

ITV plc

Annual General Meeting - Wednesday 15 May 2013

All resolutions taken on a poll - final figures

Res

No:	Description	Total For and Discretion	% For (including Discretion) (1)	Against	% Against (1)	Total Votes validly cast	Total votes cast as % of share capital	Withheld
1	Report and Accounts	2,765,649,931	100.00%	56,510	0.00%	2,765,706,441	70.34%	1,384,737
2	Remuneration Report	2,705,212,305	98.16%	50,644,260	1.84%	2,755,856,565	70.09%	11,233,377
3	Declare a Final Dividend	2,765,580,523	100.00%	13,662	0.00%	2,765,594,185	70.34%	1,495,611
4	Declare a Special Dividend	2,765,297,356	99.99%	276,428	0.01%	2,765,573,784	70.34%	1,515,743
5	Elect Roger Faxon	2,760,072,892	99.81%	5,378,363	0.19%	2,765,451,255	70.33%	1,634,688
6	Re-elect Mike Clasper	2,758,775,623	99.76%	6,663,309	0.24%	2,765,438,932	70.33%	1,650,594
7	Re-elect Adam Crozier	2,760,071,004	99.80%	5,545,714	0.20%	2,765,616,718	70.34%	1,472,576
8	Re-elect Ian Griffiths	2,760,039,692	99.80%	5,469,864	0.20%	2,765,509,556	70.34%	1,580,936
9	Re-elect Andy Haste	2,758,757,083	99.76%	6,691,320	0.24%	2,765,448,403	70.33%	1,641,123
10	Re-elect Dame Lucy Neville-Rolfe	2,755,581,180	99.80%	5,509,030	0.20%	2,761,090,210	70.22%	5,997,316
11	Re-elect Archie Norman	2,711,808,108	98.06%	53,764,285	1.94%	2,765,572,393	70.34%	1,518,431
12	Re-elect John Ormerod	2,758,798,154	99.76%	6,701,023	0.24%	2,765,499,177	70.33%	1,590,349
13	Re-appoint KPMG Audit plc	2,707,040,255	99.64%	9,674,348	0.36%	2,716,714,603	69.09%	50,374,017
14	Auditors' remuneration	2,739,417,834	99.81%	5,247,218	0.19%	2,744,665,052	69.80%	22,422,708
15	Authority to allot shares	2,705,445,949	97.99%	55,530,384	2.01%	2,760,976,333	70.22%	6,112,289
16	Disapplication of pre-emption rights (2)	2,763,525,963	99.93%	1,956,176	0.07%	2,765,482,139	70.33%	1,606,031
17	Donations and expenditure	2,654,254,540	96.49%	96,666,246	3.51%	2,750,920,786	69.96%	16,168,341
18	Purchase of own shares (2)	2,726,468,489	99.66%	9,418,672	0.34%	2,735,887,161	69.58%	31,201,965
19	Notice period for general meetings (2)	2,571,570,958	93.00%	193,601,550	7.00%	2,765,172,508	70.33%	1,916,047
20	Performance Share Plan	2,699,058,785	97.69%	63,763,062	2.31%	2,762,821,847	70.27%	4,267,522
21	Savings Related Share Option Scheme	2,746,754,619	99.40%	16,641,228	0.60%	2,763,395,847	70.28%	3,695,645

(1) Votes as a percentage of the total For, Discretion 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

3,931,908,288

(5) Number of shareholders at the meeting

131

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

484,315