

Declaration of votes at Annual General Meeting of John Wood Group PLC

At the Annual General Meeting of John Wood Group PLC held on 11 May 2023, all resolutions put to shareholders were passed on a poll with the required majorities. The full text of each resolution is contained in the Notice of Annual General Meeting.

Issued share capital at meeting date: 691,839,369 Number of votes per share: 1 vote per share.

Resolutions 19 to 22 were considered and passed as Special Resolutions.

The final vote received in respect of each resolution was as follows:

	Resolutions	Votes For (Including Discretionary)	%	Votes Against	%	Total Votes (excluding Votes Withheld)	Votes Withheld *	% of Issued Share Capital Voted **
1	Report & accounts	463,704,900	99.98%	73,563	0.02%	463,778,463	1,034,633	67.04%
2	Remuneration report	355,501,006	76.98%	106,323,283	23.02%	461,824,289	2,988,807	66.75%
3	Remuneration policy	443,012,707	95.38%	21,459,521	4.62%	464,472,228	340,868	67.14%
4	Re-elect Roy A Franklin	440,391,598	94.85%	23,933,447	5.15%	464,325,045	488,051	67.11%
5	Re-elect Birgitte Brinch Madsen	455,122,107	98.02%	9,199,249	1.98%	464,321,356	491,740	67.11%
6	Re-elect Jacqui Ferguson	454,539,591	97.89%	9,781,670	2.11%	464,321,261	491,835	67.11%
7	Re-elect Adrian Marsh	455,095,660	98.02%	9,204,825	1.98%	464,300,485	512,611	67.11%
8	Re-elect Nigel Mills	455,103,262	98.02%	9,206,707	1.98%	464,309,969	503,127	67.11%
9	Re-elect Brenda Reichelderfer	455,074,114	98.01%	9,255,303	1.99%	464,329,417	483,679	67.12%
10	Re-elect Susan Steele	455,158,827	98.02%	9,209,134	1.98%	464,367,961	445,135	67.12%
11	Re-elect David Kemp	459,994,544	99.03%	4,494,595	0.97%	464,489,139	323,957	67.14%
12	Elect Ken Gilmartin	462,578,118	99.57%	1,980,454	0.43%	464,558,572	254,524	67.15%
13	Re-appointment of KPMG LLC as auditors	462,989,490	99.69%	1,461,696	0.31%	464,451,186	361,910	67.13%
14	Authorisation of auditors' remuneration	464,299,331	99.95%	250,873	0.05%	464,550,204	262,892	67.15%
15	To authorise the Company and its subsidiaries to make political donations and incur political expenditure	445,191,630	95.84%	19,324,819	4.16%	464,516,449	296,647	67.14%
16	Authority to allot shares	458,426,016	98.68%	6,123,411	1.32%	464,549,427	263,669	67.15%
17	Wood Discretionary Share Plan	445,090,116	95.81%	19,482,592	4.19%	464,572,708	240,388	67.15%
18	Wood Employee Share Plan	463,984,443	99.86%	636,326	0.14%	464,620,769	192,327	67.16%
19	Disapply pre-emption rights	455,061,275	98.04%	9,107,469	1.96%	464,168,744	644,352	67.09%
20	Disapply pre-emption rights for acquisitions and other capital investment	454,414,926	97.87%	9,869,806	2.13%	464,284,732	528,364	67.11%
21	Authority to purchase own shares	462,526,415	99.58%	1,957,599	0.42%	464,484,014	329,082	67.14%
22	Notice of general meetings	447,251,584	96.26%	17,399,038	3.74%	464,650,622	162,474	67.16%

* A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes 'For' or 'Against' a resolution.

** Votes withheld are excluded from the percentage of issued share capital voted calculation

In accordance with LR 9.6.2, those resolutions passed at today's AGM which are required to be made available for inspection will shortly be available to view at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

While the Board is pleased that all resolutions were carried, we note that Resolution 2 regarding the Remuneration Report gained support of 76.98% in favour. The Board is committed to open and transparent dialogue with shareholders and will continue to engage with them to understand their views regarding this Resolution. In accordance with the UK Corporate Governance Code, we will publish a further statement detailing the outcome of our shareholder engagement in relation to the above resolution, including any actions taken as a result, within six months of the 2023 Annual General Meeting.