15 January 2025

**Topps Tiles Plc**

**Result of AGM**

Topps Tiles Plc (the "**Company**"), the UK's leading tile specialist, announces that at its Annual General Meeting (the "**AGM**") held earlier today, all of the Resolutions proposed (1 -13), were duly passed by the requisite majority on a poll.

The full text of each resolution is contained in the 2025 Notice of AGM which is available on the Company's website **www.toppsgroup.com.**

The following table shows the total number of votes cast for each Resolution:

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **Resolution** | **VOTES FOR** | | **VOTES AGAINST** | | **VOTES TOTAL** | | **WITHHELD** |
|  |  | **Number of votes** | **%** | **Number of votes** | **%** | **Number of votes** | **% of ISC** | **Number of**  **votes** |
| 1 | Approval of the Company’s annual report and accounts | 90,056,746 | 99.98 | 17,034 | 0.02 | 90,073,780 | 45.80 | 58,569,649 |
| 2 | Declaration of a final dividend | 148,626,895 | 99.99 | 16,534 | 0.01 | 148,643,429 | 75.58 | 0 |
| 3 | Approval of the directors’ remuneration report | 89,902,727 | 60.49 | 58,723,165 | 39.51 | 148,625,892 | 75.57 | 17,537 |
| 4 | Election of Denise Jagger as a director | 148,596,299 | 99.98 | 26,355 | 0.02 | 148,622,654 | 75.57 | 20,775 |
| 5 | Election of Martin Payne as a director | 148,565,119 | 99.96 | 56,035 | 0.04 | 148,621,154 | 75.56 | 22,275 |
| 6 | Re-election of Paul Forman as a director | 88,357,627 | 98.23 | 1,591,412 | 1.77 | 89,949,039 | 45.73 | 58,694,390 |
| 7 | Re-election of Robert Parker as a director | 89,893,498 | 60.48 | 58,731,652 | 39.52 | 148,625,150 | 75.57 | 18,279 |
| 8 | Re-election of Stephen Hopson as a director | 148,458,889 | 99.89 | 166,261 | 0.11 | 148,625,150 | 75.57 | 18,279 |
| 9 | Re-election of Diana Breeze as a director | 89,201,659 | 60.02 | 59,424,991 | 39.98 | 148,626,650 | 75.57 | 16,779 |
| 10 | Re-election of Kari Daniels as a director | 147,763,308 | 99.42 | 863,342 | 0.58 | 148,626,650 | 75.57 | 16,779 |
| 11 | Re-appointment of Forvis Mazars LLP as auditor | 148,615,395 | 99.98 | 24,534 | 0.02 | 148,639,929 | 75.57 | 3,500 |
| 12 | Authorisation of the auditor’s remuneration | 148,609,620 | 99.99 | 16,534 | 0.01 | 148,626,154 | 75.57 | 17,275 |
| 13 | Directors’ authority to allot shares | 89,979,675 | 60.54 | 58,659,758 | 39.46 | 148,639,433 | 75.57 | 3,996 |

Notes

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| --- | --- |
| 1. | Any proxy appointments which gave discretion to the Chairman have been included in the "Total votes for" total. |
| 2. | A "Vote Withheld" is not a valid vote in English law and was not counted in the calculation of the proportion of the votes "For" or "Against" a Resolution. |
| 3. | As at the date of the AGM the issued share capital of the Company was 196,681,818 ordinary shares of 3.33 pence each. |

The Board would like to thank shareholders for their engagement and support ahead of the AGM and throughout the year. Whilst the majority of the Resolutions were passed with majorities in excess of 50%, the Board notes that Resolution 3, Resolution 7, Resolution 9 and Resolution 13, passed with a majority of less than 80% (receiving votes in favour of 60.49%, 60.48%, 60.02% and 60.54% respectively).

In accordance with provision 4 of the UK Corporate Governance Code (the "**Code**"), the Board confirms that it will consult and engage with the relevant shareholders to understand and discuss their views with respect to these Resolutions. An update will be provided within six months of the AGM, in accordance with the Code.

These results will shortly be available on the Company's website at **www.toppsgroup.com**  and, in accordance with UK Listing Rule 6.4.2, copies of the Resolutions that were passed at the meeting and that do not constitute ordinary business at an annual general meeting will be submitted to the National Storage Mechanism. and will shortly be available for inspection at https://data.fca.org.uk/#/nsm/nationalstoragemechanism**.**

Enquiries:

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