



28 January 2016

ITE Group Plc (the 'Company')

**ANNOUNCEMENT OF RESULTS OF AGM**

The Annual General Meeting of ITE Group plc was held at 12 noon on Thursday 28 January 2016. All resolutions were passed on a show of hands at the meeting.

The results of the proxy votes received in advance of the meeting are reported below:

<b>Resolution</b>	<b>For*</b>	<b>Against</b>	<b>Votes Withheld**</b>
1. Receive the Report and Accounts 2015.	202,401,777	1,114	385,100
2. Declaration of final dividend.	202,402,891	0	385,100
3. Re-election of Sharon Baylay as a Director.	202,401,891	1,000	385,100
4. Re-election of Neil England as a Director.	202,402,891	0	385,100
5. Re-election of Linda Jenson as a Director.	202,401,891	1,000	385,100
6. Re-election of Stephen Puckett as a Director.	202,123,677	279,214	385,100
7. Re-election of Marco Sodi as a Director.	202,291,576	111,315	385,100
8. Re-election of Russell Taylor as a Director.	202,401,777	1,114	385,100
9. Re-appointment of Deloitte LLP as auditors of the Company.	198,688,607	3,701,961	397,423
10. Authorise the Directors to determine the auditors' remuneration.	202,390,257	311	397,423
11. Approve the Directors' Remuneration Report for the year ended 30 September 2014.	202,113,952	283,253	390,786
12. Renew the Directors' authority to allot shares.	193,528,756	8,868,449	390,786
13. To authorise the Board to implement a SCRIP Dividend Programme	202,396,105	1,100	390,786
14. To disapply pre-emption rights in certain circumstances.	178,284,927	24,112,134	390,930
15. To disapply pre-emption rights in respect of an allotment of equity securities in connection with an acquisition or specified capital investment.	162,088,992	30,993,798	9,705,201

16. Renew the Company's authority to make market purchase of its own shares.	202,398,785	3,411	385,795
17. Authorise General Meetings (other than AGMs) on not less than 14 clear days' notice.	165,908,577	36,494,313	385,100

**The Company's issued share capital at 26 January 2016 was 256,973,631 ordinary shares. Proxy appointments appointing the Chairman of the meeting were received from shareholders of 202,787,991 shares representing 78.91% of the issued share capital.**

**\* Includes those votes giving the Chairman discretion**

**\*\* A 'vote withheld' is not a vote in law and is not counted towards the votes cast 'for' or 'against' a resolution.**

A copy of the resolutions passed as special business at the AGM has been submitted to the National Storage Mechanism and will shortly be available to inspection at [www.hemscott.com/nsm.do](http://www.hemscott.com/nsm.do)

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