

HAYS PLC

ANNUAL GENERAL MEETING 2016

RESULTS OF THE POLL

Hays plc held its twenty ninth Annual General Meeting today, 9 November 2016, at the offices of UBS, 5 Broadgate, London, EC2M 2QS at 12 noon. All resolutions were duly passed on a poll. The results are shown below.

The 'For' vote includes those giving the Chairman discretion. Votes withheld are not votes in law and therefore have not been counted in the calculation of the percentage of votes for or against a resolution.

The issued share capital (ISC) at the close of business on 7 November 2016 was 1,464,096,566 (1,442,535,578 excluding shares held in Treasury).

POLL RESULTS

The results of the poll are as follows:

| Resolution  | Votes For     |        | Votes Against |      | Votes Total   |        | Votes Withheld |
|---|---------------|--------|---------------|------|---------------|--------|----------------|
|   | No.           | %      | No.           | %    | No.           | % ISC  | No.            |
| 1. To receive and adopt the Directors' and Auditor's Reports and the financial statements for the year ended 30 June 2016 | 1,147,118,840 | 98.96  | 12,094,881    | 1.04 | 1,159,213,721 | 80.36% | 93,559         |
| 2. To approve the Directors' Remuneration Report  | 1,121,184,706 | 96.72  | 38,040,863    | 3.28 | 1,159,225,569 | 80.36% | 81,710         |
| 3. To declare a final dividend for the year ended 30 June 2016  | 1,159,279,147 | 100.00 | 3,833         | 0.00 | 1,159,282,980 | 80.36% | 24,300         |
| 4. To re-elect Alan Thomson as a director of the Company  | 1,075,286,841 | 97.75  | 24,757,687    | 2.25 | 1,100,044,528 | 76.26% | 59,262,751     |
| 5. To re-elect Alistair Cox as a director of the Company  | 1,159,179,899 | 99.99  | 82,590        | 0.01 | 1,159,262,489 | 80.36% | 44,791         |
| 6. To re-elect Paul Venables as a director of the Company   | 1,159,168,942 | 99.99  | 87,747        | 0.01 | 1,159,256,689 | 80.36% | 50,591         |
| 7. To re-elect Paul Harrison as a director of the Company   | 1,134,334,109 | 97.85  | 24,937,179    | 2.15 | 1,159,271,288 | 80.36% | 35,991         |
| 8. To re-elect Victoria Jarman as a director of the Company   | 1,155,973,736 | 99.72  | 3,300,752     | 0.28 | 1,159,274,488 | 80.36% | 32,791         |
| 9. To re-elect Torsten Kreindl as a director of the Company   | 1,154,021,438 | 99.55  | 5,252,106     | 0.45 | 1,159,273,544 | 80.36% | 33,736         |
| 10. To re-elect Pippa Wicks as a director of the Company  | 1,153,958,043 | 99.54  | 5,314,246     | 0.46 | 1,159,272,289 | 80.36% | 34,991         |
| 11. To re-elect Peter Williams as a director of   | 1,157,986,049 | 99.89  | 1,279,640     | 0.11 | 1,159,265,689 | 80.36% | 41,591         |

| Resolution   | Votes For     |       | Votes Against |      | Votes Total   |        | Votes Withheld |
|--|---------------|-------|---------------|------|---------------|--------|----------------|
|  | No.           | %     | No.           | %    | No.           | % ISC  | No.            |
| the Company  |               |       |               |      |               |        |                |
| 12. To elect MT Rainey as a director of the Company                            | 1,154,568,643 | 99.60 | 4,693,842     | 0.40 | 1,159,262,485 | 80.36% | 44,795         |
| 13. To appoint PwC LLP as auditor of the Company                               | 1,155,442,246 | 99.67 | 3,831,311     | 0.33 | 1,159,273,557 | 80.36% | 33,723         |
| 14. To authorise the directors to determine the auditor's remuneration         | 1,151,271,097 | 99.31 | 7,980,083     | 0.69 | 1,159,251,180 | 80.36% | 56,100         |
| 15. To authorise the Company to make political donations                       | 1,101,275,959 | 95.03 | 57,643,282    | 4.97 | 1,158,919,241 | 80.34% | 388,039        |
| 16. To authorise the directors to allot Ordinary shares in the Company         | 1,111,041,613 | 95.84 | 48,220,315    | 4.16 | 1,159,261,928 | 80.36% | 45,352         |
| 17. To authorise the directors to disapply pre-emption rights *                | 1,158,423,070 | 99.93 | 817,263       | 0.07 | 1,159,240,333 | 80.36% | 66,947         |
| 18. To authorise the Company to purchase its own shares *                      | 1,145,456,262 | 98.81 | 13,815,731    | 1.19 | 1,159,271,993 | 80.36% | 35,286         |
| 19. To authorise the calling of a general meeting with 14 clear days' notice * | 1,077,205,173 | 92.92 | 82,043,105    | 7.08 | 1,159,248,278 | 80.36% | 59,001         |
| 20. To authorise the directors to approve the DAB                              | 1,152,141,508 | 99.48 | 5,994,003     | 0.52 | 1,158,135,511 | 80.28% | 1,171,769      |
| 21. To authorise the directors to approve the US ESPP                          | 1,155,199,899 | 99.75 | 2,948,261     | 0.25 | 1,158,148,160 | 80.29% | 1,159,120      |

Special resolutions are indicated by an asterisk.

The full text of each of the resolutions is set out in the Notice of Annual General Meeting, which is available at [haysplc.com/investors/shareholder-services/agm](http://haysplc.com/investors/shareholder-services/agm).

In accordance with UK Listing Rule 9.6.2R, copies of the resolutions other than those concerning ordinary business passed at the Annual General Meeting have been submitted to the National Storage Mechanism and will shortly be available for inspection at [morningstar.co.uk](http://morningstar.co.uk).

Chris Winters  
Deputy Company Secretary

9 November 2016