



LUXFER

2022 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Wednesday, June 8, 2022, 2:00 PM BST
Manchester, England



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Voting Summary



As of Close of Voting at 4:59 AM BST

RESOLUTION 1

To elect Andy Butcher as a Director of the Company.

For	Against	Abstain	Total Votes Cast	Non-Votes
24,445,137	10,560	1,863	26,003,888	1,546,328
99.95%	0.04%	0.01%	92.09%	

Ordinary Resolution: The Board recommends a vote “FOR” Resolution 1

RESOLUTION 2



To elect Patrick Mullen as a Director of the Company.

For	Against	Abstain	Total Votes Cast	Non-Votes
24,326,221	129,478	1,861	26,003,888	1,546,328
99.46%	0.53%	0.01%	92.09%	

Ordinary Resolution: The Board recommends a vote “FOR” Resolution 2

RESOLUTION 3



To re-elect Clive Snowdon as a Director of the Company.

For	Against	Abstain	Total Votes Cast	Non-Votes
20,414,990	4,040,741	1,829	26,003,888	1,546,328
83.47%	16.52%	0.01%	92.09%	

Ordinary Resolution: The Board recommends a vote “FOR” Resolution 3

RESOLUTION 4



To re-elect Richard Hipple as a Director of the Company.

For	Against	Abstain	Total Votes Cast	Non-Votes
26,003,888	1,309,424	1,405	26,003,888	1,546,328
94.64%	5.35%	0.01%	92.09%	

Ordinary Resolution: The Board recommends a vote “FOR” Resolution 4

RESOLUTION 5



To re-elect Lisa Trimberger as a Director of the Company.

For	Against	Abstain	Total Votes Cast	Non-Votes
23,901,824	551,756	3,980	26,003,888	1,546,328
97.72%	2.26%	0.02%	92.09%	

Ordinary Resolution: The Board recommends a vote “FOR” Resolution 5

RESOLUTION 6

To approve the Directors’ Remuneration Report for the year ended December 31, 2021.

For	Against	Abstain	Total Votes Cast	Non-Votes
23,442,783	1,007,807	6,970	26,003,888	1,546,328
95.85%	4.12%	0.03%	92.09%	

Ordinary Resolution: The Board recommends a vote “FOR” Resolution 6

RESOLUTION 7

To approve the compensation of the Company’s Named Executive Officers.

For	Against	Abstain	Total Votes Cast	Non-Votes
23,175,982	1,273,459	8,119	26,003,888	1,546,328
94.76%	5.21%	0.03%	92.09%	

Ordinary Resolution: The Board recommends a vote “FOR” Resolution 7

RESOLUTION 8

To approve the frequency of “Say-On-Pay” votes.

Every 1 Year	Every 2 Years	Every 3 Years	Abstain	Total Votes Cast	Non-Votes
24,367,867	7,669	75,859	6,165	26,003,888	1,546,328
99.63%	0.03%	.31%	0.03%	92.09%	

Ordinary Resolution: The Board recommends a vote of “EVERY 1 YEAR”

RESOLUTION 9

To ratify the re-appointment of PricewaterhouseCoopers LLP as the Independent Auditor of the Company until conclusion of the 2023 Annual General Meeting.

For	Against	Abstain	Total Votes Cast	Non-Votes
26,003,888	11,886	11,886	26,003,888	-
99.92%	0.05%	0.03%	92.09%	

Ordinary Resolution: The Board recommends a vote “FOR” Resolution 9

RESOLUTION 10

To authorize the Audit Committee of the Board of Directors to set the Independent Auditor’s remuneration.

For	Against	Abstain	Total Votes Cast	Non-Votes
25,982,089	20,750	1,049	26,003,888	-
99.92%	0.08%	0.001%	92.09%	-

Ordinary Resolution: The Board recommends a vote “FOR” Resolution 10

RESOLUTION 11

To approve the Company’s amended and restated Long-Term Umbrella Incentive Plan.

For	Against	Abstain	Total Votes Cast	Non-Votes
26,003,888	1,341,237	12,297	26,003,888	1,546,328
94.47%	5.48%	0.05%	92.09%	

Ordinary Resolution: The Board recommends a vote “FOR” Resolution 11

RESOLUTION 12

To approve the Company’s amended and restated Non-Executive Directors Equity Incentive Plan.

For	Against	Abstain	Total Votes Cast	Non-Votes
23,112,041	1,331,645	13,874	26,003,888	1,546,328
94.50%	5.44%	0.06%	92.09%	

Ordinary Resolution: The Board recommends a vote “FOR” Resolution 12

RESOLUTION 13

To approve a reduction of approximately £76.183 million in the Company’s issued share capital by cancelling and extinguishing all issued Deferred Shares, and, of the amount by which the share capital is reduced, an aggregate sum of £76,180 be repaid to the holders of Deferred Shares (pro rata to their holdings) and the remaining amount be credited to the Company’s reserves.

For	Against	Abstain	Total Votes Cast	Non-Votes
25,972,239	17,500	14,149	26,003,888	-
99.88%	0.07%	0.05%	92.09%	-

Special Resolution: The Board recommends a vote “FOR” Resolution 13

RESOLUTION 14

Subject to Resolution 13 being duly passed as a special resolution and the capital reduction described therein taking effect, to approve amendment of the Company’s Articles of Association by deleting Article 5.2 and the definition of “Deferred Shares” set forth in Article 2.1.

For	Against	Abstain	Total Votes Cast	Non-Votes
25,985,088	12,524	6,276	26,003,888	-
99.93%	0.05%	0.02%	92.09%	-

Special Resolution: The Board recommends a vote “FOR” Resolution 14



***Thank you for your attendance
and interest in Luxfer***



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