

# AGM Voting Results 2022

Resolution	Votes in favour	% in favour	Votes against	% against	Votes withheld	Total votes cast as % of Issued Share Register
<b>1. Receive the annual report and accounts</b>	195,249,401	100.00	1,200	0.00	137,628	77.40%
<b>2. Declare a final dividend</b>	195,205,865	99.91	169,707	0.09	3,657	77.45%
<b>3. Re-appoint David Anthony Rasche</b>	187,494,803	96.00	7,814,077	4.00	79,349	77.42%
<b>4. Re-appoint Nicholas Richard Brown</b>	193,671,584	99.13	1,695,596	0.87	21,049	77.45%
<b>5. Appoint Bhavneet Singh</b>	193,705,557	99.15	1,661,623	0.85	21,049	77.45%
<b>6. Appoint Richard Longdon</b>	194,246,123	99.43	1,121,057	0.57	21,049	77.45%
<b>7. Receive and approve the Report on Directors' Remuneration</b>	190,801,124	97.66	4,574,230	2.34	12,875	77.45%
<b>8. Approve Performance Share Plan</b>	186,871,980	95.65	8,506,828	4.35	9,421	77.45%
<b>9. Approve Restricted Share Plan</b>	184,459,914	94.41	10,920,306	5.59	8,009	77.45%
<b>10. Re-appoint Ernst &amp; Young LLP as auditors</b>	187,276,322	95.86	8,092,793	4.14	19,114	77.45%
<b>11. Authorise directors to determine auditor remuneration</b>	192,444,883	98.50	2,934,901	1.50	8,445	77.45%
<b>12. Authorise directors to allot shares</b>	125,718,822	64.77	68,390,632	35.23	1,278,775	76.95%
<b>*13. Authorise directors to disapply pre-emption up to 5%</b>	131,663,135	68.01	61,931,131	31.99	1,793,963	76.74%
<b>*14. Authorise directors to disapply pre-emption up to a further 5% in connection with acquisition or specified capital investment</b>	130,389,373	67.35	63,204,931	32.65	1,793,925	76.74%
<b>*15. Authorise directors to purchase shares</b>	180,073,207	99.26	1,333,477	0.74	13,981,545	71.91%

(1) A vote withheld is not a vote in law and is not counted in the calculation of the portion of votes in favour or against a resolution

(2) \*denotes special resolution

(3) The Board notes that resolution 12, authority to allot shares, was passed with the necessary majority but received less than 80% of votes in favour.

(4) The Board notes that resolutions 13 and 14 are special resolutions and had 31.99% and 32.65% of votes cast against them respectively, and therefore did not pass.

(5) In respect of resolutions 12, 13 and 14, GBG has engaged with its shareholders in order to understand the reasons behind the voting result and will continue to do so in the coming months. The Board takes seriously its responsibilities to represent the interests of shareholders and uphold the highest standards of corporate governance and is open to further constructive dialogue with shareholders and shareholder bodies.