

SThree plc
 (“SThree” or the “Group”)

Result of Annual General Meeting

The Annual General Meeting of SThree plc was held on Thursday 26 April 2018 at 8th Floor City Place, 55 Basinghall Street, London, EC2V 5DX at 11.30am.
 All resolutions proposed at the meeting were passed by way of a poll and a summary of the voting, including proxy votes, is as follows:

Resolution	Votes For	%	Votes Against	%	Votes Withheld	Total
1 Approval of the Report and Accounts	80,879,406	100	0	0	59,938	80,879,406
2 Payment of Final Dividend	80,932,611	99.99	6,360	0.01	373	80,938,971
3 Approval of Directors’ Remuneration Report	71,374,901	95.90	3,055,182	4.10	6,509,260	74,430,083
4 Re-Election of Gary Elden	80,867,320	99.91	71,651	0.09	373	80,938,971
5 Re-Election of Alex Smith	79,777,350	98.56	1,161,621	1.44	372	80,938,971
6 Re-Election of Justin Hughes	80,770,907	99.79	168,064	0.21	373	80,938,971
7 Re-Election of Anne Fahy	80,740,299	99.75	198,672	0.25	373	80,938,971
8 Election of James Bilefield	80,891,327	99.94	47,644	0.06	373	80,938,971
9 Election of Barrie Brien	80,928,099	99.99	10,872	0.01	373	80,938,971
10 Re-Election of Denise Collis	80,738,157	99.75	200,814	0.25	373	80,938,971
11 Re-Appointment of Auditors	74,364,101	91.88	6,574,672	8.12	570	80,938,773
12 Directors’ Authority to agree Auditor’s Remuneration	80,927,504	99.99	11,466	0.01	373	80,938,970
13 Political Donations	77,097,931	95.57	3,576,740	4.43	264,673	80,674,671
14 Authority to offer new Minority Interests and renewal of 5-year authority	77,551,687	95.89	3,321,799	4.11	65,857	80,873,486
15 Approval of the SAYE Scheme	78,843,685	97.49	2,029,802	2.51	65,857	80,873,487
16 Approval of the SIP Scheme	80,845,536	99.97	27,754	0.03	66,054	80,873,290
17 Authority to Allot Shares	80,831,865	99.87	107,106	0.13	373	80,938,971
18 Authority to call General Meetings with not less than 14 days’ Notice	78,537,368	97.36	2,133,052	2.64	268,924	80,670,420
19 Disapplication of Pre-Emption Rights	80,323,719	99.56	350,952	0.44	264,673	80,674,671
20 Authority to Purchase Own Shares	74,335,060	91.86	6,587,272	8.14	17,011	80,922,332
21 Amend the Company’s articles of association	80,600,138	99.99	4,798	0.01	334,408	80,604,936

Notes:

1. The 'For' vote includes those giving the Chairman discretion.
2. 'Votes withheld' are not counted when deciding whether or not a resolution is carried.
3. The total number of Ordinary Shares in issue, excluding any shares held in treasury as at the time of this announcement, is 130,114,441 shares.

In accordance with Listing Rule 9.6.2, a copy of all resolutions passed other than resolutions concerning ordinary business will shortly be submitted to the UK Listing Authority via the National Storage Mechanism and will shortly be available for inspection at <http://www.morningstar.co.uk/uk/NSM>.

Retirement and changes of Non-Executive Director roles

The Company confirms that, as previously notified, Clay Brendish today retires as Chairman and a Director following the Annual General Meeting, being succeeded by James Bilefield, who also steps down as the Senior Independent Director. The process to appoint a new Senior Independent Director is progressing. Current Non-Executive Directors Anne Fahy and Denise Collis have been appointed to the Remuneration Committee and Audit Committees' respectively.

Enquiries:

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