

24 May 2024

Headlam Group plc
(‘Headlam’ or the ‘Company’)

2024 Annual General Meeting ('AGM') Poll Results

The Board of Headlam Group plc is pleased to announce that all the resolutions put to its shareholders at the AGM held on 23 May were duly passed by the requisite majorities on a poll.

In accordance with Listing Rule 9.6.2R, copies of the special business resolutions (14, 15, 16, and 17) passed at the AGM will be submitted to the National Storage Mechanism and will shortly be available for inspection at:
<https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

The results of the poll for each resolution are shown below:

	Resolution	Votes For (including discretionary votes)		Votes Against		Votes Withheld	Total Votes Cast (excluding Votes Withheld)	
		No. of Votes	% of votes cast	No. of Votes	% of votes cast	No. of Shares	No. of Votes	% of Issued Share Capital**
1.	Receive the Annual Report and Accounts	59,984,909	100	0	0	0	59,984,909	74.25%
2.	Approve the Remuneration Report	54,942,633	91.60	5,041,020	8.4	1,256	59,983,653	74.25%
3.	Declare the final dividend	56,976,553	94.98	3,008,356	5.02	0	59,984,909	74.25%
4.	Elect Adam Phillips	59,785,527	99.67	196,765	0.33	2,617	59,982,292	74.24%
5.	Re-elect Keith Edelman	51,448,258	85.77	8,534,033	14.23	2,618	59,982,291	74.24%
6.	Re-elect Chris Payne	59,783,347	99.67	198,945	0.33	2,617	59,982,292	74.24%
7.	Re-elect Stephen Bird	54,155,090	90.29	5,827,201	9.71	2,618	59,982,291	74.24%
8.	Re-elect Jemima Bird	54,167,970	90.31	5,813,847	9.69	3,092	59,981,817	74.24%
9.	Re-elect Robin Williams	59,238,388	98.76	743,903	1.24	2,618	59,982,291	74.24%
10.	Re-elect Karen Hubbard	59,262,848	98.8	719,443	1.2	2,618	59,982,291	74.24%
11.	Re-appoint PricewaterhouseCoopers LLP as the Auditor	59,818,690	99.72	166,219	0.28	0	59,984,909	74.25%
12.	Authorise the Directors to determine Auditor's remuneration	59,806,471	99.70	178,438	0.3	0	59,984,909	74.25%
13.	Authorise allotment of shares	56,822,537	94.73	3,162,131	5.27	241	59,984,668	74.25%
14.	Disapply pre-emption rights* (General)	51,727,351	86.23	8,257,317	13.77	241	59,984,668	74.25%
15.	Disapply pre-emption rights* (Acquisition or Capital Investment)	48,796,699	81.35	11,187,969	18.65	241	59,984,668	74.25%
16.	Authorise purchase of own shares*	54,734,390	91.25	5,250,519	8.75	0	59,984,909	74.25%
17.	Call general meetings on 14 days' notice*	54,630,684	91.08	5,352,074	8.92	2,151	59,982,758	74.25%

* Indicates a special resolution requiring a 75% majority of votes cast

** Excludes treasury shares

Notes:

- 1 A vote 'Withheld' is not a vote in law and is not counted in the calculation of the proportion of votes 'For' or 'Against' a resolution, the total votes validly cast or the calculation of the proportion of issued share capital voted.
- 2 As at the voting record date, Headlam had 85,639,209 ordinary shares in issue, of which 80,784,267 held voting rights.
- 3 To calculate the proxy votes as a percentage of shares in issue, treasury shares were excluded.

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