

## Indivior PLC

### Poll results of 1<sup>st</sup> Annual General Meeting

13 May 2015

Indivior PLC (the "Company") announces that at its Annual General Meeting ("AGM") held on 13 May 2015, all resolutions set out in the Notice of AGM were passed on a poll.

Resolutions 1 to 18 were passed as ordinary resolutions and resolutions 19 to 21 were passed as special resolutions. The following table sets out the votes cast on each resolution:

RESOLUTION	VOTES FOR	%	VOTES AGAINST	%	VOTES TOTAL	% of ISC VOTED	VOTES WITHHELD
1. To receive the 2014 report and financial statements.	542,302,993	99.87	697,395	0.13	543,000,388	75.57%	1,966,948
2. To approve the Directors' Remuneration Policy.	497,219,272	91.25	47,653,919	8.75	544,873,191	75.83%	92,227
3. To approve the Directors' Remuneration Report.	388,980,986	71.61	154,186,310	28.39	543,167,296	75.59%	1,799,022
4. To elect Howard Pien	542,233,788	99.56	2,389,721	0.44	544,623,509	75.79%	344,108
5. To elect Shaun Thaxter	544,511,288	99.92	408,924	0.08	544,920,212	75.83%	47,405
6. To elect Cary Claiborne	544,473,441	99.92	446,972	0.08	544,920,413	75.83%	47,204
7. To elect Rupert Bondy	544,413,011	99.91	503,404	0.09	544,916,415	75.83%	51,202
8. To elect Dr Yvonne Greenstreet	544,538,885	99.93	379,367	0.07	544,918,252	75.83%	49,315
9. To elect Adrian Hennah	468,891,628	86.37	74,004,522	13.63	542,896,150	75.55%	2,071,467
10. To elect Dr Thomas McLellan	544,542,472	99.93	376,769	0.07	544,919,241	75.83%	48,376
11. To elect Lorna Parker	544,513,620	99.93	398,097	0.07	544,911,717	75.83%	55,800
12. To elect Daniel J. Phelan	544,539,410	99.93	379,469	0.07	544,918,879	75.83%	48,391
13. To elect Christian Schade	543,837,386	99.80	1,079,022	0.20	544,916,408	75.83%	50,862
14. To elect Daniel Tassé	542,620,870	99.58	2,296,014	0.42	544,916,884	75.83%	50,386
15. To appoint PricewaterhouseCoopers LLP as auditors.	540,470,302	99.66	1,857,507	0.34	542,327,809	75.47%	2,639,808
16. To authorise the Directors to determine the auditors' remuneration.	544,803,209	99.98	129,797	0.02	544,933,006	75.83%	34,611
17. To authorise the Company to make political donations.	521,146,474	95.73	23,230,846	4.27	544,377,320	75.76%	588,895
18. To renew the Directors' authority to allot shares. (Special Resolution)	541,179,346	99.32	3,712,010	0.68	544,891,356	75.83%	75,223
19. To renew the Directors' power to disapply pre-emption rights. (Special Resolution)	540,083,530	99.32	3,672,910	0.68	543,756,440	75.67%	1,189,291
20. To renew the Company's authority to purchase its own shares. (Special Resolution)	544,682,634	99.96	240,795	0.04	544,923,429	75.83%	43,302
21. To approve the calling of General Meetings on 14 clear days' notice. (Special Resolution)	524,611,539	96.27	20,310,586	3.73	544,922,125	75.83%	45,558

A copy of the resolution will be submitted to the National Storage Mechanism and in due course will be available to view at <http://www.morningstar.co.uk/uk/NSM>.

As at the close of business on May 12, 2015, the total number of ordinary shares of US\$0.10 each eligible to be voted at the AGM was 718,577,618. Therefore, the total voting rights in the Company as at that time were 718,577,618.

The Board of Directors notes that resolution 3 relating to the approval of the 2014 Directors' Remuneration Report, received a vote of 71.61% in favour and recognises that a significant minority of shareholders have voted against this resolution. The Remuneration Committee of the Board intends to further engage with the Company's shareholders to understand and better address the reasons behind today's vote result.

Computershare Investor Services PLC acted as scrutineer of the poll on all resolutions.

**Contact:      Lola Emetulu**  
**Company Secretary**  
**Tel. 01753 217800**