

Keywords Studios plc

2018 Annual General Meeting

Result of AGM

The Annual General Meeting of Keywords Studios plc was held at the offices of MHP Communications, 6 Agar Street, London, WC2N 4HN on 25 May 2018 at 14.30pm.

All 14 resolutions put to members were passed on a poll. Resolutions 1 to 13 were passed as ordinary resolutions and resolution 14 was passed as a special resolution.

The number of votes lodged by proxy for and against each of the resolutions proposed, and the number of votes withheld was as follows:

Resolution	Votes for	%	Votes against	%	Votes withheld
1 To receive the accounts of the Company for the financial year ended 31 December 2017, together with the directors' report, the directors' remuneration report and the auditor's report on those accounts and that part of the directors' remuneration report which is required to be audited.	40,610,141	100.00	0	0.00	0
2 To approve the Directors' Remuneration Report, in the form set out in the Company's Annual Report and Accounts 2017, for the financial year ended 31 December 2017.	40,539,806	99.83	69,254	0.17	1,081
3 That a final dividend for the year ended 31 December 2017 of 0.98 pence per ordinary share of one pence each in the capital of the Company ("Ordinary Share") payable on 22 June 2018 to shareholders who are on the register of members of the Company on 1 June 2018 be declared.	40,610,141	100	0	0.00	0
4 To re-elect Ross Graham as a director of the Company.	40,037,299	98.59	572,842	1.41	0
5 To re-elect David Broderick as a director of the Company.	40,329,174	99.31	280,967	0.69	0
6 To re-elect Andrew Day as a director of the Company.	40,408,968	99.51	200,092	0.49	1,081
7 To re-elect David Reeves as a director of the Company.	40,314,378	99.27	294,682	0.73	1,081
8 To re-elect Giorgio Guastalla as a director of the Company.	28,183,454	69.40	12,425,606	30.60	1,081
9 To elect Georges Fornay as a director of the Company.	40,455,583	99.62	153,477	0.38	1,081
10 To elect Charlotta Ginman as a director of the Company	39,860,966	98.16	747,544	1.84	1,631

11	To appoint BDO as auditor of the Company to hold office until the conclusion of the next general meeting at which the accounts of the Company are laid.	40,046,284	99.49	205,398	0.51	358,459
12	To authorise the directors of the Company to determine the auditor's remuneration for the ensuing year.	40,409,719	99.51	200,422	0.49	0
13	The directors be and they are generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 ("Act"), to exercise all powers of the Company to allot shares in the Company, and grant rights to subscribe for or to convert any security into shares of the Company.	39,943,320	98.36	666,721	1.64	100
14	That the directors of the Company be and are hereby empowered pursuant to section 570 of the Companies Act 2006 (as amended) (the "Act") to allot equity securities.	39,580,528	99.15	340,367	0.85	689,246

As at May 25, 2018, there was 62,988,387 ordinary shares in issue. Shareholders are entitled to one vote per share. Votes withheld are not votes in law and so have not been included in the calculation of the proportion of votes for and against a resolution.