

**THE LAW DEBENTURE CORPORATION p.l.c.**

**Results of Proxy Voting – AGM – 11 April 2019**

**Ordinary shares with voting rights in issue - 118,384,040**

**Turnout - based on number of valid votes cast (excluding votes withheld) on resolution 4, being the resolution that attracted the highest number of votes - 32,296,841 (27.28%)**

**Resolution No. 1 – to receive the strategic and directors’ report and the accounts for the year ended 31 December 2018**

<b>For *</b>	32,294,063
<b>Against</b>	883
Percentage majority in favour	<u>99.99%</u>
Votes withheld **	16,718

**Resolution No. 2 – to approve the directors’ remuneration report for the year ended 31 December 2018**

<b>For *</b>	31,523,592
<b>Against</b> the resolution	673,060
Percentage majority in favour	<u>97.91%</u>
Votes withheld **	115,012

**Resolution No. 3 – to approve amendments to the remuneration policy**

<b>For *</b>	31,560,733
<b>Against</b> the resolution	662,366
Percentage majority in favour	<u>97.94%</u>
Votes withheld **	63,565

**Resolution No. 4 – to declare a final dividend of 12.90 pence per share**

<b>For *</b>	32,295,958
<b>Against</b> the resolution	883
Percentage majority in favour	<u>99.99%</u>
Votes withheld **	14,823

**Resolution No.5 – to re-elect Denis Jackson as a director**

<b>For *</b>	32,030,641
<b>Against</b> the resolution	184,836
Percentage majority in favour	<u>99.43%</u>
Votes withheld **	96,187

**Resolution No.6 – to re-elect Robert Hingley as a director**

<b>For *</b>	32,158,227
<b>Against</b> the resolution	116,049
Percentage majority in favour	<u>99.64%</u>
Votes withheld **	37,388

**Resolution No.7 – to re-elect Robert Laing as a director**

<b>For *</b>	31,670,242
<b>Against</b> the resolution	604,034
Percentage majority in favour	<u>98.13%</u>
Votes withheld **	37,388

**Resolution No.8 – to re-elect Mark Bridgeman as a director**

<b>For *</b>	32,162,289
<b>Against</b> the resolution	111,987
Percentage majority in favour	<u>99.65%</u>
Votes withheld **	37,388

**Resolution No.9 – to re-elect Tim Bond as a director**

<b>For *</b>	32,149,212
<b>Against</b> the resolution	121,604
Percentage majority in favour	<u>99.62%</u>
Votes withheld **	40,848

**Resolution No.10 – to elect Katie Thorpe as a director**

<b>For *</b>	32,015,042
<b>Against</b> the resolution	177,351
Percentage majority in favour	<u>99.45%</u>
Votes withheld **	119,271

**Resolution No.11 – increase article limit on NED ordinary remuneration**

<b>For *</b>	31,964,849
<b>Against</b> the resolution	234,887
Percentage majority in favour	<u>99.27%</u>
Votes withheld **	111,928

**Resolution No. 12 – to re-appoint BDO LLP as auditors**

<b>For *</b>	32,219,624
<b>Against</b> the resolution	31,511
Percentage majority in favour	<u>99.90%</u>
Votes withheld **	60,529

**Resolution No. 13 – general authority to allot shares**

<b>For *</b>	32,199,300
<b>Against</b> the resolution	62,843
Percentage majority in favour	<u>99.81%</u>
Votes withheld **	49,521

**Resolution No. 14 – disapplication of statutory pre-emption rights (Special Resolution requiring 75% majority)**

<b>For *</b>	32,050,670
<b>Against</b> the resolution	164,144
Percentage majority in favour	<u>99.49%</u>
Votes withheld **	96,850

**Resolution No. 15 – General authority to buy back shares (Special Resolution requiring 75% majority)**

<b>For *</b>	32,148,341
<b>Against</b> the resolution	140,042
Percentage majority in favour	<u>99.57%</u>
Votes withheld **	23,281

**Resolution No. 16 – authority to convene a general meeting – notice (Special Resolution requiring 75% majority)**

<b>For *</b>	31,603,857
<b>Against</b> the resolution	624,745
Percentage majority in favour	<u>98.06%</u>
Votes withheld **	83,062

**Notes:**

\* Votes “For” include any discretionary votes given to the Chairman or another named proxy.

\*\* Votes withheld have no legal effect.

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