



## Spirent Communications plc – Annual General Meeting held on 5 May 2015

All of the resolutions proposed at the Annual General Meeting held on the above date were approved by attending shareholders on a show of hands. The decisions of the attending shareholders were endorsed by the proxy votes cast. A summary of the proxy votes is shown below:

Resolution	For <sup>1</sup>		Against		Votes Withheld <sup>2</sup>	
		%		%		
1	To receive the Company's financial statements for the year to 31 December 2014, together with the reports of the directors and auditor	480,901,029	100.00	6,094	0.00	678,717
2	To approve the Report on directors' remuneration as set out on pages 55 to 71 of the Annual Report for the year to 31 December 2013	480,558,525	99.79	1,004,673	0.21	22,642
3	To declare a final dividend of 2.21 cents per Ordinary Share for the year to 31 December 2014	481,578,117	100.00	0	0	7,723
4	To re-elect Ian Brindle as a director	480,215,493	99.73	1,321,079	0.27	49,268
5	To re-elect Sue Swenson as a director	402,030,627	99.80	817,189	0.20	78,738,024
6	To re-elect Alex Walker as a director	480,737,396	99.83	828,876	0.17	19,568
7	To re-elect Eric Hutchinson as a director	480,920,232	99.87	646,040	0.13	19,568
8	To re-elect Duncan Lewis as a director	480,727,342	99.83	837,829	0.17	20,669
9	To re-elect Tom Maxwell as a director	480,274,460	99.73	1,290,579	0.27	20,801
10	To re-elect Rachel Whiting as a director	480,953,732	99.87	612,540	0.13	19,568
11	To re-appoint Ernst & Young LLP as auditor	466,842,110	96.95	14,705,997	3.05	37,733
12	To authorise the directors to determine the remuneration of the auditor	481,449,295	99.98	109,735	0.02	26,810
13	To authorise the directors to allot securities	481,302,519	99.95	253,585	0.05	29,736
14	To authorise the directors to dis-apply pre-emption rights	481,291,519	99.95	261,195	0.05	33,126
15	To authorise the Company to make market purchases of its own shares	481,528,492	99.99	43,764	0.01	13,584
16	To authorise a 14 day notice period for general meetings	446,052,371	92.62	35,522,759	7.38	10,709
17	To authorise the continued operation of the Spirent Employee Incentive Plan	473,521,704	98.33	8,042,114	1.67	22,022
18	To authorise the continued operation of the Spirent UK Employee Share Purchase Plan	480,900,671	99.86	666,947	0.14	18,222

Number of votes per Ordinary share: one

Number of Ordinary shares in issue (total voting rights) and entitled to vote at 2015 AGM<sup>3</sup>: 611,741,888

Number of Ordinary shares in issue (total voting rights) and entitled to vote at 2015 AGM<sup>3</sup> represented by proxy votes: 481,585,840 78.72%

Number of shareholders entitled to vote at 2015 AGM<sup>3</sup>: 3,303

Number of shareholders entitled to vote at 2015 AGM<sup>3</sup> represented by proxy votes: 334 10.11%

### Notes:

- Any proxy appointments which gave discretion to the Chairman of the Meeting have been included in the "For" total.
- A "Vote Withheld" is not a vote in law and is not counted in the proportion of votes "For" and "Against" a resolution.
- Entitlement to attend and vote at the 2015 AGM, and the number of votes which may be cast at the 2015 AGM, have been determined by reference to the Company's register of members at 6.00pm on 3 May 2015. Voting instructions can be changed at any time prior to a poll being demanded, and a shareholder having lodged a proxy is still entitled to attend the meeting and vote their shares themselves as they see fit.