

Motif Bio plc
2019 Annual General Meeting

Result of AGM

The adjourned Annual General Meeting was held at the office of DLA Piper UK LLP at 160 Aldersgate Street, London, EC1A 4HT at 1:00 p.m. on 31 May 2019.

All resolutions, except for resolution 2, put to members were passed on a show of hands. Resolutions 1 and 3 to 9 were passed as ordinary resolutions and resolution 10 was passed as a special resolution. Resolution 2 was an advisory resolution on the Directors' Remuneration report. Motif Bio plc is committed to remaining aligned with shareholder interests through its remuneration structures which are in place to recruit and retain talent.

The number of votes lodged by proxy for and against each of the resolutions proposed and the number of votes withheld were as follows:

Resolution	Votes For	Votes Against	Votes Withheld	Total Votes	% For	Passed
1. To receive the Company's annual accounts	21,373,893	Nil	Nil	21,373,893	100%	Yes
2. To approve the directors' remuneration report	1,311,692	20,052,201	10,000	21,363,893	6.1%	No
3. To reappoint Charlotta Ginman	1,265,018	108,875	20,000,000	1,373,893	92.1%	Yes
4. To reappoint Craig Albanese	1,258,730	115,163	20,000,000	1,373,893	91.6%	Yes
5. To reappoint Andrew Powell	21,258,730	115,163	Nil	21,373,893	99.5%	Yes
6. To reappoint the Company's UK auditor	21,323,393	50,500	Nil	21,373,893	99.8%	Yes
7. To reappoint the Company's US auditor	21,323,393	50,500	Nil	21,373,893	99.8%	Yes
8. To authorise the directors to determine the auditors' remuneration	21,306,404	57,489	10,000	21,363,893	99.7%	Yes
9. To authorise the directors to allot relevant securities	21,373,893	Nil	Nil	21,373,893	100%	Yes
10. To dis-apply pre-emption rights	21,158,186	205,707	10,000	21,363,893	99.0%	Yes

As at 31 May 2019 there were 342,491,023 ordinary shares in issue. Shareholders are entitled to one vote per share. Votes withheld are not votes in law and so have not been included in the calculation of the proportion of votes for and against a resolution.