

Result of AGM

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Breedon Group PLC
22 May 2020

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Breedon Group plc ("Breedon Group" or the "Company")

Result of AGM

The Annual General Meeting of Breedon Group plc (the "Meeting") was held on Friday 22 May 2020 as a closed meeting at Pinnacle House, Breedon Quarry, Breedon on the Hill, DE73 8AP at 9.00am.

All resolutions proposed at the meeting were passed on a show of hands. The number of votes which were lodged by proxy for and against each of the resolutions put before the Meeting, and the number of votes withheld, were as follows:

	Votes for	% of shares voted	Votes against	Votes total	Votes withheld
Ordinary Resolutions					
1 To adopt the Financial Statements and the reports of the Directors and of the Auditor for the year ended 31 December 2019	1,334,373,620	99.20	10,760,263	1,345,133,883	52,211,781
2 To reappoint the Auditor	1,386,498,028	99.22	10,839,526	1,397,337,554	8,110
3 To authorise the Directors to determine the fee payable to the Auditor	1,397,311,359	100.00	20,083	1,397,331,442	14,222
4 To reappoint Carol Hui as a director	1,386,574,141	100.00	3,000	1,386,577,141	10,768,523
5 To reappoint Moni Mannings as a director	1,397,304,102	100.00	21,802	1,397,325,904	19,760
6 To reappoint Clive Watson as a director	1,397,323,154	100.00	3,000	1,397,326,154	19,510
7 To reappoint Amit Bhatia as a director	1,382,930,288	98.97	14,407,366	1,397,337,654	8,010
8 To reappoint Pat Ward as a director	1,397,334,404	100.00	3,000	1,397,337,404	8,260
9 To reappoint Rob Wood as a director	1,397,332,345	100.00	5,309	1,397,337,654	8,010
10 To authorise the Directors to allot shares	1,397,193,946	99.99	120,653	1,397,314,599	31,065

Special Resolutions					
11 To disapply pre-emption					

rights in relation to the allotment of shares	1,397,149,736	99.99	155,975	1,397,305,711	39,953
12 To authorise the Directors to allot shares issued for an acquisition without applying pre-emption rights	1,386,483,926	99.23	10,815,673	1,397,299,599	46,065
13 To authorise the Company to purchase its own shares	1,311,430,196	99.18	10,848,353	1,322,278,549	75,067,115

Notes:

- 1 "Votes for" include those giving the Chairman discretion, and the percentages are rounded to two decimal places.
- 2 "Votes withheld" are not votes in law, and are not included in the votes "for" or "against" a resolution.
- 3 The total number of ordinary shares eligible to vote was 1,684,640,383.

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