

Benchmark Holdings plc 2019 AGM

Voting was taken as a poll with all resolutions passed. Proxy votes received in respect of the resolutions are set out below.

The number of shares in issue as at 13 March 2019 was 557,519,236. In respect of each resolution proxy votes in respect of 464,198,490 votes were received, representing 83.26% of issued share capital.

Res No.	Resolution	Number of Votes for	% of Votes for	Number of Votes against	% of Votes against	Number of Votes discretionary	% of Votes discretionary	Total Votes Cast (exc. Withheld)	Number of Votes withheld	% of Votes withheld
1.	<i>Resolution 1 — Company's Annual Report and Accounts 2018 (ordinary resolution)</i> Company law requires the Directors to present to the Annual General Meeting the Annual Accounts, the Directors' Report and the Auditors' Report on these accounts.	464,192,240	100.00%	5,000	0.00%	1,250	0.00%	464,198,490	0	0.00%
2.	<i>Director's Remuneration Report</i> To receive the Directors' Remuneration Report for the year ended 30 September 2018	456,717,406	98.39%	7,479,834	1.61%	1,250	0.00%	464,198,490	0	0.00%
3.	<i>Auditors</i> To reappoint KPMG LLP as auditors of the Company	456,443,406	98.39%	7,474,834	1.61%	1,250	0.00%	463,919,490	279,000	0.06%
4.	<i>Auditors Remuneration</i> To authorise the Directors to determine the remuneration of the auditors of the Company	464,197,240	100.00%	0	0.00%	1,250	0.00%	464,198,490	0	0.00%
5.	<i>Peter George</i> To appoint Peter George as a Director	464,197,240	100.00%	0	0.00%	1,250	0.00%	464,198,490	0	0.00%
6.	<i>Alex Raeber</i> To appoint Alex Raeber as a Director	464,197,240	100.00%	0	0.00%	1,250	0.00%	464,198,490	0	0.00%
7.	<i>Mark Plampin</i> To reappoint Mark Plampin as a Director	464,197,240	100.00%	0	0.00%	1,250	0.00%	464,198,490	0	0.00%
8.	<i>Allot Shares</i> To authorise the Directors to allot shares or grant subscription or conversion rights under section 551 Companies Act 2006	435,027,423	95.25%	21,694,983	4.75%	1,250	0.00%	456,723,656	7,474,834	1.61%
9.	<i>Pre-Emption Rights</i> To disapply statutory pre-emption rights under section 570 Companies Act 2006 up to 5% of share capital	464,171,677	100.00%	0	0.00%	1,250	0.00%	464,172,927	25,563	0.01%
10.	<i>Further Pre-Emption Rights</i> To disapply statutory pre-emption rights under section 570 Companies Act 2006 up to an additional 5% of share capital to fund acquisitions and capital investments	441,502,423	95.12%	22,669,254	4.88%	1,250	0.00%	464,172,927	25,563	0.01%
11.	<i>Purchase Own Shares (special resolution)</i> To authorise the Company to make market purchases of its own ordinary shares	456,722,406	98.39%	7,474,834	1.61%	1,250	0.00%	464,198,490	0	0.00%