



Result of AGM

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 AO World plc
 21 July 2017

AO World PLC ("Company") Result of Annual General Meeting

At the Annual General Meeting (AGM) of AO World plc held earlier today all the resolutions put to the meeting were passed. Details of the votes cast are shown in the table below.

| | Resolution | Votes in favour* | | Votes against | | Total number of votes cast | Votes Withheld** No. of shares |
|---|---|------------------|--------|---------------|--------|----------------------------|-----------------------------------|
| | | No. of shares | % | No. of shares | % | | |
| 1 | To receive the report and accounts | 357,758,893 | 98.73% | 4,591,006 | 1.27% | 362,349,899 | 0 |
| 2 | To approve the Directors' remuneration report | 310,008,134 | 86.21% | 49,582,704 | 13.79% | 359,590,838 | 2,759,061 |
| 3 | To approve the Directors remuneration policy | 359,543,265 | 99.23% | 2,806,634 | 0.77% | 362,349,899 | 0 |
| 4 | To re-elect Geoff Cooper as a Director | 352,276,971 | 97.22% | 10,072,610 | 2.78% | 362,349,581 | 318 |
| 5 | To re-elect John Roberts as a Director | 362,213,327 | 99.96% | 136,254 | 0.04% | 362,349,581 | 318 |
| 6 | To re-elect Steve Counce as a Director | 362,223,571 | 99.97% | 126,010 | 0.03% | 362,349,581 | 318 |
| 7 | To re-elect Mark Higgins as a Director | 362,225,571 | 99.97% | 124,010 | 0.03% | 362,349,581 | 318 |
| 8 | To re-elect Brian McBride as a Director | 359,679,581 | 99.26% | 2,670,000 | 0.74% | 362,349,581 | 318 |
| 9 | To re-elect Chris | 316,758,899 | 87.51% | 45,222,951 | 12.49% | 361,981,850 | 368,049 |

| | | | | | | | |
|----|--|-------------|---------|------------|--------|-------------|---------|
| | Hopkinson as a Director | | | | | | |
| 10 | To re-elect Marisa Cassoni as a Director | 359,653,740 | 99.26% | 2,695,841 | 0.74% | 362,349,581 | 318 |
| 11 | To re-appoint KPMG LLP as auditors | 362,347,899 | 100.00% | 2,000 | 0.00% | 362,349,899 | 0 |
| 12 | To authorise the Directors to determine the remuneration of the auditors | 362,341,899 | 100.00% | 2,000 | 0.00% | 362,343,899 | 6,000 |
| 13 | To authorise the Directors to allot shares | 327,078,260 | 90.27% | 35,265,639 | 9.73% | 362,343,899 | 6,000 |
| 14 | To disapply pre-emption rights*** | 362,343,899 | 100.00% | 0 | 0.00% | 362,343,899 | 6,000 |
| 15 | To disapply pre-emption rights - limited to an acquisition or capital investment*** | 343,568,236 | 94.82% | 18,775,663 | 5.18% | 362,343,899 | 6,000 |
| 16 | To authorise the Company to purchase its own shares*** | 359,564,997 | 99.23% | 2,784,902 | 0.77% | 362,349,899 | 0 |
| 17 | To approve the waiver granted by the Takeover Panel of any obligation under Rule 9 of the Takeover Code for John Roberts and Steve Counce and any persons acting in concert with them to make an offer for the Company following a purchase of shares by the Company**** | 153,153,409 | 76.94% | 45,907,787 | 23.06% | 199,061,196 | 368,049 |
| 18 | To approve the waiver granted by the Takeover Panel of any obligation under Rule 9 of the Takeover Code for John Roberts and Steve Counce and any persons acting in concert with them to | 184,623,923 | 92.75% | 14,437,273 | 7.25% | 199,061,196 | 368,049 |

| | | | | | | | |
|----|---|-------------|--------|-----------|-------|-------------|-----------|
| | make an offer for the Company following the exercise of their options over ordinary shares in the Company**** | | | | | | |
| 19 | To authorise the Company to make political donations | 359,549,749 | 99.99% | 34,771 | 0.01% | 359,584,520 | 2,765,379 |
| 20 | To authorise the Company to hold general meetings on 14 days' notice*** | 361,186,187 | 99.68% | 1,163,712 | 0.32% | 362,349,899 | 0 |

* Includes those votes giving the Chairman discretion

** A vote 'Withheld' has no legal effect and is not counted in the votes 'For' and 'Against' a resolution

*** Passed as special resolutions

**** As required by the Takeover Code, John Roberts and Steve Counce (and their Persons Closely Associated) have not voted their aggregate shareholding of 162,920,654 Ordinary Shares

The maximum number of votes cast was 362,349,899 representing 78.98% of the Company's issued share capital of 458,788,480 as at 6pm on 19 July 2017.

In accordance with Listing Rule 9.6.2, copies of all the resolutions passed as special business have been submitted to the National Storage Mechanism and will shortly be available for inspection at <http://www.morningstar.co.uk/uk/NSM>

Enquiries:

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