

19 NOVEMBER 2013

SMITHS GROUP PLC – RESULT OF AGM

The Company is pleased to announce that all the resolutions proposed at the Annual General Meeting (“AGM”) held on 19 November 2013 were subject to polls and were passed by the necessary majority.

The results of the polls on the resolutions are shown below and will be posted on the Company’s website, www.smiths.com.

Resolutions	Votes For <i>Shares</i>	% For	Votes Against <i>Shares</i>	% Against	% of ISC* voted	Votes withheld <i>Shares</i>
1. Adoption of Report & Accounts	290,395,051	99.59	1,206,009	0.41	73.96%	3,471,793
2. Approval of Remuneration Report	273,188,230	96.17	10,892,101	3.83	72.05%	10,992,522
3. Declaration of Final Dividend	294,065,771	>99.99	2,499	<0.01	74.59%	1,004,583
4. Re-election of Bruno Angelici	292,713,070	99.54	1,345,724	0.46	74.58%	1,014,059
5. Re-election of Philip Bowman	292,983,711	99.63	1,076,499	0.37	74.58%	1,012,643
6. Re-election of David Challen	291,845,140	99.29	2,096,442	0.71	74.55%	1,131,271
7. Re-election of Tanya Fratto	293,596,658	99.84	466,090	0.16	74.58%	1,010,105
8. Re-election of Anne Quinn	292,364,812	99.42	1,692,726	0.58	74.58%	1,015,315
9. Re-election of Sir Kevin Tebbit	293,457,265	99.80	599,841	0.20	74.58%	1,015,747
10. Re-election of Peter Turner	293,602,387	99.84	463,421	0.16	74.58%	1,007,045
11. Election of Sir George Buckley	292,436,945	99.45	1,628,335	0.55	74.58%	1,007,508
12. Reappointment of PwC as auditors	284,812,379	98.07	5,597,043	1.93	73.66%	4,663,366
13. Auditors' remuneration	289,583,708	99.72	809,724	0.28	73.65%	4,678,921
14. Authorities to allot shares	271,380,919	96.32	10,379,342	3.68	71.46%	13,312,592
15. Disapplication of pre-emption rights	287,772,859	99.85	440,916	0.15	73.10%	6,859,078
16. Market purchase of shares	293,929,721	99.95	137,659	0.05	74.58%	1,005,473
17. Notice period for general meetings	267,150,158	90.85	26,914,652	9.15	74.58%	1,008,043
18. Political donations etc.	285,823,426	98.42	4,577,963	1.58	73.66%	4,671,464
19. Declaration of special dividend	294,054,726	>99.99	10,845	>0.01	74.58%	1,007,282

* ISC = issued share capital of the Company

Notes:

- (i) Where shareholders appointed the Chairman as their proxy with discretion as to voting, their votes were cast in favour of the resolutions and their shares have been included in the “votes for” column.
- (ii) A “vote withheld” is not a vote in law and is not counted in the calculation of the percentages of the votes cast for and against a resolution.
- (iii) There were 394,271,811 ordinary shares of 37.5p in issue at the time of the AGM.

- (iv) Resolutions Nos. 1 to 14 and 18 and 19 were passed as ordinary resolutions. Resolutions Nos. 15 to 17 were passed as special resolutions.