

Result of AGM

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Capital & Counties Properties Plc
06 May 2016

The following amendment has been made to the 'Result of AGM' announcement released on 6 May 2016 at 16.15pm under RNS No 5621X.

A typographical error has been amended, and marked with an asterisk (*). All other details remain unchanged. The full amended text is shown below.

6 May 2016

CAPITAL & COUNTIES PROPERTIES PLC (the "Company")

RESOLUTIONS PASSED AT 2016 ANNUAL GENERAL MEETING

The results of the voting by poll on the resolutions put to the Company's Annual General Meeting held today are as follows:

Resolutions	For:	%	Against:	%	Total votes cast:	% of issued share capital	Withheld:
1. To receive the accounts and reports of the Directors and the Auditors for the year ended 31 December 2015	644,586,230	100	7,286	0.00	644,593,516	76.52	2,292,254
2. To declare a final dividend of 1.0 pence per ordinary share	646,739,917	100	1,645	0.00	646,741,562	76.78	144,208
3. To re-elect Ian Durant as a Director	636,548,982	98.70	8,382,455	1.30	644,931,437	76.56	1,954,333
4. To re-elect Ian Hawksworth as a Director	615,126,083	95.11	31,614,206	4.89	646,740,289	76.78	145,481
5. To re-elect Soumen Das as a Director	646,258,209	99.93	482,080	0.07	646,740,289	76.78	145,481
6. To re-elect Gary Yardley as a Director	646,258,534	99.93	481,755	0.07	646,740,289	76.78	145,481
7. To re-elect Graeme Gordon as a Director	646,037,843	99.89	702,446	0.11	646,740,289	76.78	145,481
8. To re-elect Gerry Murphy as a Director	646,241,426	99.92	498,296	0.08	646,739,722	76.78	146,048
9. To re-elect Demetra Pinsent as a Director	646,255,250	99.93	485,039	0.07	646,740,289	76.78	145,481
10. To re-elect Henry Staunton as a Director	645,603,485	99.82	1,136,296	0.18	646,739,781	76.78	145,989
11. To re-elect Andrew Strang as a Director	646,241,849	99.92	498,440	0.08	646,740,289	76.78	145,481
12. To elect Anthony Steains as a Director	645,923,700	99.87	816,022	0.13	646,739,722	76.78	146,048
13. To re-appoint PricewaterhouseCoopers LLP as Auditors	641,542,213	100	15,215	0.00	641,557,428	76.16	5,328,342
14. To authorise the Directors to determine the Auditors' remuneration	646,739,386	100	2,549	0.00	646,741,935	76.78	143,835
15. To approve the Directors' Remuneration Report for the year ended 31 December 2015	632,017,361	97.94	13,297,296	2.06	645,314,657	76.61	1,571,113

16. To authorise the Directors to allot the unissued share capital up to a specified amount (s.551) (Companies Act 2006)	518,281,031	80.22	127,818,375	19.78	646,099,406	76.70	786,364
17. Special Resolution: To disapply pre-emption provisions of s.561(1) of the Companies Act up to a specified amount	600,758,170	92.89	45,978,851	7.11	646,737,021	76.78	148,749
18. Special Resolution: To authorise the Company to purchase its own shares	640,346,186	99.01	6,394,304	0.99	646,740,490	76.78	145,280
19. Special Resolution: To allow General Meetings (other than AGMs) to be held on 14 clear days' notice	612,872,239	94.76	33,868,140	5.24	646,740,379	76.78	145,390

Notes:

1. Any proxy appointments which gave discretion to the Chairman have been included in the 'for' total.
2. A 'vote withheld' is not a vote in law and is not counted in the calculation of the proportion of the votes for or against a resolution.
3. Total voting rights of shares in issue: 842,335,067. Every shareholder has one vote for every ordinary share held.

Following the approval of the 2015 final dividend, it is confirmed that the scrip dividend alternative will be offered to shareholders in respect of the dividend.

The Board notes that, although resolution 16 was passed with the requisite majority, 19.78%* of votes received were against the resolution. This voting outcome reflects differing market practice between the UK and South Africa. As a UK premium listed company, the Board considers it appropriate to seek authority in line with the Investment Association's Share Capital Management Guidelines, to allow the Company to respond to market developments and to enable allotments to take place to finance business opportunities as they arise. However, market practice for South African institutional shareholders is to vote on proposed allotments of shares on a case by case basis.

In accordance with paragraph 9.6.2 of the Listing Rules, copies of the resolutions passed at the meeting, other than resolutions concerning ordinary business, have 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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