



## Spirent Communications plc – Annual General Meeting held on 4 May 2016

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 2015, together with the reports of the directors and auditor	477,367,287	100.00	5,244	0.00	23,574
2	To approve the Report on directors' remuneration as set out on pages 55 to 72 of the Annual Report for the year to 31 December 2015	471,761,516	98.82	5,609,427	1.18	25,162
3	To approve the directors' Remuneration Policy as set out on pages 65 to 72 of the Annual Report for the year to 31 December 2015	461,594,887	96.70	15,772,687	3.30	28,531
4	To declare a final dividend of 2.21 cents per Ordinary Share for the year to 31 December 2015	477,377,646	100.00	4,000	0.00	14,459
5	To elect Tom Lantzsich as a director	477,342,414	99.99	26,288	0.01	27,403
6	To elect Jonathan Silver as a director	477,336,153	99.99	34,288	0.01	25,664
7	To re-elect Eric Hutchinson as a director	477,330,420	99.99	36,533	0.01	29,152
8	To re-elect Duncan Lewis as a director	<i>Resolution withdrawn</i>				
9	To re-elect Tom Maxwell as a director	475,468,219	99.60	1,901,646	0.40	26,240
10	To re-elect Sue Swenson as a director	464,653,162	97.34	12,718,452	2.66	24,491
11	To re-elect Alex Walker as a director	476,700,292	99.86	669,573	0.14	26,240
12	To re-appoint Ernst & Young LLP as auditor	471,919,665	98.86	5,450,783	1.14	25,657
13	To authorise the directors to determine the remuneration of the auditor	477,351,746	100.00	7,523	0.00	36,836
14	To authorise the directors to allot securities	477,150,897	99.95	215,899	0.05	29,309
15	To authorise the directors to dis-apply pre-emption rights	477,146,014	99.96	183,188	0.04	66,903
16	To authorise the Company to make market purchases of its own shares	472,137,874	98.90	5,244,123	1.10	14,108
17	To authorise a 14 day notice period for general meetings	461,867,277	96.75	15,513,838	3.25	14,990
18	To authorise the operation of the Spirent Long-term Incentive Plan	464,420,584	97.29	12,942,803	2.71	32,718

Number of votes per Ordinary share: one

Number of Ordinary shares in issue (total voting rights) and entitled to vote at 2016 AGM<sup>3</sup>: 611,741,888

Number of Ordinary shares in issue (total voting rights) and entitled to vote at 2016 AGM<sup>3</sup> represented by proxy votes: 477,396,105 78.04%

Number of shareholders entitled to vote at 2016 AGM<sup>3</sup>: 3,164

Number of shareholders entitled to vote at 2016 AGM<sup>3</sup> represented by proxy votes: 327 10.34%

### 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 2016 AGM, and the number of votes which may be cast at the 2016 AGM, have been determined by reference to the Company's register of members at 6.00pm on 2 May 2016. 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.