# LONDON STOCK EXCHANGE GROUP PLC (the "Company"/ "LSEG")

## 28 April 2021

### **RESULT OF ANNUAL GENERAL MEETING**

All resolutions proposed at the Annual General Meeting of the Company held on 28 April 2021 were passed by shareholders. Resolutions 1-20 were passed as Ordinary Resolutions and Resolutions 21-25 as Special Resolutions.

## **London Stock Exchange Group plc Annual General Meeting Poll Results**

|    | RESOLUTION   | VOTES<br>FOR | %     | VOTES<br>AGAINST | %     | VOTES<br>TOTAL | % OF<br>RELEVANT<br>SHARES IN<br>ISSUE | VOTES<br>WITHHELD |
|----|--|--------------|-------|------------------|-------|----------------|--|-------------------|
| 1  | To receive the annual report and accounts  | 443,077,166  | 99.99 | 28,331           | 0.01  | 443,105,497    | 86.68%                                 | 1,748,003         |
| 2  | To declare a dividend  | 444,822,623  | 99.99 | 25,862           | 0.01  | 444,848,485    | 87.03%                                 | 5,015             |
| 3  | To approve the Annual Report on Remuneration and the annual statement of the Chair of the Remuneration Committee | 334,721,864  | 76.48 | 102,929,835      | 23.52 | 437,651,699    | 85.62%                                 | 7,201,800         |
| 4  | To re-elect<br>Jacques<br>Aigrain as a<br>Director   | 413,879,595  | 93.04 | 30,968,921       | 6.96  | 444,848,516    | 87.03%                                 | 4,984             |
| 5  | To re-elect<br>Dominic<br>Blakemore as<br>a Director   | 440,912,237  | 99.47 | 2,338,264        | 0.53  | 443,250,501    | 86.71%                                 | 1,602,999         |
| 6  | To re-elect<br>Professor<br>Kathleen<br>DeRose as a<br>Director  | 443,083,108  | 99.60 | 1,765,178        | 0.40  | 444,848,286    | 87.03%                                 | 5,214             |
| 7  | To re-elect<br>Cressida<br>Hogg CBE as<br>a Director   | 420,482,663  | 94.52 | 24,365,711       | 5.48  | 444,848,374    | 87.03%                                 | 5,126             |
| 8  | To re-elect<br>Stephen<br>O'Connor as a<br>Director  | 443,083,802  | 99.60 | 1,764,484        | 0.40  | 444,848,286    | 87.03%                                 | 5,214             |
| 9  | To re-elect Dr<br>Val Rahmani<br>as a Director   | 420,463,883  | 94.52 | 24,384,253       | 5.48  | 444,848,136    | 87.03%                                 | 5,364             |
| 10 | To re-elect<br>Don Robert as   | 413,121,192  | 92.87 | 31,726,894       | 7.13  | 444,848,086    | 87.03%                                 | 5,414             |

|    | a Director  |             |        |            |      |             |        |           |
|----|---|-------------|--------|------------|------|-------------|--------|-----------|
| 11 | To re-elect<br>David<br>Schwimmer as<br>a Director                                      | 443,505,681 | 99.70  | 1,343,246  | 0.30 | 444,848,927 | 87.03% | 4,573     |
| 12 | To elect<br>Martin Brand<br>as a Director   | 435,812,865 | 97.97  | 9,033,320  | 2.03 | 444,846,185 | 87.02% | 7,315     |
| 13 | To elect Erin<br>Brown as a<br>Director   | 438,680,392 | 98.61  | 6,165,993  | 1.39 | 444,846,385 | 87.02% | 7,115     |
| 14 | To elect Anna<br>Manz as a<br>Director  | 443,320,174 | 99.66  | 1,526,273  | 0.34 | 444,846,447 | 87.02% | 7,053     |
| 15 | To elect<br>Douglas<br>Steenland as<br>a Director                                       | 437,627,203 | 98.38  | 7,219,244  | 1.62 | 444,846,447 | 87.02% | 7,053     |
| 16 | To re-appoint<br>Ernst & Young<br>LLP as<br>auditors                                    | 442,856,606 | 99.91  | 393,080    | 0.09 | 443,249,686 | 86.71% | 1,603,814 |
| 17 | To authorise the Directors to approve the auditors' remuneration                        | 443,084,650 | 99.96  | 166,861    | 0.04 | 443,251,511 | 86.71% | 1,601,989 |
| 18 | To renew the Directors' authority to allot shares                                       | 411,080,215 | 92.41  | 33,767,728 | 7.59 | 444,847,943 | 87.03% | 5,557     |
| 19 | To authorise the Company to make political donations and incur political expenditure    | 441,729,347 | 99.31  | 3,074,578  | 0.69 | 444,803,925 | 87.02% | 49,575    |
| 20 | To approve<br>the London<br>Stock<br>Exchange<br>Group UK<br>SAYE                       | 439,364,761 | 99.92  | 370,506    | 0.08 | 439,735,267 | 86.03% | 5,796     |
| 21 | To approve<br>the adoption<br>of new Articles<br>of Association                         | 444,793,010 | 100.00 | 16,085     | 0.00 | 444,809,095 | 87.02% | 44,405    |
| 22 | To disapply pre-emption rights in respect of an allotment of equity securities for cash | 443,439,408 | 99.76  | 1,047,710  | 0.24 | 444,487,118 | 86.95% | 366,382   |
| 23 | To disapply pre-emption rights in   | 438,358,457 | 98.62  | 6,127,084  | 1.38 | 444,485,541 | 86.95% | 367,959   |

|    | respect of a further allotment of equity securities for cash, for the purposes of financing a transaction        |             |       |            |      |             |        |         |
|----|--|-------------|-------|------------|------|-------------|--------|---------|
| 24 | To grant the Directors authority to purchase the Company's own shares  | 440,690,354 | 99.19 | 3,614,684  | 0.81 | 444,305,038 | 86.92% | 548,462 |
| 25 | That a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice | 284,991,994 | 96.04 | 11,738,101 | 3.96 | 296,730,095 | 58.05% | 5,684   |

#### Notes

- 1. Please note a 'vote withheld' is not a vote under English law and is not counted in the calculation of votes 'for' and 'against' a resolution.
- 2. As at 6.30pm on 26 April 2021, the issued share capital of the Company consisted of 506,058,579 ordinary shares and 51,124,377 limited-voting ordinary shares. The Company does not hold any ordinary shares in Treasury. Therefore, the total voting rights as at that time were 511,171,017.
- 3. Ordinary shareholders are entitled to one vote per share. Limited-voting ordinary shareholders are entitled one-tenth of a vote per share.
- 4. The percentages above are rounded to two decimal places.
- 5. Results of the poll will also be available shortly on the Company's website: http://www.lseq.com/investor-relations/shareholder-services/agm-information

#### Resolution 3 – Directors' remuneration report

The Board of LSEG notes that, while all of the other resolutions at today's Annual General Meeting were passed with a strong majority, Resolution 3 (Approval of the Annual Report on Remuneration) passed with 76.48% of votes in favour.

The increase to the CEO's base salary reflects the increased responsibilities and scope of the role following the acquisition of Refinitiv, which has transformed the business into a significantly larger, more complex and truly global company. LSEG undertook extensive engagement with shareholders on our Remuneration Report and taking into account their feedback, the LSEG Remuneration Committee also determined to significantly increase the minimum shareholding requirement for the

CEO from 300% to 400%. Although shareholders were broadly supportive of the underlying principle of the CEO's increase in base salary post completion of the Refinitiv transaction we recognise that certain shareholders would have preferred the increase to have been phased.

Following the Annual General Meeting, LSEG will continue to engage with its shareholders and will carefully consider all further feedback. We will publish an update on that engagement within six months of the Annual General Meeting, in accordance with the UK Corporate Governance Code.

In accordance with Listing Rule 9.6.2, copies of the resolutions that do not constitute ordinary business, will be shortly be available for inspection at the National Storage Mechanism document viewing facility at:

https://data.fca.org.uk/#/nsm/nationalstoragemechanism

In addition, and in accordance with Listing Rule 9.2.6E, a copy of the Articles of Association of the Company will also be available for inspection at the National Storage Mechanism.

Further information is available from:

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