

SMITHS GROUP PLC**RESULT OF AGM**

Smiths Group plc (the 'Company') announces that a poll was held on each of the resolutions proposed at the Annual General Meeting ('AGM') on 14 November 2017. The results of the poll are:

	Resolutions	Votes For	% For	Votes Against	% Against	Votes cast as % of Issued Share Capital	Votes withheld
		<i>Shares</i>		<i>Shares</i>			<i>Shares</i>
1	Receive Annual Report	292,833,713	99.53	1,394,233	0.47	74.35%	559,819
2	Approval of Remuneration Report	277,476,524	98.14	5,256,419	1.86	71.45%	12,054,822
3	Approval of Dividend	294,580,934	99.99	21,788	0.01	74.45%	185,043
4	Re-election of Bruno Angelici	294,485,160	99.96	115,610	0.04	74.45%	186,995
5	Re-election of Sir George Buckley	279,882,731	95.28	13,864,277	4.72	74.23%	1,040,757
6	Re-election of Tanya Fratto	293,992,814	99.79	605,404	0.21	74.45%	189,547
7	Re-election of Anne Quinn	293,780,400	99.72	821,684	0.28	74.45%	185,681
8	Re-election of Bill Seeger	292,813,770	99.39	1,789,918	0.61	74.45%	184,077
9	Re-election of Mark Seligman	294,445,590	99.95	147,431	0.05	74.44%	194,744
10	Re-election of Andy Reynolds Smith	294,554,614	99.98	46,276	0.02	74.45%	186,875
11	Re-election of Sir Kevin Tebbit	281,340,738	95.95	11,883,998	4.05	74.10%	1,563,029
12	Election of Noel Tata	253,031,314	86.03	41,085,424	13.97	74.32%	671,027
13	Reappointment of PwC as auditors	289,448,261	98.25	5,152,139	1.75	74.45%	187,365
14	Auditors' remuneration	294,304,535	99.91	278,561	0.09	74.44%	204,669
15	Authority to allot shares	276,211,736	93.76	18,389,325	6.24	74.45%	186,704
16	Disapplication of pre-emption rights	285,699,047	98.77	3,558,429	1.23	73.10%	5,530,289
17	Additional disapplication of pre-emption rights (acquisitions and capital investment)	270,697,006	93.58	18,560,021	6.42	73.10%	5,530,738
18	Market purchase of shares	291,802,449	99.12	2,602,459	0.88	74.40%	382,857
19	Notice period for general meetings	282,421,382	95.87	12,179,776	4.13	74.45%	186,607
20	Political donations	283,931,534	96.41	10,567,198	3.59	74.42%	289,033
21	Update to Articles of Association	291,650,034	99.73	783,954	0.27	73.90%	2,353,777

As at 12 November 2017 the Issued Share Capital of the Company was 395,725,866 ordinary shares of 37.5p.

Shareholders are entitled to one vote per share. Votes withheld are not a vote in law and are therefore not counted in the calculation of the percentages of the votes cast for and against a resolution. Where

shareholders appointed the Chairman as their proxy with discretion as to voting, their votes were cast in favour of the resolutions and their shares have been included in the “votes for” column.

Resolutions 1 to 15 and 20 were passed as ordinary resolutions and resolutions 6 to 19 and 21 were passed as special resolutions.

In accordance with Listing Rule 9.6.2 copies of the resolutions (other than those resolutions comprising ordinary business) passed by the Company at its AGM have been uploaded to the National Storage Mechanism and will shortly be available for inspection at <http://www.morningstar.co.uk/uk/NSM>

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