

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

RESULT OF AGM

At the Company’s Annual General Meeting held on Monday 12th July 2021, all the resolutions which were set out in the Notice of Meeting circulated to shareholders on 8th June 2021 (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 12 July 2021

As at the date of the AGM the total number of shares in issue was 52,120,285. Proxy appointments were received from shareholders of 47,983,687 ordinary shares amounting to 92.06% 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	47,983,687	100	0	0	47,983,687	92.1	0
Resolution 2 Declaration of Dividend	47,983,687	100	0	0	47,983,687	92.1	0
Resolution 3 Approval of the Directors’ Remuneration Report	47,961,761	99.95	21,926	0.05	47,983,687	92.1	0
Resolution 4 Approval of the Directors’ Remuneration Policy	47,961,761	99.95	21,926	0.05	47,983,687	92.1	0
Resolution 5 Approve the renewal of the SAYE Plan	47,981,331	99.99	2,356	0.01	47,983,687	92.1	0
Resolution 6 Re-election of Sir David Howard	47,868,287	99.76	115,400	0.24	47,983,687	92.1	0
Resolution 7 Re-election of Paul Abberley	47,959,954	99.95	23,733	0.05	47,983,687	92.1	0

Resolution 8 Re-election of Benjamin Money-Coutts	47,959,954	99.95	23,733	0.05	47,983,687	92.1	0
Resolution 9 Re-election of Marcia Campbell	47,975,575	99.98	8,112	0.02	47,983,687	92.1	0
Resolution 10 Re-election of Andrew Didham	47,975,579	99.98	8,108	0.02	47,983,687	92.1	0
Resolution 11 Re-election of Hugh Grootenhuis	47,975,579	99.98	8,108	0.02	47,983,687	92.1	0
Resolution 12 Election of Anna Troup	47,981,331	99.99	2,356	0.01	47,983,687	92.1	0
Resolution 13 Re-appointment of KPMG LLP as Auditor.	47,978,626	99.99	2,061	0.01	47,980,687	92.1	3,000
Resolution 14 To authorise the Directors to determine the remuneration of the Auditors.	47,979,495	99.99	4,192	0.01	47,983,687	92.1	0
Resolution 15 That the Directors are authorised to issue shares as set out in the Notice of Meeting.	47,979,218	99.99	2,352	0.01	47,981,570	92.1	2,117
Resolution 16 To dis-apply pre-emption rights on up to 5% of share capital.	47,976,736	99.99	4,834	0.01	47,981,570	92.1	2,117
Resolution 17 To dis-apply pre-emption rights on an additional 5% of share capital.	47,972,454	99.98	9,116	0.02	47,981,570	92.1	2,117
Resolution 18 To allow the Company to hold general meetings (other than AGMs) on not less than 14 clear days' notice.	47,983,483	99.99	204	0.01	47,983,687	92.1	0

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

As at the date of the AGM the total number of shares in issue was 52,120,285. Proxy appointments were received from independent shareholders of 26,717,219 ordinary shares amounting to 51.26% 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 9 Re-election of Marcia Campbell	26,709,107	99.97	8,112	0.03	26,717,219	51.26	0
Resolution 10 Re-election of Andrew Didham	26,709,111	99.97	8,108	0.03	26,717,219	51.26	0
Resolution 11 Re-election of Hugh Grootenhuis	26,709,111	99.97	8,108	0.03	26,717,219	51.26	0
Resolution 12 Election of Anna Troup	26,714,863	99.99	2,356	0.01	26,717,219	51.26	0

*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 provides holistic wealth management services to private clients, charities, trusts and institutions. Its origins trace back to 1792 and the Group is one of the oldest firms on the London Stock Exchange. The Group has a national presence, with 26 locations and over 800 professionals. Its wealth management services are provided direct to clients and to intermediaries.