

Vertu Motors plc (Company)
Annual General Meeting (AGM)
24 July 2019

The proxy votes received by the Company prior to the AGM were as set out below. The Company proposes to seek feedback from shareholders who voted against resolutions 10 and 15 to enable it to consider if there is any action that is appropriate for it to take.

Resolution		In Favour		Discretion		Against		Withheld
		Votes	%age	Votes	%age	Votes	%age	Votes
1	Annual Report and Accounts	192,367,001	100	0	0	0	0	1,183,256
2	Reappointment of Auditors	191,747,857	99.08	0	0	1,781,121	0.92	21,279
3	Auditors' Remuneration	193,528,978	100	0	0	0	0	21,279
4	Final Dividend	193,529,978	100	0	0	0	0	20,279
5	Election of David Crane	189,637,384	97.98	0	0	3,912,873	2.02	0
6	Election of Karen Anderson	188,480,634	97.38	0	0	5,069,623	2.62	0
7	Election of Andrew Goss	163,753,090	84.6	0	0	29,797,167	15.4	0
8	Re-election of Ken Lever	159,853,916	82.59	0	0	33,696,341	17.41	0
9	Re-election of Peter Jones	163,155,237	84.3	0	0	30,395,020	15.7	0
10	Remuneration Report	153,568,637	79.34	0	0	39,980,620	20.66	1,000
11	Authority to Allot	190,538,995	98.74	0	0	2,428,573	1.26	582,689
12	Disapplication of Pre-Emption	191,770,799	99.08	0	0	1,778,458	0.92	1,000
13	Pre-emption on acquisitions	186,591,581	96.41	0	0	6,957,676	3.59	1,000
14	Purchase of Own Shares	192,588,967	99.69	0	0	606,251	0.31	355,039
15	LTIP amendment	146,428,604	75.65	0	0	47,120,653	24.35	1,000