## **DERWENT LONDON PLC**

AT THE COMPANY'S AGM HELD ON THE 13 MAY 2016, ALL RESOLUTIONS WERE PASSED ON A SHOW OF HANDS. DETAILS OF THE PROXY VOTES RECEIVED PRIOR TO THE MEETING ARE DETAILED BELOW:

| Resolution   | Resolution<br>type | Number of<br>votes cast<br>'For'<br>(including<br>Discretionary) | % of votes<br>cast 'For' | Number of<br>votes cast<br>'Against' | % of votes<br>cast<br>'Against' | Total issued<br>share capital<br>voted<br>(excluding<br>Witheld) | Total % of issued share capital voted (excluding Witheld) | Number<br>of votes<br>withheld |
|--|--------------------|--|--------------------------|--------------------------------------|---------------------------------|--|---|--------------------------------|
| 1- to receive the annual report and accounts for the year ended 31 December 2015   | Ordinary           | 91,212,829   | 99.93%                   | 60,395                               | 0.07%                           | 91,273,224   | 82.00%  | 175,898                        |
| 2- to approve the Annual Statement by the<br>Chairman of the Remuneration Committee<br>and the Annual Report on Directors'<br>Remuneration for the year ended December<br>2015 | Ordinary           | 83,161,306   | 95.47%                   | 3,941,680                            | 4.53%                           | 87,102,986   | 78.25%  | 4,346,136                      |
| 3- to declare the final dividend of 30.8p per<br>ordinary share for the year ended 31<br>December 2015   | Ordinary           | 91,341,281   | 100.00%                  | 0                                    | 0.00%                           | 91,341,281   | 82.06%  | 107,841                        |
| 4- to re-elect Mr R.A. Rayne as a director   | Ordinary           | 82,679,104   | 93.48%                   | 5,769,698                            | 6.52%                           | 88,448,802   | 79.46%  | 3,000,320                      |
| 5- to re-elect Mr J.D. Burns as a director   | Ordinary           | 88,744,978   | 97.04%                   | 2,703,652                            | 2.96%                           | 91,448,630   | 82.15%  | 492                            |
| 6- to re-elect Mr S.P. Silver as a director  | Ordinary           | 84,792,849   | 92.94%                   | 6,443,781                            | 7.06%                           | 91,236,630   | 81.96%  | 212,492                        |
| 7- to re-elect Mr D.M.A. Wisniewski as a director  | Ordinary           | 84,894,250   | 93.05%                   | 6,342,380                            | 6.95%                           | 91,236,630   | 81.96%  | 212,492                        |
| 8- to re-elect Mr N.Q. George as a director  | Ordinary           | 84,894,229   | 93.05%                   | 6,342,401                            | 6.95%                           | 91,236,630   | 81.96%  | 212,492                        |
| 9- to re-elect Mr D.G. Silverman as a director   | Ordinary           | 83,588,364   | 91.62%                   | 7,648,266                            | 8.38%                           | 91,236,630   | 81.96%  | 212,492                        |

| 10- to re-elect Mr P.M. Williams as a director  | Ordinary | 84,793,157 | 92.94%  | 6,443,473 | 7.06%  | 91,236,630 | 81.96% | 212,492   |
|---|----------|------------|---------|-----------|--------|------------|--------|-----------|
| 11- to re-elect Mr S.A. Corbyn as a director  | Ordinary | 90,931,518 | 99.44%  | 509,894   | 0.56%  | 91,441,412 | 82.15% | 7,710     |
| 12- to re-elect Mr S.G. Young as a director   | Ordinary | 91,233,593 | 99.77%  | 208,019   | 0.23%  | 91,441,612 | 82.15% | 7,510     |
| 13- to re-elect Mr S.W. Fraser as a director  | Ordinary | 90,902,487 | 99.41%  | 539,856   | 0.59%  | 91,442,343 | 82.15% | 6,779     |
| 14- to re-elect Mr R.D. Dakin as a director   | Ordinary | 90,883,147 | 99.39%  | 559,196   | 0.61%  | 91,442,343 | 82.15% | 6,779     |
| 15- to elect Mrs. C.I. Arney as a director  | Ordinary | 91,178,523 | 99.71%  | 263,620   | 0.29%  | 91,442,143 | 82.15% | 6,979     |
| 16- to elect Mrs. P.D. Snowball as a director   | Ordinary | 91,177,036 | 99.71%  | 265,307   | 0.29%  | 91,442,343 | 82.15% | 6,779     |
| 17- to appoint PricewaterhouseCoopers LLP as independent auditor  | Ordinary | 91,440,369 | 99.99%  | 8,004     | 0.01%  | 91,448,373 | 82.15% | 749       |
| 18- to authorise the directors to determine the independent auditor's remuneration                            | Ordinary | 91,442,893 | 99.99%  | 5,781     | 0.01%  | 91,448,674 | 82.15% | 448       |
| 19- to authorise the allotment of relevant securities   | Ordinary | 84,954,884 | 93.66%  | 5,751,853 | 6.34%  | 90,706,737 | 81.49% | 742,385   |
| 20- to authorise the limited disapplication of pre-emption rights   | Special  | 84,280,239 | 99.33%  | 567,588   | 0.67%  | 84,847,827 | 76.22% | 6,601,295 |
| 21- to authorise the company to exercise its power to purchase its own shares.                                | Special  | 91,132,025 | 99.79%  | 195,706   | 0.21%  | 91,327,731 | 82.04% | 121,391   |
| 22- to authorise the reduction of the notice period for General Meetings other than an Annual General Meeting | Special  | 82,122,704 | 89.80%  | 9,325,197 | 10.20% | 91,447,901 | 82.15% | 1,221     |
| 23- to renew the directors' authority to operate the Derwent London plc Scrip Dividend Scheme                 | Ordinary | 91,341,012 | 100.00% | 25        | 0.00%  | 91,341,037 | 82.06% | 108,085   |
| 24- to increase the maximum level of fees that the Company is authorised to pay its directors                 | Ordinary | 91,374,353 | 99.94%  | 57,382    | 0.06%  | 91,431,735 | 82.14% | 17,387    |

## Notes:

- (i) Where shareholders appointed the Chairman as their proxy with discretion as to voting, their votes were cast in favour of the resolutions and their shares have been included within the votes 'FOR' column.
- (ii) A vote 'WITHHELD' is not a vote in law and is not counted in the calculation of percentages of the votes cast against a resolution.
- (iii) There are 111,314,228 ordinary shares of 0.5p in issue, there are no treasury shares.