RNS Number : 4789T
Darktrace PLC
24 November 2021

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DARKTRACE PLC
("Darktrace")

Results of Annual General Meeting

Darktrace announces the results of its annual general meeting ("AGM") held at the offices of Latham & Watkins, 99 Bishopsgate Street, London EC2M 3XF on 24 November 2021 at 9.00 a.m. (London time).

Voting on all of the resolutions was conducted on a poll. All of the resolutions were passed.

A copy of the resolutions passed at the AGM will be submitted to the National Storage Mechanism in accordance with Listing Rules 9.6.2R and 9.6.3R, and will be available in due course for inspection at https://data.fca.org.uk/#/nsm/nationalstoragemechanism.

As of today's date, Darktrace has 699,011,705 ordinary shares in issue. The results of the poll, incorporating proxy votes duly lodged prior to the meeting, are set out below and will also shortly be available on Darktrace's website at www.darktrace.com.

	Ordinary Resolutions	Votes for	% of votes cast for	Votes Against	% of votes cast against	Total votes cast	Total votes cast as % of ISC	Votes withheld[1]
1.	To receive the annual reports and accounts	318,783,134	100.00	1,507	0.00	318,784,641	45.61%	75,432
2.	To re-appoint Grant Thornton UK LLP as auditor of Darktrace until the next annual general meeting	313,031,147	98.21	5,716,669	1.79	318,747,816	45.60%	112,257
3.	To authorise the Directors' to determine the remuneration of the auditors	317,828,141	99.70	956,313	0.30	318,784,454	45.61%	75,619
4.	To re-elect Gordon Hurst as a director	312,246,647	97.95	6,534,768	2.05	318,781,415	45.60%	78,658
5.	To re-elect Poppy Gustafsson as a director	296,234,059	92.93	22,547,206	7.07	318,781,265	45.60%	78,808
6.	To re-elect Catherine Graham as a director	305,983,654	95.98	12,800,111	4.02	318,783,765	45.60%	76,308
7.	To re-elect Vanessa Colomar as a director	300,805,046	94.36	17,978,769	5.64	318,783,815	45.60%	76,258
8.	To re-elect Stephen Shanley as a director	300,810,966	94.36	17,972,849	5.64	318,783,815	45.60%	76,258
9.	To re-elect Johannes Sikkens as a director	300,552,339	94.28	18,231,476	5.72	318,783,815	45.60%	76,258

10.	To re-elect Lord Willetts as a director	313,890,480	98.58	4,531,842	1.42	318,422,322	45.55%	437,751
11.	To re-elect Paul Harrison as a director	318,779,568	100.00	1,747	0.00	318,781,315	45.60%	78,758
12.	To re-elect Sir Peter Bonfield CBE, FREng, as a director	318,771,569	99.99	18,394	0.01	318,789,963	45.61%	70,110
13.	To authorise the Directors to allot relevant securities	315,830,558	99.07	2,960,796	0.93	318,791,354	45.61%	68,719
14.	To approve the Report of the Remuneration Committee and Annual Report on Remuneration	314,099,015	99.87	394,546	0.13	314,493,561	44.99%	4,366,512
15.	To approve the Report of the Remuneration Committee (including the Remuneration Policy)	318,389,408	99.88	393,082	0.12	318,782,490	45.60%	77,583
16.	To authorise political donations and political expenditures	294,347,874	92.33	24,445,340	7.67	318,793,214	45.61%	66,859
	Special Resolutions	**Votes for**	% of votes cast for	Votes against	% of votes cast against	**Total votes cast**	Total votes cast as % of ISC	Votes withheld *(1)*
17.	To authorise the Directors to disapply pre-emption rights	308,979,372	96.92	9,816,023	3.08	318,795,395	45.61%	64,678
18.	To authorise the Directors to disapply pre-emption rights for acquisitions and other capital investment	305,470,623	95.82	13,316,289	4.18	318,786,912	45.61%	73,161
19.	To authorise the Directors to purchase Darktrace's own shares	309,118,522	96.99	9,592,851	3.01	318,711,373	45.59%	148,700
20.	To authorise Darktrace to hold general meetings, other than annual general meetings, on not less than 14 clear days' notice.	308,550,083	99.85	471,133	0.15	309,021,216	44.21%	9,838,857

(1) *A 'vote withheld' in respect of any resolution is not a vote in law and is not counted in the calculation of the proportion of the votes for and against it.*

Contact:

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