

27 December 2019

**Countrywide plc**

**("Countrywide", "Group")**

**Results of General Meeting**

**Voting results of General Meeting**

Countrywide is pleased to announce that at the General Meeting held today at 10:00 a.m. at 25 Charterhouse Square, London EC1M 6AE the resolutions as set out below were duly passed by shareholders by way of a poll:

- Resolution 1 – Sale of Lambert Smith Hampton Limited Resolution (proposed as an ordinary resolution)
- Resolution 2 – 50 for 1 Share Consolidation Resolution (proposed as an ordinary resolution)
- Resolution 3 – General power to allot (proposed as an ordinary resolution)
- Resolution 4 – General power to disapply pre-emption rights (proposed as a special resolution)
- Resolution 5 – Additional authority to disapply pre-emption rights for purposes of acquisitions or capital investments (proposed as a special resolution)
- Resolution 6 – Authority to undertake market purchase of own shares (proposed as a special resolution)

The results of the poll are as follows:

RESOLUTION		VOTES					
		FOR		AGAINST		WITHHELD	TOTAL
		Votes	%	Votes	%	Votes	
1	Sale Resolution	1,319,697,648	99.97	439,817	0.03	2,046	1,320,137,465
2	Share Consolidation	1,319,680,724	99.97	455,748	0.03	3,039	1,320,136,472
3	General power to allot	1,318,358,661	99.96	505,300	0.04	1,275,550	1,318,863,961
4	General power to disapply pre-emption rights	1,319,398,996	99.95	627,057	0.05	113,458	1,320,026,053
5	Additional authority to disapply pre-emption rights for purposes of acquisitions or capital investments	1,189,296,045	90.10	130,726,392	9.90	117,074	1,320,022,437
6	Authority to undertake market purchase of own shares	1,318,264,720	99.87	1,764,871	0.13	109,920	1,320,029,591

The poll results will also be posted on Countrywide’s website.

A vote withheld is not a vote in law and is not counted in the calculation of the votes for or against a resolution.

Resolutions 4, 5 and 6 were special resolutions and the full text of all of the resolutions is set out the circular and notice of General Meeting available on Countrywide’s website. A copy of the resolutions has been submitted to the National Storage Mechanism and will shortly be available for inspection at [www.morningstar.co.uk/uk/NSM](http://www.morningstar.co.uk/uk/NSM).

### **Sale of Lambert Smith Hampton “LSH” Resolution**

Countrywide announced on Friday 29 November 2019 the disposal of Lambert Smith Hampton Limited (“LSH”), to John Bengt Moeller for £38 million in cash, subject to shareholder approval (the “Sale”).

Countrywide confirms that, following the passing of the Sale resolution, it intends to complete the Sale on 31 December 2019.

Details of the proposed Sale were set out in a circular published on 29 November 2019 and this can be found on the Countrywide website at the following location, [www.countrywide.co.uk/corporate/investor-relations](http://www.countrywide.co.uk/corporate/investor-relations).

### **50 for 1 Share Consolidation Resolution**

The resolution relating to the consolidation of Countrywide’s ordinary shares on the basis of 1 ordinary share of £0.50 for every 50 existing ordinary shares of £0.01 each, which will subsequently be consolidated, subdivided and re-designated into one new ordinary share of £0.01 and 49 deferred shares of £0.01, thereby reducing the number of ordinary shares in issue, has been passed.

Following admission of the new ordinary shares, Countrywide’s issued share capital will consist of 32,826,068 ordinary shares of £0.01 each, of which 63,049 shares will be held in treasury. The total number of voting rights will be 32,763,019.

<b>PRINCIPAL EVENTS</b>	<b>TIME AND/OR DATE</b>
Latest time for dealings in Qualifying Ordinary Shares	27 December 2019
Record Time	6:00 p.m. on 27 December 2019
Admission	8:00 a.m. on 30 December 2019
Commencement of dealings in New Ordinary Shares	8:00 a.m. on 30 December 2019
CREST accounts credited with New Ordinary Shares (uncertificated Shareholders only)	30 December 2019
Expected completion of the Sale	31 December 2019
Despatch of definitive certificates for New Ordinary Shares	On or around 14 January 2020

in certificated form

Long Stop Date for completion of the Sale

20 January 2020

## **Enquiries**

*Enquiries*

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