

**Benchmark Holdings plc- Placing and Open Offer 2020**  
**EGM 17 February 2020**

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 17 February 2020 was 559,918,280. In respect of each resolution proxy votes in respect of 364,341,211 votes were received, representing 65.07% of voting capital.

<b>Res No.</b>	<b>Resolution</b>	<b>Number of Votes For</b>	<b>% of Votes For</b>	<b>Number of Votes Against</b>	<b>% of Votes Against</b>	<b>Total Votes Cast (Excluding Withheld)</b>	<b>Number of Votes Withheld</b>	<b>% Votes Withheld</b>	<b>Total Votes Cast (Including Withheld)</b>	<b>Total % of Voting Capital voted (Including Withheld)</b>
<b>01</b>	Authority to allot shares	359,554,271	98.69%	4,786,377	1.31%	364,340,648	563	0.00%	364,341,211	65.07%
<b>02</b>	Disapplication of statutory pre-emption rights	359,549,585	98.69%	4,786,377	1.31%	364,335,962	5,249	0.00%	364,341,211	65.07%