

# Result of AGM

RNS Number : 6014G  
 Caledonia Investments PLC  
 24 July 2019

**Caledonia Investments plc: Result of Annual General Meeting** Caledonia Investments plc (the "Company") is pleased to announce that all of the resolutions proposed at its annual general meeting held on 24 July 2019 were duly passed. Resolutions 8, 9, 10 and 12 relating to the election and re-election of independent directors, were passed by separate majorities of all shareholders and of those shareholders who are independent of the Cayzer family concert party, the members of which are regarded as controlling shareholders for the purposes of the Listing Rules. The following table indicates the number of valid proxy votes lodged in advance of the meeting for each of the resolutions. It should be noted that votes withheld do not constitute votes in law and therefore are not counted in the number of votes for or against any resolution.

Resolution		In favour		Against		Withheld	Total lodged
No		No.	%	No.	%	No.	No.
1	To receive and adopt the annual report and accounts for the year ended 31 March 2019	36,612,309	99.99	4,813	0.01	42,415	36,659,537
2	To approve the directors' remuneration report for the year ended 31 March 2019 (other than the directors' remuneration policy)	36,576,161	99.93	26,842	0.07	56,534	36,659,537
3	To approve and declare a final dividend of 43.2p per ordinary share	36,616,007	99.99	1,634	0.01	41,897	36,659,538
4	To re-elect Mr D C Stewart a director	35,861,660	97.95	750,462	2.05	47,415	36,659,537
5	To re-elect Mr W P Wyatt a director	36,547,523	99.81	68,925	0.19	43,090	36,659,538
6	To re-elect Mr J M B Cayzer-Colvin a director	36,565,061	99.87	46,571	0.13	47,906	36,659,538
7	To re-elect The Hon C W Cayzer a director	36,508,720	99.91	31,587	0.09	47,231	36,659,538
8	To re-elect Mr S J Bridges a director (all shareholders)	36,605,720	99.98	6,403	0.02	47,415	36,659,538
8	To re-elect Mr S J Bridges a director (independent shareholders)	11,422,047	99.94	6,403	0.06	5,867	11,434,317

9	To re-elect Mr G B Davison a director (all shareholders)	36,610,820	99.99	1,303	0.01	47,415	36,659,538
9	To re-elect Mr G B Davison a director (independent shareholders)	11,427,147	99.99	1,303	0.01	5,867	11,434,317
10	To re-elect Mrs S C R Jemmett-Page a director (all shareholders)	36,610,720	99.99	1,403	0.01	47,415	36,659,538
10	To re-elect Mrs S C R Jemmett-Page a director (independent shareholders)	11,427,047	99.99	1,403	0.01	5,867	11,434,317
11	To elect Mr T J Livett a director	36,566,967	99.88	45,156	0.12	47,415	36,659,538
12	To elect Mrs C L Fitzalan Howard a director (all shareholders)	36,607,308	99.98	9,015	0.02	43,215	36,659,538
12	To elect Mrs C L Fitzalan Howard a director (independent shareholders)	11,418,635	99.92	9,015	0.08	6,667	11,434,317
13	To re-appoint KPMG LLP as auditor	36,587,878	99.95	16,935	0.05	54,724	36,659,537
14	To authorise the directors to agree the auditor's remuneration	36,614,843	99.99	1,634	0.01	43,061	36,659,538
15	To grant the Company authority to make market purchases of its own shares	36,004,723	99.32	615,529	1.68	39,285	36,659,537
16	To approve the waiver of the mandatory offer provisions set out in Rule 9 of the City Code on Takeovers and Mergers in relation to the Cayzer Concert Party*	9,818,738	86.00	1,597,869	14.00	17,708	11,434,315
17	To authorise the allotment of unissued shares	36,587,579	99.98	7,507	0.02	64,452	36,659,538
18	To authorise the allotment of shares on a non pre-emptive basis	36,562,548	99.93	25,488	0.07	71,502	36,659,538
19	To authorise the convening of general meetings (other	36,370,847	99.57	157,006	0.43	131,685	36,659,538

than annual general meetings) on not less than 14 clear days' notice						
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**\*As required by the City Code on Takeovers and Mergers, the Cayzer family concert party were not eligible to vote on this resolution. Each of the resolutions was voted on by way of a show of hands, other than resolution 16 which was voted on by way of a poll. The numbers of votes cast at the meeting on resolution 16 were 9,812,518 in favour and 1,597,869 against. At the date of the annual general meeting there were 55,373,734 ordinary shares with voting rights in issue. No shares are held in treasury. In accordance with Listing Rule 9.6.2R, copies of resolutions 15 to 19, being the resolutions passed as special business at the annual general meeting, have been submitted to the National Storage Mechanism and will shortly be available at: [www.morningstar.co.uk/uk/NSM](http://www.morningstar.co.uk/uk/NSM)**

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24 July 2019

END All of the resolutions proposed at the annual general meeting are also set out in the circular to shareholders incorporating the notice of the 2019 annual general meeting available on Caledonia's website at [www.caledonia.com](http://www.caledonia.com).

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