

MARKS AND SPENCER GROUP PLC - AGM - 9 JULY 2019 - POLL RESULT

		For (see note 2)		Against (see note 2)		Number of votes Withheld (See note 3)	Total Capital Instructed
Resolution		No. of shares	%	No. of shares	%		
1	Receive Annual Reports and Accounts	1,334,327,937	99.99	72,776	0.01	964,546	68.48%
2	Approve the Remuneration report	1,165,884,756	98.18	21,592,545	1.82	146,548,542	68.41%
3	Declare final dividend	1,332,331,718	99.88	1,623,958	0.12	57,083	68.41%
4	Re-elect Archie Norman	1,325,785,585	99.39	8,101,027	0.61	125,502	68.41%
5	Re-elect Steve Rowe	1,331,842,715	99.85	2,064,123	0.15	118,565	68.41%
6	Re-elect Humphrey Singer	1,330,480,391	99.75	3,345,155	0.25	185,980	68.41%
7	Re-elect Katie Bickerstaffe	1,328,530,053	99.62	5,001,618	0.38	490,894	68.41%
8	Re-elect Alison Brittain	1,328,718,613	99.61	5,156,380	0.39	142,634	68.41%
9	Re-elect Andrew Fisher	1,192,897,487	99.53	5,591,240	0.47	135,517,345	68.41%
10	Re-elect Andy Halford	1,328,558,918	99.60	5,296,037	0.40	155,141	68.41%
11	Re-elect Pip McCrostie	1,329,004,687	99.64	4,849,896	0.36	156,918	68.41%
12	Elect Justin King	1,330,567,807	99.79	2,774,824	0.21	669,283	68.41%
13	Re-appoint Deloitte LLP as auditors	1,333,409,748	99.97	450,114	0.03	142,725	68.41%
14	Authorise Audit Committee to determine auditors' remuneration	1,333,310,324	99.96	551,520	0.04	152,898	68.41%
15	Authorise allotment of shares	1,282,171,333	96.14	51,501,468	3.86	338,413	68.41%
16	Disapply pre-emption rights*	1,259,429,514	94.43	74,279,667	5.57	297,769	68.41%
17	Additional disapplication of pre-emption rights*	1,240,076,580	92.98	93,616,322	7.02	312,664	68.41%
18	Authorise purchase of own shares*	1,321,369,338	99.13	11,606,713	0.87	1,030,875	68.41%
19	Call general meetings on 14 days' notice*	1,172,675,348	88.32	155,042,928	11.68	6,255,347	68.41%
20	Authorise the Company, and its subsidiaries, to make political donations	1,246,738,362	95.17	63,281,901	4.83	23,988,456	68.41%
21	Renew the Republic of Ireland Sharesave Plan 2019	1,315,163,073	98.62	18,428,648	1.38	404,161	68.41%

* Special Resolution

NOTES:

- 1 All resolutions were passed.
- 2 Votes "For" and "Against" are expressed as a percentage of votes received.
- 3 A "Vote withheld" is not a vote in law and is not counted in the calculation of the votes "For" or "Against" a resolution.
- 4 Total number of shares in issue at 6pm on 5 July 2019 = 1,950,059,808 shares. 68.48% of voting capital was instructed.

In accordance with Listing Rule 9.6.2, copies of the resolutions that do not constitute ordinary business at an annual general meeting (16 – 19) have been submitted to the National Storage Mechanism and will be available for inspection at www.morningstar.co.uk/uk/NSM.

Copies of our announcements are available on our website, corporate.marksandspencer.com.