

ITV plc

Annual General Meeting - Wednesday 8 May 2019

Final Results

Res

No: Description

	For	% For	Against	% Against	Total Votes validly cast	Total votes cast as % of share capital	Withheld
1 Report and Accounts	3,211,037,427	99.89	3,661,627	0.11	3,214,699,054	79.86%	3,395,012
2 Remuneration Report	3,008,508,628	95.69	135,610,807	4.31	3,144,119,435	78.11%	73,974,173
3 Declare a Final Dividend	3,217,848,717	100.00	102,619	0.00	3,217,951,336	79.94%	142,273
4 Re-elect Salman Amin	3,211,758,401	99.87	4,108,337	0.13	3,215,866,738	79.89%	2,227,328
5 Re-elect Peter Bazalgette	3,205,601,888	99.68	10,289,372	0.32	3,215,891,260	79.89%	2,202,806
6 Elect Edward Bonham Carter	3,114,185,800	97.52	79,285,621	2.48	3,193,471,421	79.33%	24,622,644
7 Re-elect Margaret Ewing	3,214,478,697	99.96	1,402,281	0.04	3,215,880,978	79.89%	2,213,088
8 Re-elect Roger Faxon	3,211,221,059	99.86	4,645,297	0.14	3,215,866,356	79.89%	2,227,710
9 Re-elect Mary Harris	3,187,947,005	99.13	27,936,225	0.87	3,215,883,230	79.89%	2,210,379
10 Elect Chris Kennedy	3,191,396,815	99.24	24,441,744	0.76	3,215,838,559	79.89%	2,255,306
11 Re-elect Anna Manz	3,211,026,508	99.85	4,850,982	0.15	3,215,877,490	79.89%	2,215,919
12 Re-elect Carolyn McCall	3,214,549,233	99.96	1,343,359	0.04	3,215,892,592	79.89%	2,201,474
13 Elect Duncan Painter	3,211,568,155	99.87	4,301,060	0.13	3,215,869,215	79.89%	2,223,994
14 Re-appoint KPMG LLP	3,110,080,393	96.65	107,803,344	3.35	3,217,883,737	79.94%	209,872
15 Auditors' remuneration	3,210,782,474	99.78	7,110,328	0.22	3,217,892,802	79.94%	200,971
16 Authority to allot shares	2,619,334,713	81.27	603,783,318	18.73	3,223,118,031	80.07%	506,473
17 Disapplication of pre-emption rights (1)	3,185,090,053	98.98	32,794,332	1.02	3,217,884,385	79.94%	206,315
18 Disapplication of pre-emption rights (2)	3,027,152,279	94.07	190,726,780	5.93	3,217,879,059	79.94%	209,898
19 Political Donations	3,109,250,235	96.98	96,795,992	3.02	3,206,046,227	79.65%	12,047,288
20 Purchase of own shares	3,144,973,809	97.75	72,456,868	2.25	3,217,430,677	79.93%	662,531
21 Notice period for general meetings	3,084,220,787	96.21	121,538,942	3.79	3,205,759,729	79.64%	12,334,329

(1) Votes as a percentage of the total For and Against. Votes Withheld are not a vote in law and are not counted in the overall voting figures.

(2) Special Resolution requires at least 75% of votes in favour.

(3) One vote per share

(4) Number of ordinary shares in issue at date of meeting

4,025,409,194

(5) Number of shareholders at the meeting

82

(6) Number of issued ordinary shares represented at the meeting

1,405,807