

ITE Group plc (the 'Company')

Announcement of Results of Annual General Meeting

The Annual General Meeting of ITE Group plc was held at 12 noon on Thursday 26 January 2017. 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:

Resolution	For*	Against	Votes Withheld**
1. Receive the Report and Accounts 2016.	212,483,157	0	0
2. Declaration of final dividend.	212,483,157	0	0
3. Elect Mark Shashoua as a Director.	212,340,223	142,934	0
4. Elect Andrew Beach as a Director.	212,340,223	142,934	0
5. Re-election of Sharon Baylay as a Director.	212,305,202	177,955	0
6. Re-election of Neil England as a Director.	212,360,088	123,069	0
7. Re-election of Linda Jensen as a Director.	212,305,202	177,955	0
8. Re-election of Stephen Puckett as a Director.	212,305,088	178,069	0
9. Re-election of Marco Sodi as a Director.	212,298,418	183,625	1,114
10. Re-appointment of Deloitte LLP as auditors of the Company.	202,693,035	9,790,122	0
11. Authorise the Directors to determine the auditors' remuneration.	212,483,157	0	0
12. Approve the Directors' Remuneration Policy.	200,874,434	6,812,667	4,796,056
13. Approve the Directors' Remuneration Report.	211,909,377	516,008	57,772
14. Authorise the Directors to allot relevant securities.	202,540,066	9,941,426	1,665
15. To disapply pre-emption rights in certain circumstances.	212,472,371	2,100	8,686

16. To disapply pre-emption rights in respect of an allotment of equity securities in connection with an acquisition or specified capital investment.	177,488,990	34,985,481	8,686
17. Renew the Company's authority to make market purchase of its own shares.	212,430,678	52,479	0
18. Authorise General Meetings (other than AGMs) on not less than 14 clear days' notice.	174,082,845	38,400,312	0

* 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.

The Company's issued share capital at 24 January 2017 was 264,439,052 ordinary shares. Proxy appointments appointing the Chairman of the meeting were received from shareholders of 212,483,157 shares representing 80.35% of the issued share capital.

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

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