



Vectura Group plc

Results of the Annual General Meeting held on 25 May 2017 at the offices of Clifford Chance LLP, 10 Upper Bank Street, London E14 5JJ.

	Resolution	Votes for	% of votes cast	Votes against	% of votes cast	Votes withheld*
1	To receive the Company's Report and Accounts for the nine months ended 31 December 2016 including the independent auditor's report	539,565,737	97.43	14,208,182	2.57	29,991
2	To approve the Directors' Remuneration Policy	518,828,772	96.56	18,505,659	3.44	16,469,480
3	To receive and approve the Directors' Remuneration Report for the nine months ended 31 December 2016 (excluding the Remuneration Policy)	522,296,809	95.78	23,001,558	4.22	8,505,545
4	To re-elect Dr P Andersson	550,427,165	99.40	3,296,566	0.60	80,182
5	To re-elect Bruno Angelici	545,863,232	98.64	7,504,313	1.36	436,369
6	To re-elect Frank Condella	521,328,310	94.15	32,395,663	5.85	79,942
7	To re-elect Andrew Derodra	545,489,090	98.51	8,223,282	1.49	91,544
8	To re-elect Dr Susan Foden	526,562,922	98.10	10,219,297	1.90	17,021,698
9	To re-elect James Ward-Lilley	548,000,029	98.97	5,712,651	1.03	91,238
10	To re-elect Neil Warner	552,862,847	99.84	861,229	0.16	79,843
11	To re-elect Dr Thomas Werner	553,222,872	99.91	490,055	0.09	90,993
12	To appoint KPMG LLP as the Company's Auditor	553,609,848	99.97	166,125	0.03	27,948
13	To authorise the Audit Committee to determine the auditor's remuneration	553,687,129	99.98	109,800	0.02	6,993
14	To authorise political donations and expenditure	532,550,792	96.17	21,184,033	3.83	68,757
15	To authorise the Directors to allot shares in the Company pursuant to section 551 of the Companies Act 2006	537,069,120	96.99	16,680,629	3.01	35,688
16	To approve the Rules of the Deferred Share Bonus Plan	543,417,948	98.13	10,331,467	1.87	54,510
17	To authorise the disapplication of pre-emption rights	547,458,293	98.87	6,284,433	1.13	61,200
18	To authorise the disapplication of pre-emption rights in relation to an acquisition or other capital investment	507,736,477	91.69	46,006,450	8.31	61,000
19	To authorise market purchases of the Company's own shares	544,461,196	98.31	9,334,145	1.69	8,587
20	To authorise the calling of any general meetings of the Company other than an Annual General Meeting by notice of at least 14 clear days	546,503,889	98.68	7,297,055	1.32	2,537

*NB: The percentage of votes cast for and against excludes withheld votes.