

## U AND I GROUP PLC Annual General Meeting – voting results and proxy appointments

The Annual General Meeting of U and I Group PLC was held today at 12 noon at 7A Howick Place, London SW1P 1DZ.

All resolutions proposed at the Meeting were decided on a poll and resolutions were passed.

The number of votes for and against each of the resolutions put before the Meeting and the number of votes withheld were as follows:

RESOLUTION	VOTES FOR	% VOTES FOR	VOTES AGAINST	% VOTES AGAINST	VOTES WITHHELD	
1	Receipt of Financial statements and reports of the Directors and Auditors	102,349,518	99.94%	58,983	0.06%	62,394
2	Approval of the Remuneration Report	93,463,542	91.22%	8,999,825	8.78%	7,528
3	Re-election of P W Williams	77,586,069	79.32%	20,233,513	20.68%	4,651,313
4	Re-election of M S Weiner	97,130,488	98.76%	1,223,426	1.24%	4,116,981
5	Re-election of R Upton	101,235,428	98.79%	1,235,467	1.21%	0
6	Re-election of M O Shepherd	100,903,771	98.47%	1,566,650	1.53%	474
7	Re-election of N H Thomlinson	98,249,449	99.89%	104,465	0.11%	4,116,981
8	Re-election of B Bennett	97,111,964	98.74%	1,241,950	1.26%	4,116,981
9	Re-election of L G Krige	102,416,791	99.95%	52,000	0.05%	2,104
10	Election of R C Kerslake	102,412,421	99.94%	58,000	0.06%	474
11	Declaration of final dividend	102,470,895	100.00%	0	0.00%	0
12	Auditors' re-appointment	102,339,447	99.91%	87,770	0.09%	43,678
13	Authorise Directors to determine Auditors' remuneration	102,413,163	99.95%	52,000	0.05%	5,732
14	Authority to purchase own shares	102,355,327	99.91%	92,079	0.09%	23,489
15	Authority to allot shares	102,292,079	99.83%	173,342	0.17%	474
16	Disapplication of statutory pre-emption rights	102,339,524	99.87%	130,897	0.13%	474
17	General Meetings to be called on 14 days' notice	101,534,862	99.09%	936,033	0.91%	0

18	Authorise Directors to make political donations.	102,330,618	99.88%	125,249	0.12%	15,028
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Notes to the disclosure

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. Resolutions 14, 16 and 17 are Special Resolutions.
4. Total voting rights of shares in issue: 125,410,621. Every shareholder has one vote for every ordinary share held.
5. The Board notes the minority vote against Resolution 3 to approve the re-election of Peter Williams as Chairman.

The Board undertook a very thorough process when it appointed Peter as its Chairman just under two years ago. This included evaluating his other business commitments and skillset to ensure he could provide the necessary time, expertise and passion to support U+I. This is a process the Board undertakes with all its Directors and will continue to do so to ensure they can fulfil their roles. We will also continue to engage with our shareholders on the matter.

Since he joined U+I, Peter has made a hugely valuable contribution to the Company, beyond his statutory Board duties, and he continues to dedicate a significant amount of time to the success of the Business.

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, have been submitted to the National Storage Mechanism and will shortly be available for inspection at:  
[www.Hemscott.com/nsm.do](http://www.Hemscott.com/nsm.do)

Chris Barton  
Company Secretary  
5 July 2018