

FOR IMMEDIATE RELEASE

17 JANUARY 2024

RESULT OF ANNUAL GENERAL MEETING (“AGM”)

All of the resolutions put to shareholders at the AGM of Diploma PLC (“Diploma” or the “Company”) held today, were passed by poll votes. The full text of each resolution is contained in the Notice of Annual General Meeting, which is available on the Company’s website. The results of the AGM have now been published on the Company’s website at <https://www.diplomapl.com/investors/shareholder-centre/>

The results of the poll incorporating proxy votes lodged in advance of the meeting are set out below (rounded to 2 decimal places).

Summary of Votes Cast

Resolution	Description	For	%	Against	%	Withheld
1	REPORT AND ACCOUNTS	109,791,268	99.86%	149,897	0.14%	191,241
2	FINAL DIVIDEND OF 40.0p	110,106,900	99.98%	25,203	0.02%	303
3	RE-ELECT D.LOWDEN	89,602,546	82.43%	19,100,237	17.57%	1,429,623
4	RE-ELECT JD THOMSON	110,120,595	99.99%	8,089	0.01%	3,722
5	RE-ELECT C.DAVIES	109,709,969	99.62%	418,746	0.38%	3,691
6	RE-ELECT AP SMITH	106,711,904	97.29%	2,972,248	2.71%	448,254
7	RE-ELECT A.THORBURN	105,164,360	95.49%	4,964,322	4.51%	3,724
8	ELECT J.WARD	109,948,013	99.84%	180,671	0.16%	3,722
9	RE-ELECT G.HUSE	107,384,550	97.51%	2,743,763	2.49%	4,093
10	RE-ELECT D.FINCH	107,482,864	97.60%	2,645,074	2.40%	4,468
11	RE-APPOINT AUDITOR	109,948,957	99.84%	176,199	0.16%	7,250
12	REMUNERATION OF AUDITORS	110,123,824	100.00%	4,447	0.00%	4,135
13	REMUNERATION REPORT	103,761,729	94.22%	6,365,795	5.78%	4,882

14	AUTHORITY TO ALLOT SHARES	104,873,867	95.23%	5,254,954	4.77%	3,585
15 (SR)	DISAPPLICATION OF PRE-EMPTION RIGHTS	108,953,871	99.20%	874,159	0.80%	304,376
16 (SR)	FURTHER DISAPPLICATION OF PRE-EMPTION RIGHTS	108,007,226	98.34%	1,820,704	1.66%	304,476
17 (SR)	AUTHORITY TO MAKE MARKET PURCHASES OF ORDINARY SHARES	109,513,523	99.85%	159,814	0.15%	459,069
18 (SR)	DIVIDEND RATIFICATION	109,919,065	100.00%	3,397	0.00%	36,697
19 (SR)	CALL GENERAL MEETINGS	105,602,091	95.89%	4,524,593	4.11%	5,722

Notes:

1. A total of 110,123,824 votes were validly cast.
2. The Company's Issued Share Capital ("ISC") is 134,091,975 ordinary shares of 5p each and the proportion of the ISC represented by those votes validly cast is 82.13%.
3. A vote withheld is not a vote in law and is not counted.

In relation to Resolution 18, HMRC has confirmed that, as set out in Schedule 1 of the Notice of Annual General Meeting:

- a. the full amount of the FY21 Interim Dividend will continue to be treated as a distribution for UK tax purposes, meaning such amount is deemed to have been paid for UK tax purposes as at the date of payment on 16 June 2021; and
- b. the proposed release of claims against shareholders who were recipients of the Relevant Dividend (the "Recipient Shareholders") will not impact the tax treatment of the distribution for Recipient Shareholders who are UK tax resident.

If any UK resident shareholder has any doubts about his or her tax position, he or she should consult with an independent professional advisor.

In accordance with Listing Rule 9.6.1, a copy of the resolutions, other than those concerning ordinary business has been submitted to the National Storage Mechanism and will shortly be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>

Terms used but not defined in this announcement have the meaning set out in the Notice of Annual General Meeting.

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