

Ascential plc

Result of Annual General Meeting (“AGM”)

All 18 resolutions considered at the 2020 Annual General Meeting were passed on a poll.

The full text of the resolutions can be found in the Notice of AGM dated 9 March 2020. The total number of votes received for each resolutions is set out below. The Company’s issued share capital as at 6 May 2020 was 402,714,204 with voting rights. The Company does not hold any shares in Treasury at the date of this disclosure.

Resolution no.	Shares For	%	Shares Against	%	Shares marked as Votes Withheld/ Abstentions
AGM					
1. To receive the Annual Report and Accounts for the year ended 31 December 2019	375,920,597	99.99	43,389	0.01	537,988
2. To approve the Directors’ Remuneration Policy contained in the Annual report and Accounts	365,711,635	97.13	10,790,339	2.87	0
3. To approve the Annual Report on Remuneration contained in the Annual report and Accounts	375,339,447	99.69	1,162,527	0.31	0
4. Resolution withdrawn	n/a		n/a		n/a
5. To elect Rita Clifton as a Director of the Company	366,251,336	97.28	10,250,639	2.72	0
6. To elect Scott Forbes as a Director of the Company	365,715,456	97.14	10,786,519	2.86	0
7. To elect Mandy Gradden as a Director of the Company	366,280,412	97.29	10,221,563	2.71	0
8. To elect Paul Harrison as a Director of the Company	366,451,333	97.33	10,050,642	2.67	0
9. To elect Gillian Kent as a Director of the Company	366,195,387	97.26	10,306,588	2.74	0
10. To elect Duncan Painter as a Director of the Company	366,222,574	97.33	10,028,263	2.67	251,138
11. To elect Judy Vezmar as a Director of the Company	366,379,843	97.31	10,122,132	2.69	0
12. To re-appoint KPMG LLP as auditor of the Company	376,249,789	100.0	1,048	0.00	251,138
13. To authorise the Board to determine the remuneration of the auditor	376,500,927	100.0	1,048	0.00	0

14. To authorise the Company to make political donations	368,733,445	98.19	6,807,687	1.81	960,843
15. To authorise the Company to allot relevant securities	359,251,816	95.42	17,250,159	4.58	0
16. To authorise the Company to disapply pre-emption rights as per resolution 15 in the Notice of AGM	376,501,451	100.0	524	0.00	0
17. To authorise the Company to additionally disapply pre-emption rights as per resolution 16 in the Notice of AGM	375,338,923	99.69	1,163,051	0.31	0
18. To authorise the Company to purchase its own shares	376,189,142	99.92	295,051	0.08	17,781
19. To authorise the Company to call any general meeting of the Company other than an AGM) on not less than 14 clear days' notice	362,887,203	96.38	13,624,722	3.62	0

Notes

1. AGM Resolutions 1 to 3 and 5 to 15 were passed as ordinary resolutions. AGM Resolutions 16 to 19 were passed as special resolutions.
2. Resolution 4 (recommendation of a final dividend of 4.0p per share) has been withdrawn, as previously announced on 3 April 2020.
3. The number of shares 'For' includes discretionary votes.
4. A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes "For" or "Against a resolution"