**21 September 2023**

**Kainos Group plc**

**(“Kainos” or the “Company”)**

**Voting Result of the 2023 Annual General Meeting (“AGM”)**

At the Company’s AGM, held on 21 September 2023, 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 2023. | 103,224,636  99.88% | 119,239  0.12% | 953,463 |
| 2. | To approve the Directors’ Remuneration Report for the year ended 31 March 2023. | 101,576,620  97.39% | 2,718,458  2.61% | 2,260 |
| 3. | To declare a final dividend of 16.1 pence per ordinary share in respect of the year ended 31 March 2023. | 104,296,180  100.00% | 150  0.00% | 1,008 |
| 4. | To re-elect Mr Richard McCann as a Director of the Company. | 103,125,910  98.88% | 1,169,958  1.12% | 1,470 |
| 5. | To re-elect Mr Andy Malpass as a Director of the Company. | 103,579,384  99.31% | 715,890  0.69% | 2,064 |
| 6. | To re-elect Mr Tom Burnet as a Director of the Company. | 95,528,140  92.69% | 7,533,598  7.31% | 1,235,600 |
| 7. | To re-elect Mrs Katie Davis as a Director of the Company. | 103,383,565  99.13% | 911,709  0.87% | 2,064 |
| 8. | To re-elect Mrs Rosaleen Blair as a Director of the Company. | 103,383,565  99.13% | 911,709  0.87% | 2,064 |
| 9. | To re-appoint KPMG as the Company’s auditor. | 103,343,016  99.09% | 953,214  0.91% | 1,108 |
| 10. | To authorise the Audit Committee to agree the remuneration of the auditor of the Company. | 104,294,514  100.00% | 1,244  0.00% | 1,580 |
| 11. | To authorise the Directors to allot shares. | 103,020,171  98.78% | 1,275,212  1.22% | 1,955 |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **NO.** | **RESOLUTION** | **In Favour** | **Against** | **Withheld** |
| **SPECIAL RESOLUTIONS – 75%** | | | | |
| 12. | To authorise a standard disapplication of pre-emption rights. | 104,281,586  99.99% | 13,524  0.01% | 2,228 |
| 13. | To authorise an additional disapplication of pre-emption rights. | 103,219,902  98.97% | 1,075,533  1.03% | 1,903 |
| 14. | To authorise the repurchase of shares. | 103,297,474  99.08% | 961,507  0.92% | 38,357 |
| 15. | To approve the calling of a general meeting (other than an AGM) on not less than 14 clear days’ notice. | 102,524,629  98.30% | 1,771,541  1.70% | 1,168 |

No other business was conducted at the meeting.