

Harworth Group plc

Results of Annual General Meeting

At its Annual General Meeting held at 8:00a.m. on Monday 29 June 2020 all resolutions in the Notice of Annual General Meeting dated 5 June 2020 were passed by the necessary majority on a poll.

Details of proxy voting instructions received in advance of the Annual General Meeting are shown in the table below.

Res. No.	Brief Description	Votes for	%	Votes against	%	Total votes (ex. withheld)	Votes withheld
Ordinary resolutions							
01	To adopt the Company's Annual Report and Financial Statements for the financial year ended 31 December 2019	225,788,220	100%	1,070	0%	225,789,290	4,887
02	To elect Kitty Patmore as a director of the Company	225,764,427	99.99%	16,290	0.01%	225,780,717	13,460
03	To re-elect Alastair Lyons as a director of the Company	225,760,791	100%	7,528	0%	225,768,319	25,858
04	To re-elect Owen Michaelson as a director of the Company	225,752,850	99.99%	26,452	0.01%	225,779,302	14,875
05	To re-elect Lisa Clement as a director of the Company	225,748,246	99.99%	25,035	0.01%	225,773,281	20,896
06	To re-elect Andrew Cunningham as a director of the Company	225,743,033	99.99%	25,503	0.01%	225,768,536	25,641
07	To re-elect Ruth Cooke as a director of the Company	225,745,282	99.98%	35,637	0.02%	225,780,919	13,258
08	To re-elect Angela Bromfield as a director of the Company	225,764,851	99.99%	15,866	0.01%	225,780,717	13,460
09	To re-elect Steven Underwood as a director of the Company	225,701,842	99.97%	77,443	0.03%	225,779,285	14,892
10	To re-elect Martyn Bowes as a director of the Company	225,705,808	99.97%	62,728	0.03%	225,768,536	25,641
11	To approve the Directors' Remuneration Report for the financial year	222,301,070	98.47%	3,444,900	1.53%	225,745,970	48,207

	ended 31 December 2019						
12	To appoint Ernst & Young LLP as the auditors of the Company	225,756,626	99.99%	28,943	0.01%	225,785,569	8,608
13	To give authority to the Directors to determine the auditors' remuneration	225,719,262	99.97%	68,758	0.03%	225,788,020	6,157
14	To authorise political donations	222,183,073	98.41%	3,594,817	1.59%	225,777,890	16,287
15	Authority to allot shares	225,465,814	99.86%	314,213	0.14%	225,780,027	14,150
Special resolutions							
16	Authority to dis-apply pre-emption rights	225,669,548	99.95%	119,148	0.05%	225,788,696	5,481
17	To authorise the Company to purchase its own shares	225,695,647	99.96%	95,382	0.04%	225,791,029	3,148
18	To reduce notice of general meetings (other than AGM) to 14 clear days	225,178,199	99.75%	563,481	0.25%	225,741,680	52,497

The number of ordinary shares in issue on 29 June 2020 was 322,236,872 ordinary shares. A vote withheld is not a vote in law and is not counted in the calculation of votes for or against a resolution.