

**DRIVER GROUP PLC**  
(the “Company”)

**ANNUAL GENERAL MEETING**

held on 27 February 2020

**SUMMARY OF VOTING**

**RESOLUTION NUMBER 1**

Resolution: To receive and adopt the annual accounts of the Company as set out in the Notice of the Annual General Meeting.

Status: Passed on a show of hands.

Proxy Votes:	<b>For</b>	27,583,932
	<b>Against</b>	0
	<b>Withheld</b>	0
	<b>At the Chairman’s discretion</b>	7,395,000
	<b>Percentage of votes in favour</b>	100% (with Chairman discretion in favour)

**RESOLUTION NUMBER 2**

Resolution: To declare a final dividend for the year ended 30 September 2019 of 0.75 pence per ordinary share in the capital of the Company as set out in the Notice of the Annual General Meeting.

Status: Passed on a show of hands.

Proxy Votes:	<b>For</b>	27,583,932
	<b>Against</b>	0
	<b>Withheld</b>	0
	<b>At the Chairman’s discretion</b>	7,395,000
	<b>Percentage of votes in favour</b>	100% (with Chairman discretion in favour)

**RESOLUTION NUMBER 3**

Resolution: To re-appoint BDO LLP as auditors of the Company as set out in the Notice of the Annual General Meeting

Status:	Passed on a show of hands.	
Proxy Votes	<b>For</b>	27,583,932
	<b>Against</b>	0
	<b>Withheld</b>	0
	<b>At the Chairman's discretion</b>	7,395,000
	<b>Percentage of votes in favour</b>	100% (with Chairman discretion in favour)

#### **RESOLUTION NUMBER 4**

Resolution: To authorise the directors to agree the remuneration of the auditors as set out in the Notice of the Annual General Meeting.

Status: Passed on a show of hands.

Proxy Votes	<b>For</b>	27,578,234
	<b>Against</b>	5,698
	<b>Withheld</b>	0
	<b>At the Chairman's discretion</b>	7,395,000
	<b>Percentage of votes in favour</b>	99.98% (with Chairman discretion in favour)

#### **RESOLUTION NUMBER 5**

Resolution To re-elect Gordon Wilkinson as a director as set out in the Notice of the Annual General Meeting:

Status: Passed on a show of hands.

Proxy Votes:	<b>For</b>	27,583,932
	<b>Against</b>	0
	<b>Withheld</b>	0
	<b>At the Chairman's discretion</b>	7,395,000
	<b>Percentage of votes in favour</b>	100% (with Chairman discretion in favour)

### **RESOLUTION NUMBER 6**

Resolution	To elect Elizabeth Filkin as a director as set out in the Notice of the Annual General Meeting:	
Status:	Passed on a show of hands.	
Proxy Votes:	<b>For</b>	23,595,749
	<b>Against</b>	3,986,167
	<b>Withheld</b>	2,016
	<b>At the Chairman's discretion</b>	7,395,000
	<b>Percentage of votes in favour</b>	88.60% (with Chairman discretion in favour)

### **RESOLUTION NUMBER 7**

Resolution:	To allot shares in the Company as set out in the Notice of the Annual General Meeting.	
Status:	Passed on a show of hands.	
Proxy Votes:	<b>For</b>	27,576,218
	<b>Against</b>	7,714
	<b>Withheld</b>	0
	<b>At the Chairman's discretion</b>	7,395,000
	<b>Percentage of votes in favour</b>	99.98% (with Chairman discretion in favour)

### **RESOLUTION NUMBER 8**

Resolution:	To disapply pre-emption rights as set out in the Notice of the Annual General Meeting.	
Status:	Passed on a show of hands.	
Proxy Votes:	<b>For</b>	27,570,218
	<b>Against</b>	11,698
	<b>Withheld</b>	2,016
	<b>At the Chairman's discretion</b>	7,395,000

**Percentage of votes in favour** 99.97% (with Chairman discretion in favour)

**RESOLUTION NUMBER 9**

Resolution: To authorise the Company to make market purchase of shares as set out in the Notice of the Annual General Meeting.

Status: Passed on a show of hands.

Proxy Votes:	<b>For</b>	27,576,218
	<b>Against</b>	5,698
	<b>Withheld</b>	0
	<b>At the Chairman's discretion</b>	7,395,000
	<b>Percentage of votes in favour</b>	99.98% (with Chairman discretion in favour)