

S⁴Capital plc

("S⁴Capital" or "the Company")

Results of 2025 Annual General Meeting

S⁴Capital plc (SFOR.L), announces that following its Annual General Meeting ("AGM") held at 15 Bonhill Street, London EC2A 4DN and virtually on 4 June 2025 at midday, all the proposed resolutions were duly passed by shareowners by way of a poll. Resolutions 1 to 17 were passed as ordinary resolutions. Resolutions 18 to 22 were passed as special resolutions.

The total number of votes cast on the poll for each resolution (the full text of the resolutions is detailed in the Notice of AGM dated 8 May 2025) is set out below.

Resolution	Votes For	% of votes cast	Votes Against	% of votes cast	Total Cast	Withheld
1. To receive the 2024 annual report and accounts	277,887,831	99.97%	80,857	0.03%	277,968,688	74,572
2. To approve the Directors' Remuneration Report	268,735,303	96.69%	9,203,870	3.31%	277,939,173	103,345
3. To approve the Directors' Remuneration Policy	253,476,103	91.20%	24,446,786	8.80%	277,922,889	119,629
4. To declare a final dividend of 1 pence per share	277,067,227	99.66%	956,557	0.34%	278,023,784	19,476
5. To re-elect Sir Martin Sorrell as a Director	266,176,600	98.23%	4,804,756	1.77%	270,981,356	7,046,904
6. To re-elect Elizabeth Buchanan as a Director	234,037,345	84.24%	43,780,157	15.76%	277,817,502	225,758
7. To re-elect Margaret Ma Connolly as a Director	272,148,651	97.96%	5,668,851	2.04%	277,817,502	225,758
8. To re-elect Colin Day as a Director	274,760,534	98.90%	3,056,968	1.10%	277,817,502	225,758
9. To re-elect Daniel Pinto as a Director	246,025,191	88.56%	31,782,311	11.44%	277,807,502	235,758
10. To re-elect Susan Prevezer as a Director	272,950,755	98.25%	4,856,747	1.75%	277,807,502	235,758
11. To elect Radhika Radhakrishnan as a Director	275,830,719	99.22%	2,163,717	0.78%	277,994,436	48,824
12. To elect Nirvik Singh as a Director	275,284,038	99.18%	2,278,639	0.82%	277,562,677	230,583
13. To re-elect Rupert Faure Walker as a Director	274,362,540	98.89%	3,093,335	1.11%	277,455,875	337,385
14. To re-elect Peter Miles Young as a Director	271,865,498	97.97%	5,639,778	2.03%	277,505,276	287,984
15. To re-appoint PricewaterhouseCoopers LLP as auditors	276,773,032	99.83%	465,515	0.17%	277,238,547	554,713
16. To authorise the Directors to fix the remuneration of the auditors	277,403,150	99.87%	363,171	0.13%	277,766,321	26,197
17. To authorise the Directors generally to allot ordinary shares	272,910,099	98.26%	4,819,437	1.74%	277,729,536	62,982
18. To authorise the disapplication of pre-emption rights generally	275,438,748	99.29%	1,968,577	0.71%	277,407,325	385,193
19. To authorise the disapplication of pre-emption rights in connection with a specified acquisition or capital investment	273,128,190	98.35%	4,585,463	1.65%	277,713,653	78,865
20. To authorise the disapplication of pre-emption rights to facilitate pro-rata offers to overseas shareowners	274,321,088	98.78%	3,396,726	1.22%	277,717,814	74,704
21. To authorise the Company to purchase its own shares	276,108,853	99.40%	1,662,537	0.60%	277,771,390	21,128
22. To authorise the Company to						

22. To enable the Company to call general meetings, other than an Annual General Meeting, on reduced notice	272,966,622	98.31%	4,704,058	1.69%	277,670,680	122,580
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Notes:

- (1) The "for" votes include those giving the Chairman discretion.
- (2) Total votes "for" and "against" are expressed as a percentage of the total votes cast.
- (3) 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.
- (4) Total Voting Rights: 613,636,656 ordinary shares.

The above poll results will shortly be available on the website. In accordance with UK Listing Rule 22.2.6 a copy of the resolutions, other than those concerning ordinary business of the Company, will be submitted to the FCA and will in due course be available for inspection at: <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>

Enquiries

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About S⁴Capital

Our strategy is to build a purely digital advertising and marketing services business for global, multinational, regional, and local clients, and millennial-driven influencer brands. This will be achieved by integrating leading businesses in two synchronised Practices: Marketing Services and Technology Services, along with an emphasis on 'faster, better, cheaper, more' execution in an always-on consumer-led environment, with a unitary structure.

The Company now has approximately 7,000 people in 33 countries with approximately 80% of net revenue across the Americas, 15% across Europe, the Middle East and Africa and 5% across Asia-Pacific. The longer-term objective is a geographic split of 60%:20%:20%. Marketing Services accounted for approximately 90% of net revenue, and Technology Services 10%. The longer term objective is a practice split of 75%:25%.

Sir Martin was CEO of WPP for 33 years, building it from a £1 million 'shell' company in 1985 into the world's largest advertising and marketing services company, with a market capitalisation of over £16 billion on the day he left. Prior to that Sir Martin was Group Financial Director of Saatchi & Saatchi Company Plc for nine years.

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