

## 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 15 and 16) 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 97.51%, the Board notes that resolutions 15 (Disapplication of Pre-emption Rights - General) and 16 (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 72.03% and 70.94% 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 2021 annual report and accounts.

### Board Changes

Dermot Mathias retired as a director of the Company at the conclusion of the AGM. We offer our thanks to Dermot for his valuable contribution and advice throughout his tenure. Following Dermot's retirement, Ruth Anderson has been appointed as the Chair of the Audit Committee.

Resolution	For		Against		Total		Withheld (*)
	Votes	%	Votes	%	Votes	% ISC	
1. To receive the accounts	346,694,349	100.00	0	0.00	346,694,349	90.23%	184,465
2. To approve the Annual Remuneration Report	345,451,949	99.61	1,343,487	0.39	346,795,436	90.26%	83,378
3. To elect Ruth Anderson	346,395,577	99.98	57,964	0.02	346,453,541	90.17%	425,273
4. To re-elect Jonathan Nicholls	342,744,115	98.83	4,069,934	1.17	346,814,049	90.27%	66,632
5. To re-elect Brian Bickell	343,768,639	99.12	3,045,410	0.88	346,814,049	90.27%	66,632
6. To re-elect Simon Quayle	343,682,698	99.10	3,131,351	0.90	346,814,049	90.27%	66,632
7. To re-elect Christopher Ward	343,769,496	99.12	3,042,686	0.88	346,812,182	90.27%	66,632
8. To re-elect Thomas Welton	343,683,198	99.10	3,130,851	0.90	346,814,049	90.27%	66,632

9. To re-elect Richard Akers	341,459,220	98.56	4,988,478	1.44	346,447,698	90.17%	431,116
10. To re-elect Jennelle Tilling	342,374,263	98.82	4,076,063	1.18	346,450,326	90.17%	428,488
11. To re-elect Sally Walden	341,675,140	98.62	4,776,666	1.38	346,451,806	90.17%	427,008
12. To re-appoint Ernst & Young	340,348,002	98.24	6,107,767	1.76	346,455,769	90.17%	424,912
13. To authorise the directors to agree the remuneration of the auditor	340,207,418	98.09	6,608,800	1.91	346,816,218	90.27%	64,463
14. To authorise the directors to allot shares	342,292,865	98.70	4,517,153	1.30	346,810,018	90.26%	70,663
15. To grant the directors authority to disapply pre-emption rights (Special Resolution)	249,817,928	72.03	96,991,925	27.97	346,809,853	90.26%	68,961
16. 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)	246,040,406	70.94	100,768,812	29.06	346,809,218	90.26%	69,596
17. To authorise market purchases of the Company's shares (Special Resolution)	345,884,853	99.80	704,007	0.20	346,588,860	90.21%	291,821
18. To call a general meeting, other than an annual general meeting, on not less than 14 clear days' notice (Special Resolution)	338,180,800	97.51	8,633,666	2.49	346,814,466	90.27%	64,348

\*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: 90.27% (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](http://www.shaftesbury.co.uk).

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