

26 June 2019

Air Partner plc

Results of voting at the Annual General Meeting held on 26 June 2019

All resolutions put to the Annual General Meeting held at 11:00am today were duly passed. All resolutions were voted on by way of a poll and the results of the poll for each resolution are shown below:

Resolution	For ¹	% of votes cast	Against	% of votes cast	Withheld ²
Ordinary resolutions					
1.To receive the Company's audited financial statements and the Auditors' and Directors' Reports for the year ended 31 January 2019	12,201,036	94.42	720,646	5.58	2,454
2.To approve the Directors' Remuneration Report in the form set out in the Company's Annual Report and Accounts for the year ended 31 January 2019 (see Notice)	12,841,470	99.58	54,527	0.42	28,139
3.To approve the Directors' remuneration policy, as set out on pages 60 to 70 of the Directors' Remuneration Report (see Notice)	12,566,645	97.45	329,352	2.55	28,139
4.That the final dividend recommended by the Directors of 3.85p per ordinary share for the financial year ended 31 January 2019 be declared payable (see Notice)	12,921,682	100	0	0.00	2,454
5.To re-elect Mark Briffa as a Director of the Company	12,884,305	99.81	24,692	0.19	15,139
6.To re-elect Richard Jackson as a Director of the Company	12,908,997	100	0	0.00	15,139
7.To re-elect Amanda Wills as a Director of the Company	12,907,997	99.99	1,000	0.01	15,139
8.To elect Joanne Estell, appointed to the Board since the last AGM, as a Director of the Company	12,905,997	99.98	2,000	0.02	16,139
9.To elect Ed Warner, appointed by the Board since the last AGM, as a Director of the Company	12,905,997	99.98	2,000	0.02	16,139
10.To elect Paul Dollman, appointed by the Board since the last AGM, as a Director of the Company	12,905,997	99.98	2,000	0.02	16,139
11.To appoint PricewaterhouseCoopers LLP as the Company's auditors to hold office from the conclusion of this AGM until the next AGM (see Notice)	12,905,741	99.95	5,941	0.05	12,454
12.To authorise the Audit and Risk Committee of the Company to	12,886,990	99.81	24,692	0.19	12,454

determine the remuneration of the auditors					
13.To authorise the Board to exercise all the powers of the Company to allot shares in the Company and to convert any security into shares (see Notice)	12,884,090	99.79	27,592	0.21	12,454
14.That the restriction on the authorised share capital of the Company, treated as a provision of the Company's Articles of Association, is hereby revoked and deleted (see Notice)	12,879,084	99.77	29,598	0.23	15,454
15.[<i>withdrawn</i>]					
Special resolutions					
16.That the board be authorised to allot equity securities for cash under the authority given by resolution 13 and to sell ordinary shares held by the Company (see Notice)	12,868,299	99.66	43,383	0.34	12,454
17.That the Board be authorised to allot equity securities for cash or to sell ordinary shares held by the Company as treasury shares for cash (see Notice)	12,862,399	99.62	49,283	0.38	12,454
18.That the Company be authorised to make market purchases of ordinary shares of 1p each in the capital of the Company (see Notice)	12,876,062	99.65	45,620	0.35	2,454
19.That a general meeting of the Company other than an AGM may be called on not less than 14 clear days' notice (see Notice)	12,869,990	99.60	51,692	0.40	2,454

Notes:

1. Any proxy appointments which gave discretion to the Chairman of the Meeting have been included in the "For" total.

2. A vote withheld is not a vote in law and is not counted in the calculation of the votes "For" or "Against" a resolution.

As at 24 June 2019, there were 52,290,943 Air Partner plc ordinary shares of 1 pence each in issue. Ordinary shareholders are entitled to one vote per ordinary share held.

The total votes cast, both by proxy and poll, including votes withheld, amount to 24.72% of the issued share capital.

Resolutions 1 to 14 were passed as ordinary resolutions and resolutions 16 to 19 were passed as special resolutions.

The full text of each of the resolutions is set out in the Notice of Annual General Meeting which is available on the Air Partner plc website at www.airpartner.com/investors.