

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

| Resolution | | For (see note 2) | | Against (see note 2) | | Number of votes Withheld (See note 3) | Total Capital Instructed |
|------------|--|------------------|-------|----------------------|-------|---|-----------------------------|
| | | 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.