Capital & Regional plc announces that at the Annual General Meeting (“**AGM**”) of the Company, held on 19 May 2022, all of the resolutions set out in the Company's Notice of AGM, dated 25 April 2022, were duly passed on a poll with the results as stated below.

As at the close of business on 17 May 2022, being the last day for registration of shareholdings before the AGM, the Company had a total of 165,399,863 ordinary shares in issue each carrying one vote and therefore the total number of voting rights in respect of the AGM was 165,399,863.

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| **Resolution number** | **For** | **% For** | **Against** | **% Against** | **Total Shares Voted** | **% Shares Voted** | **Votes Withheld** |
| 1 - To adopt the report and accounts | 130,910,119 | 100.00 | 2,403 | 0.00 | 130,912,522 | 79.15 | 20,252 |
| 2 - To approve the 2021 Directors’ Remuneration Report | 125,765,219 | 96.07 | 5,147,202 | 3.93 | 130,912,421 | 79.15 | 20,353 |
| 3 – To approve the Directors Remuneration Policy | 125,803,575 | 96.10 | 5,107,180 | 3.90 | 130,910,755 | 79.15 | 22,019 |
| 4 - To re-appoint Deloitte LLP as auditors | 129,130,038 | 98.72 | 1,680,817 | 1.28 | 130,810,855 | 79.09 | 21,919 |
| 5 - To authorise the directors to fix the remuneration of the auditors | 130,908,341 | 100.00 | 2,515 | 0.00 | 130,910,856 | 79.15 | 21,918 |
| 6 - To re-elect David Hunter as a director of the Company | 128,407,072 | 98.09 | 2,504,758 | 1.91 | 130,911,830 | 79.15 | 20,944 |
| 7 - To re-elect Lawrence Hutchings as a director of the Company  | 130,907,691 | 100.00 | 4,140 | 0.00 | 130,911,831 | 79.15 | 20,943 |
| 8 - To re-elect Stuart Wetherly as a director of the Company | 130,848,585 | 100.00 | 4,438 | 0.00 | 130,853,023 | 79.11 | 79,751 |
| 9 - To re-elect Ian Krieger as a director of the Company | 129,949,159 | 99.26 | 962,672 | 0.74 | 130,911,831 | 79.15 | 20,943 |
| 10 - To re-elect Laura Whyte as a director of the Company | 128,468,131 | 98.13 | 2,443,799 | 1.87 | 130,911,930 | 79.15 | 20,844 |
| 11 - To re-elect Katie Wadey as a director of the Company | 130,277,715 | 99.52 | 634,116 | 0.48 | 130,911,831 | 79.15 | 20,943 |
| 12 - To re-elect Norbert Sasse as a director of the Company | 129,730,379 | 99.10 | 1,181,451 | 0.90 | 130,911,830 | 79.15 | 20,944 |
| 13 - To re-elect George Muchanya as a director of the Company | 129,732,045 | 99.10 | 1,179,785 | 0.90 | 130,911,830 | 79.15 | 20,944 |
| 14 - To allot securities. | 125,725,713 | 96.04 | 5,189,880 | 3.96 | 130,915,593 | 79.15 | 17,181 |
| 15 - Special resolution - To disapply pre-emption rights | 125,834,207 | 96.12 | 5,081,386 | 3.88 | 130,915,593 | 79.15 | 17,181 |
| 16 - Special resolution – To disapply pre-emption rights for acquisitions or capital investments | 125,786,396 | 96.08 | 5,129,197 | 3.92 | 130,915,593 | 79.15 | 17,181 |
| 17 - Special resolution - To make market purchases of the Company’s own shares in compliance with Section 693 of the Companies Act 2006 | 129,899,085 | 99.22 | 1,016,607 | 0.78 | 130,915,692 | 79.15 | 17,082 |
| 18 – To approve the capital reduction of the share premium account and capital redemption reserve | 130,913,178 | 100.00 | 2,515 | 0.00 | 130,915,693 | 79.15 | 17,081 |
| 19 - Special resolution - To call a general meeting on not less than 14 clear days’ notice | 125,981,915 | 96.23 | 4,933,777 | 3.77 | 130,915,692 | 79.15 | 17,082 |

*1Where shareholders have appointed the Chairman of the meeting as their proxy with discretion as to voting, those votes have been cast in favour of all of the resolutions.*

*2A vote withheld is not a vote in law and is not counted in the calculation of the proportion of the votes “for” and “against” a resolution.*

Votes of independent shareholders on the resolutions concerning the election or re-election of the independent Non-executive Directors:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| **Resolution number** | **For** | **% For** | **Against** | **% Against** | **Total Shares Voted** | **% Shares Voted** | **Votes Withheld** |
| 6 - To re-elect David Hunter | 27,901,579 | 91.76 | 2,504,758 | 8.24 | 30,406,337 | 46.86 | 20,944 |
| 9 - To re-elect Ian Krieger | 29,443,666 | 96.83 | 962,672 | 3.17 | 30,406,338 | 46.86 | 20,943 |
| 10 - To re-elect Laura Whyte | 27,962,638 | 91.96 | 2,443,799 | 8.04 | 30,406,437 | 46.86 | 20,844 |
| 11 - To re-elect Katie Wadey | 29,772,222 | 97.91 | 634,116 | 2.09 | 30,406,338 | 46.86 | 20,943 |