

Sherborne Investors (Guernsey) C Limited
LEI 213800L8QL59OCFOCB40
21 May 2025

SHERBORNE INVESTORS (GUERNSEY) C LIMITED

Results of Annual General Meeting

The board of Sherborne Investors (Guernsey) C Limited (the "**Company**") announces that, at the Annual General Meeting of the Company held today, 21 May 2025, all resolutions set out in the Notice of the 2025 Annual General Meeting and Proposed Waiver of Rule 9 of the Takeover Code (the "**Circular**") were approved by shareholders.

Resolutions 1 to 10 (inclusive) were passed as ordinary resolutions. Resolution 10 was also passed as an ordinary resolution and, as required by the City Code on Takeovers and Mergers, this resolution was taken on a poll vote of independent shareholders. Resolution 11 was passed as special resolution.

Details of the proxy votes lodged are set out below:

Ordinary Resolutions	For	%	Against	%	Withheld
1. To approve the Annual Report on Remuneration	635,256,800	94.06	40,099,648	5.94	0
2. To re-elect Mr T Morgan as a Director	674,041,666	99.81	1,314,782	0.19	0
3. To re-elect Mr T Ash as a Director	674,041,666	99.81	1,314,782	0.19	0
4. Resolution withdrawn					
5. To re-elect Mrs H Sinclair as a Director	644,002,017	99.80	1,314,782	0.20	30,039,649
6. To re-elect Mrs L Wilding as a Director	591,024,541	91.59	54,292,258	8.41	30,039,649
7. To re-appoint Grant Thornton LLP as Auditors of the Company	675,356,448	100.00	0	0.00	0
8. To authorise the Directors to fix the remuneration of the Auditors	675,356,448	100.00	0	0.00	0
9. To increase the limit on the aggregate amount the directors collectively shall be entitled to receive as fees to £300,000	538,255,301	79.70	137,101,147	20.30	0
10. THAT, subject to					

Resolution 11, the waiver by the Panel on Takeovers and Mergers of the obligation which might arise on the Concert Party to make a mandatory offer as a result of market purchases of the Company's shares be approved	307,345,091	66.01	158,261,357	33.99	209,750,000
Special Resolution	For	%	Against	%	Withheld
11. THAT the Company be authorised to make market purchases of its own shares	517,095,091	76.57	158,261,357	23.43	0

The Board is pleased that all resolutions tabled at the AGM were passed with the requisite majorities, and wishes to place on record its thanks to shareholders. The Board will continue to engage with shareholders over the year ahead in line with its customary approach in order to understand the reasons behind the results.

The full text of the resolutions may be found in the Notice of Annual General Meeting dated 23 April 2025 which is available on the Company's website www.sherborneinvestorsguernseyc.com. It has also been submitted to the National Storage Mechanism https://data.fca.org.uk/#/homepage***.

A copy of the Special Resolution passed at the Annual General Meeting is available on the Company's website www.sherborneinvestorsguernseyc.com and has been submitted to the National Storage Mechanism https://data.fca.org.uk/#/homepage***.

* Includes discretionary votes received

** A vote withheld is not a vote in law and is not counted in the proportion of votes 'for' or 'against' a resolution

*** Neither the NSM website nor the Company's website nor the content of any website accessible from hyperlinks on those websites (or any other website) is (or is deemed to be) incorporated into, or forms (or is deemed to form) part of this announcement

**** The number of shares in issue on 21 May 2025 was 700,000,000 with no shares in treasury. For the purposes of Resolution 10, the number of shares which were deemed independent for the resolution were 490,250,000. Those shares held by the Concert Party, totaling 209,750,000, were not permitted to be voted on Resolution 10.

-Ends-

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