

7 July 2022

N BROWN GROUP PLC - RESULTS OF AGM

The Board of Directors of N Brown Group plc (the “Company”) announces that at its Annual General Meeting (the “AGM”) held on Thursday 7 July 2022 all resolutions were duly passed. Details of the resolutions are set out in full in the Notice of AGM made available to shareholders on 8 June 2022. Copies are available to view and download on the Company’s corporate website: <https://www.nbrown.co.uk/investors/shareholderinformation/agm>

Shareholders were recommended to appoint the Chair as their proxy to vote on the resolutions set out in the notice of meeting. A poll was held on each of the resolutions proposed; all resolutions were passed by the required majority. Resolutions 1 to 16 (inclusive) were passed as ordinary resolutions and resolution 17 was passed as a special resolution.

The results of votes cast for each resolution were as follows:

	RESOLUTION	VOTES FOR	% FOR	VOTES AGAINST	% AGAINST	VOTES WITHHELD	% Withheld
1	To receive the annual accounts of the Company for the 52 weeks ending 26 February 2022 together with the directors’ and auditors’ report on those accounts	326,792,691	99.97	40,379	0.01	67,327	0.02
2	To approve the Directors’ Remuneration Policy	326,610,128	99.91	242,282	0.08	47,987	0.01
3	To approve the Directors’ Remuneration Report for the year ending 26 February 2022	326,675,029	99.93	173,205	0.05	52,163	0.02
4	To re-elect as a director Ron McMillan*	326,747,133	99.96	143,264	0.04	10,000	0
5	To re-elect as a director Lord Alliance of Manchester CBE	326,804,474	99.97	82,892	0.03	13,031	0
6	To re-elect as a director Gill Barr*	326,777,081	99.97	93,600	0.02	29,716	0.01
7	To re-elect as a director Richard Moross*	326,787,333	99.97	102,568	0.03	10,496	0
8	To re-elect as a director Michael Ross*	326,795,971	99.97	93,930	0.02	10,496	0
9	To re-elect as a director Joshua Alliance	326,807,653	99.97	73,132	0.02	19,612	0.01
10	To re-elect as a director Vicky Mitchell*	326,795,971	99.97	74,710	0.02	29,716	0.01
11	To re-elect as a director Dominic Platt*	326,787,977	99.97	73,588	0.02	38,832	0.01
12	To re-elect as a director Steve Johnson	326,804,184	99.97	76,601	0.02	19,612	0.01
13	To re-elect as a director Rachel Izzard	326,809,803	99.97	73,588	0.02	17,006	0.01
14	To re-appoint KPMG LLP as the Company’s Auditors	326,769,128	99.95	121,269	0.03	10,000	0
15	To authorise the directors to fix the remuneration of the Company’s Auditors	326,774,945	99.97	48,125	0.01	77,327	0.02
16	Director’s authorisation to allot shares in the Company ... up to an aggregate nominal amount of £16,965,171 †	326,741,842	99.95	148,555	0.05	10,000	0
17	Granting of Section 561 authority permitting an allotment of shares by the Directors for cash without pre-emption rights †	326,762,110	99.96	128,287	0.04	10,000	0

* Independent Non-Executive Director

† The full resolution can be found in the AGM notice

Notes:

1. As at the date of the AGM, the Company had 460,483,231 ordinary shares in issue. The Company did not hold any shares in treasury and therefore the number of total voting rights as at the date of the AGM was 460,483,231.
2. The scrutineer of the voting was Link Asset Services, the Company's Share Registrar.
3. Note that a 'vote withheld' is not a vote in law and such votes have not been included in the calculation of votes 'for' and 'against' each resolution. Proxy appointments which gave discretion to the Chairman have been included in the 'for' total above.

A copy of this announcement has been posted on the Company's corporate website:

<https://www.nbrown.co.uk/investors/shareholder-information/agm>

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