

2018 AGM Final Proxy Votes

	Resolution	Total Votes For²	% of votes cast¹	Votes Against	% of votes cast¹	Total Votes Cast⁴	Votes Withheld³
1	To receive the Annual report and accounts for the year ended 31 December 2017	1,626,540,984	99.04%	7,514,706	0.46%	1,642,346,331	8,501,977
2	To approve the Directors' Remuneration Policy in the form set out in the Annual Report and Accounts for the year ended 31 December 2017.	1,333,185,183	80.83%	307,851,979	18.67%	1,649,327,803	1,520,505
3	To approve the Directors' Remuneration Report (excluding the Directors' Remuneration Policy) in the form set out in the Annual Report and Accounts for the year ended 31 December 2017.	1,413,288,630	85.69%	227,649,317	13.80%	1,649,228,588	1,619,720
4	To re-elect Russell Scrimshaw as a Director	1,570,275,380	97.72%	28,358,862	1.76%	1,606,924,883	43,923,425
5	To re-elect Chris Fraser as a Director	1,638,719,563	99.27%	3,705,675	0.22%	1,650,715,879	132,430
6	To re-elect Thomas Staley as a Director	1,638,070,307	99.25%	4,061,550	0.25%	1,650,422,498	425,811
7	To re-elect Noel Harwerth as a Director	1,638,944,129	99.30%	3,187,728	0.19%	1,650,422,498	425,811
8	To re-elect Keith Clarke as a Director	1,446,259,562	88.46%	180,438,320	11.04%	1,634,988,523	15,859,785
9	To re-elect Louise Hardy as a Director	1,617,173,775	97.99%	24,912,076	1.51%	1,650,376,492	471,817
10	To re-elect Lord Hutton as a Director	1,417,738,862	86.71%	209,019,947	12.78%	1,635,049,450	15,798,858
11	To re-elect Jane Lodge as a Director	1,593,349,627	96.54%	48,736,326	2.95%	1,650,376,594	471,714
12	To re-appoint PWC as auditors	1,628,738,959	98.69%	13,327,236	0.81%	1,650,356,836	491,472
13	Audit Committee to determine remuneration of auditors	1,555,406,675	94.26%	86,440,753	5.24%	1,650,138,069	710,239
14	Political donations	1,632,562,064	98.95%	9,074,268	0.55%	1,649,926,973	921,336
15	Authority to allot shares	1,636,180,051	99.15%	5,732,963	0.35%	1,650,203,655	644,654
16	Authority to disapply pre-emption rights ⁵	1,638,039,213	99.29%	3,421,418	0.21%	1,649,751,272	1,097,037
17	Additional authority to disapply pre-emption rights ⁵	1,632,789,214	98.98%	8,527,498	0.52%	1,649,607,353	1,240,955
18	Authority to purchase own shares ⁵	1,638,917,683	99.31%	3,146,966	0.19%	1,650,355,290	493,018
19	Authority to call general meetings on 14 days' notice ⁵	1,616,458,481	97.94%	25,631,240	1.55%	1,650,380,362	467,947

Notes:

- 1 Percentage of votes cast excludes Votes Withheld
- 2 Any proxy votes that were at the discretion of the Chairman are included in the "Total Votes For" each resolution
- 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 As at the date of the AGM, the Company's issued share capital consisted of 4,689,535,797 Ordinary Shares of 0.25 pence each, carrying one vote each. Therefore, the total number of voting rights as at the date of the AGM was 4,689,535,797.