



20 May 2025

FDM Group (Holdings) plc

Result of AGM

At the Annual General Meeting of FDM Group (Holdings) plc, held on 20 May 2025, all resolutions proposed were passed by the requisite majorities and were decided by means of a poll vote. The full results of voting on each resolution are set out below.

As at the date of the meeting, there were 109,713,602 ordinary shares with voting rights in issue.

RESOLUTION		FOR*		AGAINST		WITHHELD
		VOTES	% OF VOTES CAST**	VOTES	% OF VOTES CAST**	VOTES
1	Receive the Company's Annual Report and Accounts for the year ended 31 December 2024 together with the reports of the Directors and shareholders.	93,407,180	99.99	9,046	0.01	1,183,635
2	Approve the Directors' Remuneration Report (other than the part containing the Directors' Remuneration Policy) for the year ended 31 December 2024.	92,941,278	99.37	585,917	0.63	1,072,666
3	Declare a final ordinary dividend for the year ended 31 December 2024 of 12.5 pence for each ordinary share in the capital of the Company.	94,589,576	99.99	9,026	0.01	1,259
4	Re-elect Andrew Brown as a Director of the Company.	93,115,692	98.43	1,480,486	1.57	3,683
5	Re-elect Roderick Flavell as a Director of the Company.	93,120,315	98.44	1,477,545	1.56	2,001
6	Re-elect Sheila Flavell as a Director of the Company.	93,118,735	98.44	1,479,125	1.56	2,001
7	Re-elect Alan Kinnear as a Director of the Company.	93,428,997	98.77	1,167,181	1.23	3,683
8	Elect Bruce Lee as a Director of the Company, who was appointed by the Board of Directors of the Company since the last AGM.	94,580,064	99.98	16,114	0.02	3,683

9	Re-elect David Lister as a Director of the Company.	90,202,342	95.36	4,393,836	4.64	3,683
10	Re-elect Michael McLaren as a Director of the Company.	92,895,055	98.20	1,702,006	1.80	2,800
11	Re-elect Rowena Murray as a Director of the Company	93,795,166	99.15	801,012	0.85	3,683
12	Re-elect Jacqueline de Rojas as a Director of the Company.	93,795,641	99.15	800,537	0.85	3,683
13	Re-appoint PricewaterhouseCoopers LLP as the Company's auditors.	92,720,353	98.02	1,877,507	1.98	2,001
14	Authorise the Directors to agree the remuneration of the auditors.	93,782,875	99.15	803,767	0.85	3,542
15	Authorise the Directors to allot securities pursuant to section 551 of the Companies Act 2006 (the "Act").	92,833,904	99.57	399,693	0.43	1,356,587
16	Special Resolution: Disapply pre-emption rights pursuant to section 570 of the Act.	89,873,417	96.40	3,359,627	3.60	1,357,140
17	Special Resolution: Disapply pre-emption rights in additional limited circumstances.	85,228,041	91.41	8,005,003	8.59	1,357,140
18	Special Resolution: Authorise the Company to make market purchases of its own shares pursuant to section 701 of the Act.	94,502,099	99.99	11,673	0.01	76,412
19	Special Resolution: That a general meeting (other than an AGM) may be called on not less than 14 clear days' notice.	92,953,296	99.70	283,489	0.30	1,353,399

*Includes proxies giving the Chairman discretion as to how to vote

**Rounded to two decimal places. Excludes votes withheld