## Gulf Marine Services PLC ("the Company") Results of Annual General Meeting

At the Annual General Meeting of Gulf Marine Services PLC held on Wednesday, 6 May 2015, all resolutions put to the meeting were passed by the shareholders on a poll.

The results of the poll, incorporating the proxy votes lodged in advance of the meeting, are set out below.

Resolutions	For	%	Against	%	Withheld	Total lodged
1. To receive the Company's annual accounts for the financial year ended 31 December 2014.	264,447,416	100.00	NIL	-	NIL	264,447,416
2. To declare a final dividend of 1.06 pence per ordinary share for the year ended 31 December 2014.	264,447,416	100.00	NIL	-	NIL	264,447,416
3. To approve the Directors' Remuneration Report for the year ended 31 December 2014.	262,258,736	99.25	1,975,000	0.75	213,680	264,447,416
4. To approve the Directors' Remuneration Policy.	262,212,314	99.24	2,021,422	0.76	213,680	264,447,416
5. To elect Mr Simon Heale as a director of the Company.	263,444,460	99.62	1,002,956	0.38	NIL	264,447,416
6. To elect Mr Duncan Anderson as a director of the Company.	264,447,416	100.00	NIL	-	NIL	264,447,416
7. To elect Mr Simon Batey as a director of the Company.	264,412,424	99.99	34,992	0.01	NIL	264,447,416
8. To elect Mr Richard Dallas as a director of the	264,447,416	100.00	NIL	-	NIL	264,447,416

Company.						
9. To elect Mr Richard Anderson as a director of the Company.	264,431,522	99.99	15,894	0.01	NIL	264,447,416
10. To elect Dr Karim El Solh as a director of the Company.	264,447,416	100.00	NIL	-	NIL	264,447,416
11. To elect Mr Mike Straughen as a director of the Company.	264,431,522	99.99	15,894	0.01	NIL	264,447,416
12. To re-appoint Deloitte LLP as auditor of the Company.	264,385,141	99.99	34,992	0.01	27,283	264,447,416
13. To authorise the Audit and Risk Committee of the Company to determine the auditor's remuneration.	262,681,202	99.33	1,766,214	0.67	NIL	264,447,416
14. To authorise the Company to allot shares under section 551 of the Companies Act 2006.	261,047,416	98.71	34,000,000	1.29	NIL	264,447,416
15. To authorise the Company to allot shares on a non-pre-emptive basis in accordance with section 570 of the Companies Act 2006.	264,447,416	100.00	NIL	1	NIL	264,447,416
16. To authorise the Company to make market purchases of its own shares.	262,447,416	100.00	NIL	1	NIL	264,447,416
17. To authorise the Company to hold general meetings (other than an annual general meetings) on 14 clear days' notice.	261,158,332	98.76	3,289,084	1.24	NIL	264,447,416

#### **VOTES OF SHAREHOLDERS EXCLUDING CONTROLLING SHAREHOLDER**

Resolutions	For	%	Against	%	Withheld	Total lodged
7. To elect Mr Simon Batey as a director of the Company.	89,466,748	99.96	34,992	0.04	NIL	89,501,740
9. To elect Mr Richard Anderson as a director of the Company.	89,485,846	99.98	15,894	0.02	NIL	89,501,740
11. To elect Mr Mike Straughen as a director of the Company.	89,485,846	99.98	15,894	0.02	NIL	89,501,740

#### Notes:

- 1. Any proxy appointments giving discretion to the Chairman of the Meeting have been included in the "For" totals above.
- 2. A vote "Withheld" is not a vote in law and is not counted in the calculation of the votes "For" or "Against" a resolution.
- 3. Indicates Special Resolutions requiring a 75% majority to be passed.
- 4. As the Company has a controlling shareholder Green Investment Capital Investments LLC as defined in the Financial Conduct Authority's Listing Rules, each resolution to elect an independent director (resolutions 7, 9 & 11) have under Listing Rule 9.2.2E been approved by a majority of the votes cast by:
  - · the shareholders of the Company as a whole; and
  - the independent shareholders of the Company, that is, all the shareholders entitled to vote on each resolution excluding the controlling shareholder.
- 5. The Company's total ordinary shares in issue (total voting rights) as at 23 March 2015, was 349,527,804 ordinary shares of 10 pence each. Ordinary shareholders are entitled to one vote per ordinary share held.
- 6. The proxy votes received, including votes withheld, amount to 75.66% of the total issued share capital.

The full text of the resolutions may be found in the Notice of the Annual General Meeting, copies of which are available on both the Company's website www.gmsuae.com and on the National Storage Mechanism at http://www.morningstar.co.uk/uk/NSM.

A copy of the special resolutions passed at the Annual General Meeting has been submitted to the National Storage Mechanism and will shortly be available for inspection at http://www.morningstar.co.uk/uk/NSM.

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