

Poll Results for AGM 2020.

IMI plc announces that all resolutions were passed by the requisite majorities on a poll at the Company's Annual General Meeting held on Thursday 7 May 2020.

| Resolutions | Votes For | % Votes For ¹ | Votes Against | Total Votes Validly Cast | % of Issued Share Capital Voted ^{1,2,3} | Votes Withheld ² |
|--|-------------|--------------------------|---------------|--------------------------|--|-----------------------------|
| Resolution 1 Receive Annual Report and Accounts | 224,338,113 | 100.00% | 6,327 | 224,344,440 | 82.42 | 4,377,700 |
| Resolution 2 Approve Remuneration Report | 212,702,397 | 93.61% | 14,530,962 | 227,233,359 | 83.48 | 1,488,781 |
| Resolution 3 Re-election of Lord Smith of Kelvin | 212,992,492 | 98.51% | 3,220,501 | 216,212,993 | 79.43 | 12,509,147 |
| Resolution 4 Re-election of Thomas Thune Andersen | 226,377,464 | 98.98% | 2,323,006 | 228,700,470 | 84.02 | 21,670 |
| Resolution 5 Election of Caroline Dowling | 228,450,110 | 99.89% | 255,037 | 228,705,147 | 84.02 | 16,993 |
| Resolution 6 Re-election of Carl-Peter Forster | 225,151,648 | 98.45% | 3,554,806 | 228,706,454 | 84.02 | 15,686 |
| Resolution 7 Re-election of Katie Jackson | 226,392,007 | 98.99% | 2,316,048 | 228,708,055 | 84.02 | 14,085 |
| Resolution 8 Re-election of Isobel Sharp | 226,387,982 | 98.99% | 2,319,452 | 228,707,434 | 84.02 | 14,706 |
| Resolution 9 Re-election of Daniel Shook | 224,855,849 | 98.32% | 3,847,540 | 228,703,389 | 84.02 | 18,751 |
| Resolution 10 Re-election of Roy Twite | 226,553,761 | 99.06% | 2,149,986 | 228,703,747 | 84.02 | 18,393 |
| Resolution 11 Re-appointment of the auditor | 224,589,797 | 98.20% | 4,120,613 | 228,710,410 | 84.02 | 11,730 |
| Resolution 12 Authority to set auditor's remuneration | 228,695,016 | 99.99% | 14,895 | 228,709,911 | 84.02 | 12,229 |
| Resolution 13 Authority to allot shares | 212,400,738 | 92.87% | 16,307,374 | 228,708,112 | 84.02 | 14,028 |
| Resolution 14 Authority to make political donations | 228,294,076 | 99.84% | 362,977 | 228,657,053 | 84.00 | 65,087 |
| Resolution A Authority to allot securities for cash for general financing | 218,304,292 | 95.46% | 10,379,748 | 228,684,040 | 84.01 | 38,100 |
| Resolution B Authority to allot securities for cash for specific financing | 227,534,272 | 99.50% | 1,150,215 | 228,684,487 | 84.01 | 37,653 |
| Resolution C Authority to purchase own shares | 227,352,642 | 99.53% | 1,077,198 | 228,429,840 | 83.92 | 292,300 |
| Resolution D Notice of general meetings | 220,091,716 | 96.23% | 8,610,696 | 228,702,412 | 84.02 | 19,728 |

Notes:

1. The percentages above are rounded to two decimal places.
2. A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes "for" and "against" a resolution.
3. The number of ordinary shares in issue at 6.00 pm on 5 May 2020 (excluding treasury shares) was 272,210,381