

**Ascential plc**

**Result of Annual General Meeting (“AGM”)**

All 18 resolutions considered at the 2018 Annual General Meeting were passed on a poll.

The full text of the resolutions can be found in the Notice of AGM dated 15 March 2018. The total number of votes received for each resolutions is set out below. The Company’s issued share capital as at 9 May 2018 was 400,690,651 with voting rights. The Company does not hold any shares in Treasury at the date of this disclosure.

<b>Resolution no.</b>	<b>Shares For</b>	<b>%</b>	<b>Shares Against</b>	<b>%</b>	<b>Shares marked as Votes Withheld/ Abstentions</b>
<b>AGM</b>					
1. To receive the Annual Report and Accounts for the year ended 31 December 2017	358,622,489	99.94	205,000	0.06	16,700
2. To approve the Annual Report on Remuneration contained in the Annual report and Accounts	355,234,928	99.79	749,299	0.21	2,859,961
3. To declare a final dividend of 3.8p per share for the year ended 31 December 2018	358,844,189	100.00	0	0.00	0
4. To elect Rita Clifton as a Director of the Company	350,355,991	97.63	8,488,198	2.37	0
5. To elect Scott Forbes as a Director of the Company	276,283,690	78.04	77,725,695	21.96	4,834,803
6. To elect Mandy Gradden as a Director of the Company	350,582,142	97.70	8,262,047	2.30	0
7. To elect Paul Harrison as a Director of the Company	337,447,912	94.56	19,411,458	5.44	1,984,818
8. To elect Gillian Kent as a Director of the Company	350,427,240	97.65	8,416,949	2.35	0
9. To elect Duncan Painter as a Director of the Company	350,608,480	97.70	8,235,709	2.30	0
10. To elect Judy Vezmar as a Director of the Company	350,242,918	97.60	8,601,271	2.40	0
11. To re-appoint KPMG LLP as auditor of the Company	357,064,246	100.00	0	0.00	1,779,942
12. To authorise the Board to determine the remuneration of the auditor	358,844,065	100.00	124	0.00	0
13. To authorise the Company to make political donations	352,845,553	98.33	5,998,003	1.67	633

14. To authorise the Company to allot relevant securities	345,352,772	96.24	13,491,293	3.76	124
15. To authorise the Company to disapply pre-emption rights as per resolution 15 in the Notice of AGM	357,106,155	99.52	1,737,910	0.48	124
16. To authorise the Company to additionally disapply pre-emption rights as per resolution 16 in the Notice of AGM	350,489,404	97.67	8,354,660	2.33	124
17. To authorise the Company to purchase its own shares	355,589,751	99.33	2,399,666	0.67	854,771
18. To authorise the Company to call any general meeting of the Company other than an AGM) on not less than 14 clear days' notice	344,484,266	96.00	14,359,923	4.00	0

#### Notes

1. AGM Resolutions 1 to 14 were passed as ordinary resolutions. AGM Resolutions 15 to 18 were passed as special resolutions.
2. The number of shares 'For' includes discretionary votes.
3. 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
4. In accordance with Listing Rule 9.6.2 copies of the special resolutions passed by the Company at its Annual General Meeting have been submitted to FCA's National Storage Mechanism and will shortly be available for inspection at [www.Hemscott.com/nsm.do](http://www.Hemscott.com/nsm.do)

#### Re-election of Chairman

The Board notes that 22% of votes were cast against the re-election of Scott Forbes as Chairman. The Board seeks to ensure that all directors have sufficient capacity to meet their commitments to Ascential, including during periods where a greater than usual involvement from directors is required, as Mr Forbes has demonstrated during past and recent times of significant M&A and divestitures. The Board will continue to engage with shareholders for better understanding of concerns during the course of the year.