

Shaftesbury PLC

Results of AGM

At the Shaftesbury PLC (the "Company") Annual General Meeting ("AGM") held today, the resolutions set out below (with the exception of resolutions 18 and 19) were passed by shareholders voting on a poll.

The Board would like to thank shareholders for their engagement and support ahead of the AGM and throughout the year. While most of the resolutions were passed, with majorities in excess of 95.69%, the Board notes that resolutions 18 (Disapplication of Pre-emption Rights - General) and 19 (Disapplication of Pre-emption Rights - Specific) which were special resolutions requiring a 75% majority, did not receive sufficient support to be passed (receiving votes in favour of 71.95% and 70.97% respectively).

Both of the resolutions followed the provisions of the Pre-Emption Group's Statement of Principles for the disapplication of pre-emption rights and reflect UK listed company market practice. The Board considers the flexibility afforded by these authorities to be in the best interests of the Company.

In accordance with provision 4 of the UK Corporate Governance Code (the "Code"), the Board confirms that it will consult and continue to engage with the relevant shareholders to understand and discuss their concerns with respect to these resolutions. An update will be provided within six months of the AGM, in accordance with the Code, with a final summary to be included in the Company's 2022 annual report and accounts.

Board Changes

Sally Walden retired as a director of the Company at the conclusion of the AGM. We offer our thanks to Sally for her valuable contribution and considered chairmanship of the Remuneration Committee. Following Sally's retirement, Jennelle Tilling has been appointed as the Chair of the Remuneration Committee.

Resolution	For		Against		Total		Withheld (*)
	Votes	%	Votes	%	Votes	% ISC	
1. To receive the accounts	348,385,992	100.00	914	0.00	348,386,906	90.68%	120,083
2. To approve the Remuneration Policy	343,007,564	99.28	2,488,018	0.72	345,495,582	89.92%	3,011,407
3. To approve the Annual Remuneration Report	343,580,215	99.45	1,916,955	0.55	345,497,170	89.92%	3,009,819
4. To approve the 2016 Long-Term Incentive Plan	343,357,684	99.31	2,371,768	0.69	345,729,452	89.98%	2,777,537
5. To approve the final dividend	348,167,925	100.00	469	0.00	348,168,394	90.62%	338,595
6. To elect Helena Coles	346,074,562	100.00	15,440	0.00	346,090,002	90.08%	2,416,987
7. To re-elect Jonathan Nicholls	341,724,600	98.74	4,365,277	1.26	346,089,877	90.08%	2,417,112
8. To re-elect Brian Bickell	342,171,163	98.87	3,918,630	1.13	346,089,793	90.08%	2,417,196

9. To re-elect Simon Quayle	341,965,144	98.81	4,124,649	1.19	346,089,793	90.08%	2,417,196
10. To re-elect Christopher Ward	342,047,553	98.83	4,040,515	1.17	346,088,068	90.08%	2,418,921
11. To re-elect Thomas Welton	341,965,172	98.81	4,124,396	1.19	346,089,568	90.08%	2,417,421
12. To re-elect Richard Akers	344,619,586	99.58	1,470,207	0.42	346,089,793	90.08%	2,417,196
13. To re-elect Ruth Anderson	342,690,024	99.02	3,396,859	0.98	346,086,883	90.08%	2,420,106
14. To re-elect Jennelle Tilling	346,012,674	99.98	77,203	0.02	346,089,877	90.08%	2,417,112
15. To re-appoint Ernst & Young	343,359,741	98.52	5,145,662	1.48	348,505,403	90.71%	1,586
16. To authorise the directors to agree the remuneration of the auditor	333,470,864	95.69	15,034,533	4.31	348,505,397	90.71%	1,592
17. To authorise the directors to allot shares	342,161,204	98.96	3,587,515	1.04	345,748,719	89.99%	2,758,270
18. To grant the directors authority to disapply pre-emption rights (Special Resolution)	248,758,908	71.95	96,989,252	28.05	345,748,160	89.99%	2,758,829
19. To grant the directors authority to disapply pre-emption rights for an additional 5% only in connection with an acquisition or specified investment (Special Resolution)	245,392,662	70.97	100,355,298	29.03	345,747,960	89.99%	2,759,029
20. To authorise market purchases of the Company's shares (Special Resolution)	347,317,118	99.81	677,916	0.19	347,995,034	90.57%	511,955

21. To call a general meeting, other than an annual general meeting, on not less than 14 clear days' notice (Special Resolution)	337,868,216	97.68	8,008,571	2.32	345,876,787	90.02%	2,416,763
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*Vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes for and against a resolution.

Notes

1. Percentage of shares voted: 90.68% (Number of shares in issue 384,214,860)
2. In accordance with UK Listing Rule 9.6.2R, copies of all resolutions passed at the AGM, other than those concerning ordinary business, will be submitted to the UK Listing Authority and will, in due course, be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.
3. Details of the votes received on the resolutions are available on the Company's website: www.shaftesbury.co.uk.

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