneration	365,875,290	99.78	789,248	0.22	366,664,538	79.16	957,297
13. Special dividend	366,671,353	100.00	2,219	0.00	366,673,572	79.16	948,263
14. Authority to allot shares	339,398,018	92.57	27,233,002	7.43	366,631,020	79.15	990,815
15. Authorise political donations	365,129,578	99.59	1,503,629	0.41	366,633,207	79.15	1,028,200
16. Hold general meetings at 14 clear days' notice*	328,291,378	89.56	38,280,932	10.44	366,572,310	79.14	1,050,524
17. Disapply pre-emption rights*	334,912,720	96.18	13,313,599	3.82	348,226,319	75.18	19,435,088
18. Authority to purchase own shares*	363,294,045	99.08	3,363,458	0.92	366,657,503	79.16	964,332

\* Resolutions 16 to 18 were passed as special resolutions.

The Board considers that the percentage of votes cast against or withheld in respect of resolution number 3 (to approve the remuneration report, as shown in the above table) to be significant. The Company has written to major shareholders, representing more than two-thirds of its voting capital, to address the main concerns raised. A number of shareholders accepted an offer to meet with the Chairman or Chairman of the Remuneration Committee. The reasons for the result of the vote on resolution number 3 are understood and the Company will reflect on these concerns in future years.

In accordance with Listing Rule 9.6, copies of the resolutions, designated as being special business, passed at the AGM will be submitted to the National Storage Mechanism and will be available shortly for inspection at: [www.morningstar.co.uk/uk/NSM](http://www.morningstar.co.uk/uk/NSM)

These voting results and the Notice of meeting will also be available on the Company's website at [www.elementisplc.com/investors/agm-information](http://www.elementisplc.com/investors/agm-information) later this afternoon.

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