

M&G plc NEWS RELEASE

24 May 2023

M&G plc
ANNUAL GENERAL MEETING 2023 RESULTS

M&G plc (the ‘Company’) announces that Resolutions 1 to 17 (inclusive) being ordinary resolutions and Resolutions 18 to 21 (inclusive) being special resolutions, which were put to the Annual General Meeting of the Company held on 24 May 2023 at 10:00 (‘AGM’), were duly passed and the results of the poll are as follows:

RESOLUTION	VOTES FOR (including discretionary)		VOTES AGAINST		TOTAL VOTES CAST		VOTES WITHHELD
	Number of votes	% of votes	Number of votes	% of votes	Total number of votes cast	% of voting share capital	
1. Report and Accounts	1,640,731,756	99.99	86,650	0.01	1,640,818,406	69.51%	970,247
2. Directors’ Remuneration Policy	1,368,489,460	96.46	50,232,635	3.54	1,418,722,095	60.10%	223,066,558
3. Directors’ Remuneration	1,398,832,259	98.60	19,904,706	1.40	1,418,736,965	60.10%	223,051,688
4. To elect (Paolo) Andrea Rossi	1,640,684,461	99.95	863,141	0.05	1,641,547,602	69.54%	241,051
5. To re-elect Clive Adamson	1,622,190,819	98.85	18,832,657	1.15	1,641,023,476	69.52%	765,177
6. To re-elect Edward Braham	1,609,578,156	98.07	31,727,399	1.93	1,641,305,555	69.53%	476,412
7. To re-elect Clare Chapman	1,393,786,693	98.00	28,379,309	2.00	1,422,166,002	60.25%	219,615,965
8. [To re-elect Fiona Clutterbuck]*	WITHDRAWN		WITHDRAWN		WITHDRAWN		
9. To elect Kathryn McLeland	1,639,872,775	99.92	1,351,218	0.08	1,641,223,993	69.52%	557,974
10. To elect Debasish (Dev) Sanyal	1,640,583,511	99.96	627,211	0.04	1,641,210,722	69.52%	571,245
11. To re-elect Clare Thompson	1,403,233,868	98.68	18,723,723	1.32	1,421,957,591	60.24%	219,824,376
12. To re-elect Massimo Tosato	1,421,146,297	99.93	1,012,584	0.07	1,422,158,881	60.24%	219,623,086
13. To re-appoint PricewaterhouseCoopers as the auditor of the Company	1,634,746,714	99.58	6,862,132	0.42	1,641,608,846	69.54%	166,784
14. Auditor’s remuneration	1,641,262,468	99.98	327,804	0.02	1,641,590,272	69.54%	191,695
15. Political donations	1,630,793,971	99.34	10,795,067	0.66	1,641,589,038	69.54%	192,929
16. Authority to allot shares	1,397,597,354	85.14	243,971,104	14.86	1,641,568,458	69.54%	213,509
17. Authority to allot Mandatory Convertible Securities (“MCS”)	1,402,657,525	85.46	238,569,274	14.54	1,641,226,799	69.52%	555,168
18. Authority to disapply pre-emption rights for ordinary shares	1,413,323,963	86.45	221,459,969	13.55	1,634,783,932	69.25%	6,989,084

19. Authority to disapply pre-emption rights for MCS issuances	1,401,756,075	85.41	239,467,263	14.59	1,641,223,338	69.52%	558,634
20. Authority to purchase own shares	1,415,456,176	86.23	226,077,315	13.77	1,641,533,491	69.54%	248,476
21. Notice of general meetings	1,591,746,964	96.96	49,880,201	3.04	1,641,627,165	69.54%	154,552

* As announced by RNS on 21 April 2023, the Company confirms that the resolution to re-elect Fiona Clutterbuck as a Director of the Company (Resolution 8 of the Notice) is now withdrawn. The withdrawal of Resolution 8 did not otherwise affect the validity of the Notice, the proxy form or any proxy votes already submitted on other resolutions. The numbering of all other proposed resolutions at the Annual General Meeting remained unchanged.

There were no restrictions on shareholders to cast votes on any of the resolutions proposed at the AGM. Votes withheld are not votes in law and therefore have not been counted in the calculation of the proportion of the votes for and against a resolution.

As at 18:30 (UK time) on 23 May 2023, the number of voting shares of the Company was 2,360,631,744 ordinary shares, which was the total number of shares entitling the holders to attend and vote 'for' or 'against' all the resolutions at the AGM. In accordance with the Company's Articles of Association, on a poll, every member present in person or by proxy has one vote for every share held.

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3.1 Additional regulated information required to be disclosed under the laws of a Member State