

30 January 2025

WH SMITH PLC
Result of Annual General Meeting

WH Smith PLC held its Annual General Meeting for shareholders at 9.30am on 29 January 2025. All resolutions put to the AGM were passed by shareholders.

The following table shows the results of the poll on the resolutions.

Resolution	Votes For	%	Votes Against	%	Votes Total	% of ISC Voted	Votes Withheld
1 To receive the reports and accounts	92,041,358	100.00%	1,619	0.00%	92,042,977	71.02%	3,042,159
2 To approve the remuneration report	93,660,064	98.63%	1,301,970	1.37%	94,962,034	73.27%	123,102
3 To approve the directors' remuneration policy	94,678,938	99.59%	391,699	0.41%	95,070,637	73.35%	14,499
4 To declare a final dividend	95,075,876	99.99%	7,797	0.01%	95,083,673	73.36%	1,463
5 To re-elect Colette Burke	93,866,144	98.73%	1,209,573	1.27%	95,075,717	73.36%	9,419
6 To re-elect Annette Court	93,578,931	98.43%	1,497,198	1.57%	95,076,129	73.36%	9,007
7 To re-elect Carl Cowling	93,999,702	98.87%	1,076,826	1.13%	95,076,528	73.36%	8,608
8 To re-elect Nicky Dulieu	93,639,313	98.49%	1,436,095	1.51%	95,075,408	73.36%	9,728
9 To re-elect Simon Emery	93,244,114	98.07%	1,830,682	1.93%	95,074,796	73.36%	10,340
10 To elect Max Izzard	94,670,210	99.57%	405,593	0.43%	95,075,803	73.36%	9,333
11 To elect Situl Jobanputra	94,786,553	99.69%	293,065	0.31%	95,079,618	73.36%	5,518
12 To elect Helen Rose	95,066,795	99.99%	9,786	0.01%	95,076,581	73.36%	8,568
13 To re-appoint PricewaterhouseCoopers LLP as auditors	94,766,373	99.67%	316,531	0.33%	95,082,904	73.36%	2,245
14 To authorise the Audit Committee of the Board to determine the auditors' remuneration	95,063,116	99.99%	13,078	0.01%	95,076,194	73.36%	8,955
15 Authority to make political donations	94,543,759	99.48%	497,000	0.52%	95,040,759	73.33%	44,229
16 Authority to allot shares	92,080,199	96.85%	2,995,498	3.15%	95,075,697	73.36%	9,452
17 Authority to disapply pre-emption rights up to 10 per cent and for follow-on offers	88,717,154	93.33%	6,343,168	6.67%	95,060,322	73.35%	24,827
18 Authority to disapply pre-emption rights up to a further 10 per cent for acquisitions or specified capital investments and for follow-on offers	88,383,912	94.04%	5,604,839	5.96%	93,988,751	72.52%	1,096,397
19 Authority to make market purchases of ordinary shares	93,981,203	99.75%	236,286	0.25%	94,217,489	72.70%	867,660
20 Authority to call general meetings on 14 clear days' notice	93,718,994	98.57%	1,362,683	1.43%	95,081,677	73.36%	3,472

Notes

- Votes "for" and "against" are expressed as a percentage of votes received.
- A "vote withheld" is not a vote in law and is not counted in the calculation of the proportion of the votes "for" and "against" a resolution.

3. At the date of the AGM the issued share capital of the Company was 129,554,175 ordinary shares.

In accordance with paragraph 9.6.2 of the Listing Rules, a copy of the resolutions passed as special business at the AGM have been submitted to the National Storage Mechanism at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

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Company Secretary

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