



FDM Group (Holdings) plc

Result of AGM

At the Company's 2023 Annual General Meeting held on 16 May 2023, all resolutions were duly passed on a show of hands.

In accordance with Listing Rule 9.6.2(R), a copy of the resolutions passed at the Annual General Meeting will be submitted to the National Storage Mechanism and will be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

As at the date of the meeting, there were 109,464,068 ordinary shares with voting rights in issue. The following proxies were received by the Company from shareholders prior to the meeting:

	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 2022 together with the reports of the Directors and shareholders.	86,508,213	100.00	0	0.00	1,433,747
2	Approve the Directors' Remuneration Report (other than the part containing the Directors' Remuneration Policy) for the year ended 31 December 2022.	85,336,883	97.04	2,604,676	2.96	401
3	Declare a final ordinary dividend for the year ended 31 December 2022 of 19.0 pence for each ordinary share in the capital of the Company.	86,798,302	98.70	1,143,658	1.30	0
4	Re-elect Andrew Brown as a Director of the Company.	87,729,284	99.76	212,276	0.24	400
5	Re-elect Roderick Flavell as a Director of the Company.	87,730,524	99.76	211,036	0.24	400
6	Re-elect Sheila Flavell as a Director of the Company.	87,730,524	99.76	211,036	0.24	400
7	Re-elect Michael McLaren as a Director of the Company.	87,722,809	99.75	218,751	0.25	400

8	Re-elect Alan Kinnear as a Director of the Company.	86,327,623	98.16	1,613,937	1.84	400
9	Re-elect David Lister as a Director of the Company.	81,982,846	94.77	4,525,367	5.23	1,433,747
10	Re-elect Jacqueline de Rojas as a Director of the Company	87,308,021	99.39	533,539	0.61	100,400
11	Re-elect Michelle Senecal de Fonseca as a Director of the Company.	87,469,001	99.58	372,559	0.42	100,400
12	Re-elect Peter Whiting as a Director of the Company.	87,507,567	99.51	433,992	0.49	401
13	Re-appoint PricewaterhouseCoopers LLP as the Company's auditors.	86,507,721	98.37	1,433,839	1.63	400
14	Authorise the Directors to agree the remuneration of the auditors.	87,941,560	100.00	0	0.00	400
15	Authorise the Directors to allot securities pursuant to section 551 of the Companies Act 2006 (the "Act").	86,034,098	97.83	1,906,552	2.17	1,310
16	Special Resolution: Disapply pre-emption rights pursuant to section 570 of the Act.	83,832,108	95.33	4,107,542	4.67	2,310
17	Special Resolution: Disapply pre-emption rights in additional limited circumstances.	72,673,979	82.64	15,265,671	17.36	2,310
18	Special Resolution: Authorise the Company to make market purchases of its own shares pursuant to section 701 of the Act.	86,469,600	98.37	1,434,347	1.63	38,013
19	Special Resolution: That a general meeting (other than an AGM) may be called on not less than 14 clear days' notice.	87,732,565	99.76	209,395	0.24	0

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

**Rounded to two decimal places. Excludes votes withheld

ends

For further information please contact:

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