

## Votes cast at FLSmidth & Co. A/S' Annual General Meeting 2016

The following items on the agenda were submitted to the general meeting for resolution: 2, 3a, 3b, 4, 7.1, 7.2, 7.3, 7.4 and 7.5. Items 5 and 6 concerned election of candidates

At the election of candidates under item 5 and 6, the number of candidates matched the number to be elected and the candidate was elected without a ballot. The table shows the number of votes that had been cast for the individual candidates in advance by proxy and postal votes. The votes represented in attendance are counted as votes FOR the candidate.

The other resolutions were made unanimously adopted by the shareholders present without a ballot. The votes represented at the meeting are therefore counted as votes FOR these resolutions.

### Summary of votes cast:

No.	Agenda item	S. 101 (5) 1	S. 101 (5) 2	S. 101 (5) 3	S. 101 (5) 4				S. 101 (5) 5	
		No. of shares supporting valid votes	Votes cast - % of capital	Total no. of valid votes	No. of votes FOR	%	No. of votes AGAINST	%	No. of votes WITHHELD	%
1)	The Board of Directors' report on the company's activities in 2015 (not up for vote)									
2)	Presentation and approval of the 2015 Annual Report	519.885.480	53,13	519.885.480	519.766.720	99,98	0	0,0000	118760	0,0228
3)	Approval of the Board of Directors' fees:									
	a. Final approval of fees for 2015	519.885.480	53,13	519.885.480	519.692.560	99,96	80.160	0,0154	112.760	0,0217
	b. Preliminary determination of fees for 2016	519.885.480	53,13	519.885.480	519.690.960	99,96	81.760	0,0157	112.760	0,0217
4)	Distribution of profits or covering of losses in accordance with the approved Annual Report	519.885.480	53,13	519.885.480	519.740.260	99,97	18.640	0,0036	126.580	0,0243
5)	Election of members to the Board of Directors:									
	a) Re-election of Mr Vagn Ove Sørensen	519.885.480	53,13	519.885.480	510.801.960	98,25			9.083.520	1,7472
	b) Re-election of Mr Torkil Bentzen	519.885.480	53,13	519.885.480	516.617.880	99,37			3.267.600	0,6285
	c) Re-election of Mr Sten Jakobsson	519.885.480	53,13	519.885.480	519.418.440	99,91			467.040	0,0898
	d) Re-election of Mr Tom Knutzen	519.885.480	53,13	519.885.480	519.420.240	99,91			465.240	0,0895
	e) Re-election of Ms Caroline Grégoire Sainte Marie	519.885.480	53,13	519.885.480	519.426.540	99,91			458.940	0,0883
	f) New election of Mr Marius Jacques Kløppers	519.885.480	53,13	519.885.480	519.737.040	99,97			148.440	0,0286
	g) New election of Mr Richard Robinson Smith (Rob Smith)	519.885.480	53,13	519.885.480	519.736.040	99,97			149.440	0,0287
6)	Appointment of auditor:									
	Re-appointment of Deloitte Statsautoriseret Revisionspartnerselskab	519.885.480	53,13	519.885.480	518.695.580	99,77			1.189.900	0,2289
	Proposals from the Board of Directors:									
	7.1 Amendment of the Articles of Association - change from bearer shares to registered shares									
	a. Amendment of Articles 4 and 4a	519.885.480	53,13	519.885.480	519.766.700	99,98	1.020	0,0002	117.760	0,0227
	b. Amendment of Article 5	519.885.480	53,13	519.885.480	519.765.900	99,98	1.820	0,0004	117.760	0,0227
	7.2 Amendment of the Articles of Association - update of the Board of Directors' authorisation to increase the company's share capital	519.885.480	53,13	519.885.480	519.710.900	99,97	21.820	0,0042	152.760	0,0294
	7.3 Amendment of the Articles of Association - Authorisation for distribution of extraordinary dividends	519.885.480	53,13	519.885.480	519.761.900	99,98	7.820	0,0015	115.760	0,0223
	7.4 Approval of updated guidelines for incentive pay	519.885.480	53,13	519.885.480	508.654.780	97,84	11.191.480	2,1527	39.220	0,0075
	7.5 Treasury shares (authorisation)	519.885.480	53,13	519.885.480	519.468.360	99,92	398.900	0,0767	18.220	0,0035
8)	Any other business									

Fuldmagter, brevstemmer og stemmeafgivelser er optalt og registreret af



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