

06 June 2017

VOTING RESULTS OF 2017 ANNUAL GENERAL MEETING

Shawbrook Group plc (the “Company”) announces the results of its Annual General Meeting held today. All resolutions were voted on by way of a poll and were passed.

The total number of votes received on each resolution is as follows

	Resolution	Votes For	% of votes cast	Votes against	% of votes cast	Total votes cast	Votes cast as a % of issued share capital	Withheld
1.	To receive the 2016 Report and Accounts	185,077,776	99.98%	41,200	0.02%	185,118,976	73.90%	4,094,524
2.	To approve a final Ordinary Dividend of 2.7p per share	189,213,500	100%	0	0.00%	189,213,500	75.53%	0
3.	To Re-elect Robin Ashton	184,767,109	97.65%	4,446,391	2.35%	189,213,500	75.53%	0
4.	To Re-elect Iain Cornish	187,633,004	99.16%	1,580,496	0.84%	189,213,500	75.53%	0
5.	To Elect Andrew Didham	187,814,621	99.26%	1,398,879	0.74%	189,213,500	75.53%	0
6.	To Re-elect David Gagie	187,523,361	99.11%	1,690,139	0.89%	189,213,500	75.53%	0
7.	To Re-elect Sally-Ann Hibberd	187,523,893	99.11%	1,689,607	0.89%	189,213,500	75.53%	0
8.	To Re-elect Stephen Johnson	187,788,225	99.25%	1,425,275	0.75%	189,213,500	75.53%	0
9.	To Re-elect Paul Lawrence	187,810,590	99.26%	1,402,910	0.74%	189,213,500	75.53%	0
10.	To Re-elect Roger Lovering	187,523,893	99.11%	1,689,607	0.89%	189,213,500	75.53%	0
11.	To Re-elect Lindsey McMurray	188,799,678	99.78%	413,822	0.22%	189,213,500	75.53%	0
12.	To Elect Dylan Minto	187,774,514	99.24%	1,438,986	0.76%	189,213,500	75.53%	0
13.	To Re-elect Steve Pateman	187,788,225	99.25%	1,425,275	0.75%	189,213,500	75.53%	0
14.	To approve the Annual Report on Remuneration	175,548,667	92.78%	13,664,833	7.22%	189,213,500	75.53%	0

15.	To re-appoint KPMG LLP as auditors	183,093,391	97.80%	4,126,414	2.20%	187,219,805	74.74%	1,993,695
16.	To authorise the Audit Committee to determine the remuneration of the auditors	185,125,457	97.84%	4,088,043	2.16%	189,213,500	75.53%	0
17.	To give authority to allot shares	186,382,666	98.50%	2,830,834	1.50%	189,213,500	75.53%	0
18.	To give authority to allot Additional Tier 1 Securities	187,805,076	99.27%	1,374,298	0.73%	189,179,374	75.52%	34,126
19.*	To give authority to dis-apply pre-emption rights	187,676,538	99.19%	1,536,462	0.81%	189,213,000	75.53%	500
20*	To give authority to dis-apply pre-emption rights in relation to acquisition or specified investment	185,278,579	97.92%	3,934,421	2.08%	189,213,000	75.53%	500
21*	To give authority to dis-apply pre-emption rights in relation to Tier 1 Securities	185,403,057	98.11%	3,575,817	1.89%	188,978,874	75.44%	34,626
22*	To approve cancellation of capital redemption reserve.	189,208,791	100.0%	4,209	0.00%	189,213,000	75.53%	500
23*	To give authority to purchase own shares	187,211,121	98.94%	2,001,879	1.06%	189,213,000	75.53%	500
24*	To give authority for a 14 day notice period for general meetings	187,709,185	99.21%	1,503,815	0.79%	189,213,000	75.53%	500

VOTES OF INDEPENDENT SHAREHOLDERS ON THE RESOLUTIONS CONCERNING THE RE-ELECTION OF THE INDEPENDENT NON-EXECUTIVE DIRECTORS

	Resolution	Votes for	% of votes cast	Votes against	% of votes cast	Total votes cast	votes cast as a % of independent voting capital	Withheld
3.	To Re-elect Robin Ashton	87,558,190	95.17%	4,446,391	4.83%	92,004,581	60.02%	0
4.	To Re-elect Iain Cornish	90,424,085	98.28%	1,580,496	1.72%	92,004,581	60.02%	0

5.	To Elect Andrew Didham	90,605,702	98.48%	1,398,879	1.52%	92,004,581	60.02%	0
6.	To Re-elect David Gagie	90,314,442	98.16%	1,690,139	1.84%	92,004,581	60.02%	0
7.	To Re-elect Sally-Ann Hibberd	90,314,974	98.16%	1,689,607	1.84%	92,004,581	60.02%	0
9.	To Re-elect Paul Lawrence	90,601,671	98.48%	1,402,910	1.52%	92,004,581	60.02%	0
10.	To Re-elect Roger Lovering	90,314,974	98.16%	1,689,607	1.84%	92,004,581	60.02%	0

Notes:

*Special resolution

A vote withheld is not a vote in law and is not counted in the calculation of the votes for or against a resolution.

All percentages are shown to two decimal places.

The total number of voting rights in issue as at close of business on 2 June 2017 was 250,500,000.

In accordance with UK Listing Rule 9.6.2R copies of all the resolutions passed other than resolutions concerning ordinary business have been submitted to the UK Listing Authority via the National Storage Mechanism and will shortly be available for inspection at www.Morningstar.co.uk

A copy of the poll results for the Annual General Meeting will also be available on the Shawbrook website at <https://investors.shawbrook.co.uk/> shortly.

The full text of each of the resolutions is set out in the Notice of Annual General Meeting which is available on the Shawbrook website at www.shawbrook.co.uk/investors/agm

Enquiries:

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