

2017 AGM Proxy Votes

All resolutions at the Company's Annual General Meeting held at The Events Centre, The Principal York, Station Road, York YO24 1AA on on 29 June 2017 were voted on by a show of hands and were duly passed.

Details of the proxy votes, lodged prior to the meeting, are set out below:

	Resolution	Votes For	% of votes cast ¹	Discretionary Votes	% of votes cast ¹	Total Votes For ²	% of votes cast ¹	Votes Against	% of votes cast ¹	Votes Withheld ³	Total Votes Cast ⁴
1	Receive annual report and accounts for year ended 31 December 2016	1,228,375,948	98.39%	19,663,729	1.58%	1,248,039,677	99.97%	432,172	0.03%	1,121,941	1,248,471,849
2	To elect Thomas Staley as a director	1,227,663,172	98.26%	19,605,232	1.57%	1,247,268,404	99.83%	2,155,885	0.17%	169,501	1,249,424,289
3	To re-elect Russell Scrimshaw as a director	1,183,904,019	98.26%	19,605,232	1.63%	1,203,509,251	99.88%	1,391,278	0.12%	44,693,261	1,204,900,529
4	To re-elect Chris Fraser as a director	1,228,522,100	98.32%	19,578,864	1.57%	1,248,100,964	99.88%	1,474,129	0.12%	18,697	1,249,575,093
5	To re-elect Noel Harwerth as a director	1,218,301,217	97.50%	19,605,232	1.57%	1,237,906,449	99.07%	11,615,742	0.93%	71,599	1,249,522,191
6	To re-elect Keith Clarke as a director	1,177,234,976	97.04%	19,605,232	1.62%	1,196,840,208	98.66%	16,298,944	1.34%	36,454,638	1,213,139,152
7	To re-elect Louise Hardy as a director	1,228,467,112	98.31%	19,605,232	1.57%	1,248,072,344	99.88%	1,449,264	0.12%	72,182	1,249,521,608
8	To re-elect Lord Hutton as a director	1,190,234,915	98.03%	19,647,513	1.62%	1,209,882,428	99.64%	4,332,407	0.36%	35,378,955	1,214,214,835
9	To re-elect Jane Lodge as a director	1,214,967,850	97.23%	19,561,197	1.57%	1,234,529,047	98.80%	14,993,144	1.20%	71,599	1,249,522,191
10	To re-appoint PWC as auditors	1,182,160,041	96.48%	19,587,196	1.60%	1,201,747,237	98.08%	23,510,177	1.92%	24,336,376	1,225,257,414
11	Determine remuneration of auditors	1,156,136,928	94.95%	19,645,571	1.61%	1,175,782,499	96.56%	41,867,290	3.44%	31,944,001	1,217,649,789
12	Political donations	1,224,215,262	98.03%	19,529,976	1.56%	1,243,745,238	99.59%	5,101,371	0.41%	747,181	1,248,846,609
13	Authority to allot shares	1,227,066,666	98.25%	19,648,340	1.57%	1,246,715,006	99.82%	2,269,740	0.18%	609,044	1,248,984,746
14	Authority to disapply pre-emption rights ⁵	1,227,504,603	98.28%	19,743,162	1.58%	1,247,247,765	99.86%	1,731,307	0.14%	614,718	1,248,979,072
15	Additional authority to disapply pre-emption rights ⁵	1,226,679,316	98.22%	19,766,529	1.58%	1,246,445,845	99.80%	2,522,890	0.20%	625,055	1,248,968,735
16	Authority to purchase own shares ⁵	1,228,923,199	98.36%	19,600,649	1.57%	1,248,523,848	99.93%	865,436	0.07%	204,506	1,249,389,284
17	Authority to call general meetings on 14 days' notice ⁵	1,217,943,229	97.48%	19,604,149	1.57%	1,237,547,378	99.05%	11,859,132	0.95%	187,280	1,249,406,510
18	Adopt new Articles of Association ⁵	1,228,456,744	98.37%	19,701,043	1.58%	1,248,157,787	99.95%	660,865	0.05%	775,138	1,248,818,652

Notes:

- 1 Percentage of votes cast excludes "Votes Withheld"
- 2 "Total Votes For" is the sum of "Votes For" and "Discretionary Votes"
- 3 "Votes Withheld" are not votes in law and do not count in the number of votes counted for or against a resolution.
- 4 "Total Votes Cast" does not include withheld votes
- 5 Special resolutions
- 6 Valid proxy appointments were made in respect of 1,249,593,790 shares