

Renishaw plc (the "Company")

2022 Annual General Meeting - Voting Results Update Statement

The Board has continued to consider the votes against resolutions 6, the re-election of Sir David McMurtry (29.75%) and 7, the re-election of John Deer (25.86%) (together, the "Founders"), at the 2022 AGM held in November.

Following the 2022 AGM, Sir David Grant, Senior Independent Director, invited our largest institutional shareholders who voted against the resolutions (together holding 54.59%* of the independent shares) and those proxy advisory firms who recommended voting against, to discuss their concerns. Very few responses were received with only one request for a meeting. In addition to the absence of a relationship agreement between the Founders and the Company, the key issue outlined as a matter of concern to some shareholders, related to Board diversity.

In respect of the composition of the Board, the Nomination Committee continues to monitor, and is supportive of, the current structure of the Board believing that it provides the Company with access to significant strategic vision, commercial experience in addition to operational and international expertise. Further, since the consultation, the Board has been progressing the selection process for an independent Non-executive Director, with succession planning and gender/ethnic diversity being key to considerations.

The Board is supportive of shareholder engagement and continues to make itself available to shareholders on request, to understand their views on these and any other significant matters. The Board is also available at each AGM at which shareholders have the opportunity to ask questions in advance of meetings, as well as take part in a question and answer session on the day. Our annual Investor Day provides a further opportunity for investors to engage with the Board. In addition, as part of the Company's results webcasts, Q&A sessions continue to be held with executive Board members, most recently the Company's half-year results event which was attended by the Chief Executive and Group Finance Director.

Karen Atterbury
Interim Company Secretary
16 May 2023

** Based on holdings as at 31 March 2023 obtained from a shareholder register analysis provided by the Company's corporate broker.*

Renishaw plc
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