RNS Number : 2391W Sage Group PLC (The) 06 February 2025

## RESULTS OF AGM

The Sage Group plc. ("**Sage**") 6 February 2025

Sage announces that all resolutions proposed to shareholders at its Annual General Meeting held on 6 February 2025 (the "AGM") were carried by the requisite majority on a poll.

The following table shows the votes cast for and against each resolution and the number of votes withheld:

|     |  |              |                                 |                  |  |   | Percent of   |                   |
|-----|--|--------------|---------------------------------|------------------|--|---|--|-------------------|
|     | Resolutions  | Votes<br>For | Percent<br>of votes<br>cast for | Votes<br>Against | Percent<br>of votes<br>cast<br>against | Total votes<br>cast<br>(excluding<br>votes<br>withheld) | total voting rights voted (excluding votes withheld) | Votes<br>withheld |
| 1.  | Receive the<br>Annual Report<br>and Accounts                                   | 809,855,256  | 99.98%                          | 125,395          | 0.02%                                  | 809,980,651   | 81.17  | 4,946,594         |
| 2.  | Approve the Directors' Remuneration Report                                     | 789,980,030  | 97.00%                          | 24,471,358       | 3.00%                                  | 814,451,388   | 81.62  | 475,856           |
| 3.  | Approve the Directors' Remuneration Policy                                     | 655,779,523  | 80.72%                          | 156,636,696      | 19.28%                                 | 812,416,219   | 81.41  | 2,511,025         |
| 4.  | Declare a final dividend   | 814,430,319  | 99.99%                          | 100,373          | 0.01%                                  | 814,530,692   | 81.62  | 396,553           |
| 5.  | Re-elect Mr A<br>Duff  | 801,314,236  | 98.39%                          | 13,127,828       | 1.61%                                  | 814,442,064   | 81.61  | 485,181           |
| 6.  | Re-elect Dr J<br>Bates   | 810,970,893  | 99.57%                          | 3,470,095        | 0.43%                                  | 814,440,988   | 81.61  | 486,257           |
| 7.  | Re-elect Mr J<br>Bewes   | 801,940,182  | 98.47%                          | 12,499,262       | 1.53%                                  | 814,439,444   | 81.61  | 487,801           |
| 8.  | Re-elect Ms<br>M C Jones   | 814,384,751  | 99.99%                          | 51,128           | 0.01%                                  | 814,435,879   | 81.61  | 491,366           |
| 9.  | Re-elect Ms<br>A Court   | 810,841,446  | 99.56%                          | 3,594,580        | 0.44%                                  | 814,436,026   | 81.61  | 491,219           |
| 10. | Re-elect Ms<br>R Donnelly  | 809,120,712  | 99.61%                          | 3,199,771        | 0.39%                                  | 812,320,483   | 81.40  | 2,606,762         |
| 11. | Re-elect Mr D<br>Harding   | 814,070,519  | 99.95%                          | 376,239          | 0.05%                                  | 814,446,758   | 81.61  | 480,487           |
| 12. | Re-elect Mr S<br>Hare  | 813,435,198  | 99.87%                          | 1,042,468        | 0.13%                                  | 814,477,666   | 81.62  | 449,579           |
| 13. | Re-elect Mr J<br>Howell  | 810,743,026  | 99.54%                          | 3,737,661        | 0.46%                                  | 814,480,687   | 81.62  | 446,558           |
| 14. | Appoint<br>KPMG LLP<br>as auditor  | 811,962,514  | 99.69%                          | 2,517,427        | 0.31%                                  | 814,479,941   | 81.62  | 447,304           |
| 15. | Authority to determine the auditor's remuneration                              | 814,500,186  | 100.00%                         | 19,131           | 0.00%                                  | 814,519,317   | 81.62  | 407,928           |
| 16. | Political<br>Donations   | 805,813,970  | 99.31%                          | 5,600,761        | 0.69%                                  | 811,414,731   | 81.31  | 3,512,515         |
| 17. | The Sage<br>Group plc.<br>Long Term<br>Incentive Plan                          | 797,796,609  | 97.95%                          | 16,693,995       | 2.05%                                  | 814,490,604   | 81.62  | 436,641           |
| 18. | Removal of<br>discretionary<br>plan 5%<br>dilution limit<br>for share<br>plans | 810,841,235  | 99.55%                          | 3,637,889        | 0.45%                                  | 814,479,124   | 81.62  | 448,121           |

| 19. | Authority to allot new shares  | 776,971,585 | 95.39% | 37,518,930  | 4.61%  | 814,490,515 | 81.62 | 436,729   |
|-----|--|-------------|--------|-------------|--------|-------------|-------|-----------|
| 20. | Authority to<br>disapply pre-<br>emption rights<br>(general)*  | 674,549,478 | 82.82% | 139,923,923 | 17.18% | 814,473,401 | 81.62 | 453,843   |
| 21. | Authority to<br>disapply pre-<br>emption rights<br>(acquisition or<br>specified<br>capital<br>investment)* | 658,241,842 | 80.87% | 155,661,049 | 19.13% | 813,902,891 | 81.56 | 1,024,353 |
| 22. | Authority to purchase own shares on market*  | 811,258,001 | 99.61% | 3,186,611   | 0.39%  | 814,444,612 | 81.61 | 482,632   |
| 23. | General<br>meetings to<br>be held on not<br>less than 14<br>clear days'<br>notice*                         | 788,190,786 | 96.77% | 26,326,113  | 3.23%  | 814,516,899 | 81.62 | 410,345   |

## NOTES:

- 1. \* Indicates a Special Resolution requiring 75% of votes cast to be carried.
- 2. All resolutions were passed.
- 3. Votes "For" and "Against" are expressed as a percentage of votes cast.
- 4. Votes "For" include discretionary votes given to the Chair.
- 5. A "Vote withheld" is not a vote in law and is not counted in the calculation of the votes "For" and "Against" a resolution.
- 6. To view the full wording of the resolutions, please refer to the Notice of 2025 Annual General Meeting on Sage's website at <a href="https://www.sage.com/investors">www.sage.com/investors</a>.
- 7. At 6.30pm on 4 February 2025, the total voting rights of Sage were 997,918,749. This is based on the issued share capital of 1,059,657,520 ordinary shares reduced by the number of treasury shares of 61,738,771.

In accordance with UKLR 6.4.2, copies of all the resolutions passed as special resolutions (resolutions 20 to 23 inclusive) will be submitted to the National Storage Mechanism and will shortly be available for inspection at: <a href="https://data.fca.org.uk/#/nsm/nationalstoragemechanism">https://data.fca.org.uk/#/nsm/nationalstoragemechanism</a>

A copy of the AGM results as shown above will also be made available on Sage's website at <a href="https://www.sage.com/investors">www.sage.com/investors</a>.

## **END**

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