

**Keywords Studios plc**  
**2015 Annual General Meeting**

**Result of AGM**

The Annual General Meeting of Keywords Studios plc was held at the offices of MHP Communications, 60 Great Portland Street, London, W1W 7RT on 1 June 2015 at 11am.

All 12 resolutions put to members were passed on a poll. Resolutions 1 to 11 were passed as ordinary resolutions and resolution 12 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 2014, 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.	20,715,181	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 2014, for the financial year ended 31 December 2013.	20,240,181	97.71	475,000	2.29	0
3 That a final dividend for the year ended 31 December 2014 of 0.74 pence per ordinary share of one pence each in the capital of the Company ("Ordinary Share") payable on 26 June 2014 to shareholders who are on the register of members of the Company on 5 June 2014 be declared.	20,715,181	100.00	0	0.00	0
4 To re-elect Ross Graham as a director of the Company.	20,715,181	100.00	0	0.00	0
5 To re-elect Andrew Lawton as a director of the Company.	20,715,181	100.00	0	0.00	0
6 To re-elect Andrew Day as a director of the Company.	20,715,181	100.00	0	0.00	0
7 To re-elect David Reeves as a director of the Company.	20,715,181	100.00	0	0.00	0
8 To re-elect Giorgio Guastalla as a director of the Company.	20,715,181	100.00	0	0.00	0
9 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.	20,715,181	100.00	0	0.00	0
10 To authorise the directors of the Company to determine the auditor's remuneration for the ensuing year.	20,715,181	100.00	0	0.00	0

Resolution	Votes for	%	Votes against	%	Votes withheld
11 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.	20,415,181	98.55	300,100	1.45	0
12 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.	20,715,181	100.00	0	0.00	0

As at 1 June, there were 47,263,257 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.