

CHARLES STANLEY GROUP PLC
(“Charles Stanley” or “the Company”)

RESULT OF AGM

At the Company’s Annual General Meeting held on Thursday 9th July 2020, all the resolutions which were set out in the Notice of Meeting circulated to shareholders on 9th June 2020 (the “Notice of Meeting”), were passed.

In accordance with Listing Rule 9.6.18 copies of all resolutions passed, other than ordinary business, will be submitted to the UK Listing Authority. Copies will be available at the National Storage Mechanism at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism> .

PROXY APPOINTMENT DISCLOSURE

The Annual General Meeting of Charles Stanley Group PLC was held on 9 July 2020

As at the date of the AGM the total number of shares in issue was 52,088,743. Proxy appointments were received from shareholders of 43,127,085 ordinary shares amounting to 82.8% of the issued share capital.

The following number of proxy appointments and associated instructions were received prior to the meeting:

Res No:	FOR*		AGAINST		Total Votes	% of ISC	Votes Withheld**
	No of Shares	% of total	No of Shares	% of total			
Resolution 1 Adoption of Annual Report and Accounts	43,126,177	99.99	908	0.01	43,127,085	82.8	0
Resolution 2 Declaration of Dividend	43,127,085	100	0	0	43,127,085	82.8	0
Resolution 3 Approval of the Directors’ Remuneration Report	42,699,005	99.01	427,880	0.99	43,126,885	82.8	200
Resolution 4 Re-election of Sir David Howard	43,047,084	99.81	79,996	0.19	43,127,080	82.8	5
Resolution 5 Re-election of Paul Abberley	43,111,446	99.96	15,634	0.04	43,127,080	82.8	5
Resolution 6 Re-election of Benjamin Money-Coutts	43,111,446	99.96	15,634	0.04	43,127,080	82.8	5
Resolution 7 Re-election of Bridget Guerin	43,126,713	99.99	367	0.01	43,127,080	82.8	5
Resolution 8 Re-election of Andrew Didham	43,127,076	99.99	4	0.01	43,127,080	82.8	5

Resolution 9 Re-election of Hugh Grootenhuis	43,127,071	99.99	9	0.01	43,127,080	82.8	5
Resolution 10 Re-election of Marcia Campbell	43,126,722	99.99	4	0.01	43,126,726	82.8	359
Resolution 11 Re-appointment of KPMG LLP as Auditor.	43,126,727	99.99	4	0.01	43,126,731	82.8	354
Resolution 12 To authorise the Directors to determine the remuneration of the Auditors.	43,127,075	99.99	5	0.01	43,127,080	82.8	5
Resolution 13 That the Directors are authorised to issue shares as set out in the Notice of Meeting.	43,122,344	99.99	4,736	0.01	43,127,080	82.8	5
Resolution 14 To dis-apply pre-emption rights on up to 5% of share capital.	43,121,386	99.99	5,694	0.01	43,127,080	82.8	5
Resolution 15 To dis-apply pre-emption rights on an additional 5% of share capital.	43,109,860	99.96	17,220	0.04	43,127,080	82.8	5
Resolution 16 To allow the Company to hold general meetings (other than AGMs) on not less than 14 clear days' notice.	43,120,372	99.99	6,354	0.01	43,126,726	82.8	5

VOTES OF INDEPENDENT SHAREHOLDERS ON THE RESOLUTIONS CONCERNING THE RE-ELECTION OF THE INDEPENTENT NON-EXECUTIVE DIRECTORS

As at the date of the AGM the total number of shares in issue was 52,088,743. Proxy appointments were received from independent shareholders of 21,829,460 ordinary shares amounting to 41.9% of the issued share capital.

Res No:	FOR*		AGAINST		Total Votes	% of ISC	Votes Withheld**
	No of Shares	% of total	No of Shares	% of total			
Resolution 7 Re-election of	21,829,088	99.99	367	0.01	21,829,455	41.9	5

Bridget Guerin							
Resolution 8 Re-election of Andrew Didham	21,829,451	99.99	4	0.01	21,829,455	41.9	5
Resolution 9 Re-election of Hugh Grootenhuis	21,829,446	99.99	9	0.01	21,829,455	41.9	5
Resolution 10 Re-election of Marcia Campbell	21,829,097	99.99	4	0.01	21,829,101	41.9	359

*Includes discretionary votes

** A vote withheld is not a vote in law and, therefore cannot be counted in the calculation of the proportion of votes for and against a resolution.

Charles Stanley Group PLC LEI: 213800LBSEGKE5MCYC90

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Notes to editors:

Charles Stanley traces its origins back directly to 1792 and is one of the oldest firms on the London Stock Exchange. Charles Stanley today provides holistic wealth management services to private clients, charities and smaller institutions. These are delivered by over 800 professionals located in 27 offices throughout the UK, both direct to clients and to intermediaries. Our services include investment portfolio management and financial planning, supported by in-house administration to enhance the quality of service provided. In addition, Charles Stanley Direct provides an award winning direct to customer execution-only dealing platform for equities and funds.