

SHAFTESBURY CAPITAL PLC

(Incorporated and registered in the United Kingdom with Registration Number 07145051 and registered in South Africa as an external company with Registration Number 2010/003387/10)
JSE code: SHC ISIN: GB00B62G9D36
LEI: 549300TTXXZ1SHUI0D54
(the “Company” or “Shaftesbury Capital”)

**RESOLUTIONS PASSED AT 2024 ANNUAL GENERAL MEETING**

The results of the voting by poll on the resolutions put to the Company's 2024 Annual General Meeting held on 23 May 2024 are as follows:

Resolutions	For:	%	Against:	%	Total votes cast (excluding withheld):	% of issued share capital	Withheld:
1. To receive the accounts and reports of the Directors and the Auditors for the year ended 31 December 2023	1,487,780,241	99.98	250,810	0.02	1,488,031,051	76.19%	9,271,911
2. To declare a final cash dividend for the year ended 31 December 2023 of 1.65 pence per ordinary share.	1,488,520,869	99.68	4,740,633	0.32	1,493,261,502	76.45%	4,041,460
3. To approve the Directors' Remuneration Report for the year ended 31 December 2023 (other than the Directors' Remuneration Policy)	1,429,850,274	97.06	43,345,551	2.94	1,473,195,825	75.43%	24,106,616
4. To re-elect Jonathan Nicholls as a Director	1,332,861,025	89.88	150,003,822	10.12	1,482,864,847	75.92%	14,438,115
5. To re-elect Ian Hawksworth as a Director	1,465,609,547	98.84	17,229,798	1.16	1,482,839,345	75.92%	14,463,617
6. To re-elect Situl Jobanputra as a Director	1,465,505,275	98.83	17,333,653	1.17	1,482,838,928	75.92%	14,464,034

7. To re-elect Richard Akers as a Director	1,414,635,986	95.41	67,997,421	4.59	1,482,633,407	75.91%	14,669,555
8. To re-elect Ruth Anderson as a Director	1,431,295,956	96.54	51,312,454	3.46	1,482,608,410	75.91%	14,694,552
9. To re-elect Charlotte Boyle as a Director	1,464,563,647	99.08	13,599,663	0.92	1,478,163,310	75.68%	19,139,652
10. To re-appoint Pricewaterhouse Coopers LLP as Auditors	1,399,289,829	93.73	93,662,489	6.27	1,492,952,318	76.44%	4,350,644
11. To authorise the Audit Committee of the Board to determine the Auditor's remuneration	1,480,845,319	99.19	12,131,431	0.81	1,492,976,750	76.44%	4,325,691
12. To authorise the Directors to allot the unissued share capital up to a specified amount (s.551) (Companies Act 2006)	1,339,842,713	90.64	138,348,029	9.36	1,478,190,742	75.68%	19,112,220
13. Special Resolution: To disapply pre-emption provisions of s.561(1) of the Companies Act 2006 up to the extent specified	1,382,288,007	93.23	100,347,486	6.77	1,482,635,493	75.91%	14,667,469
14. Special Resolution: To disapply pre-emption provisions of s.561(1) of the Companies Act 2006 up to the additional extent specified	1,334,529,883	90.57	139,024,304	9.43	1,473,554,187	75.44%	23,748,775
15. Special Resolution: To authorise the Company to purchase its own shares	1,486,846,038	99.70	4,531,546	0.30	1,491,377,584	76.36%	5,925,378

16. Special Resolution: To allow General Meetings (other than AGMs) to be held on 14 clear days' notice	1,412,689,571	95.27	70,136,454	4.73	1,482,826,025	75.92%	14,476,937
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Notes:

1. Any proxy appointments which gave discretion to the Chairman have been included in the 'for' total.
2. A 'vote withheld' is not a vote in law and is not counted in the calculation of the proportion of the votes for or against a resolution.
3. The total issued share capital and total number of voting rights is: 1,953,170,495 ordinary shares. Every shareholder has one vote for every ordinary share held. This figure includes 128,350,796 ordinary shares in issue, held as security by a group entity under the terms of the £275 million exchangeable bond which will not vote whilst held by a group entity. On average 75.97% (1,483,809,358 ordinary shares) of the total number of voting rights voted. The percentage of shares voted, once the 128,350,796 ordinary shares held as security by a group entity under the terms of the £275 million exchangeable bond have been excluded was approximately 81.31%.

In accordance with paragraph 9.6.2 of the Listing Rules, copies of the resolutions passed at the meeting, other than resolutions concerning ordinary business, will be submitted to the National Storage Mechanism and will shortly be available for inspection at: <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>

Enquiries:

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23 May 2024

Sponsor

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