

FIRSTGROUP PLC

RESULT OF 2021 ANNUAL GENERAL MEETING (AGM)

FirstGroup plc (the 'Company') announces that, at the AGM held earlier today, all resolutions were passed by the Company's shareholders on a poll. The results of the poll are shown in the table below and will also be available on the Company's website.

		FOR		AGAINST		TOTAL	WITHHELD
		Number of Votes	% of Vote	Number of Votes	% of Vote	Number of Votes	Number of Votes
1	To receive the Annual Report and Financial Statements for the year ended 27 March 2021	982,781,107	99.91	915,863	0.09	983,696,970	4,311,841
2	To approve the Directors' Remuneration Policy	943,536,831	95.84	40,940,117	4.16	984,476,948	3,531,863
3	To approve the Directors' Annual Report on Remuneration	969,027,041	98.43	15,447,237	1.57	984,474,278	3,534,533
4	To re-elect Warwick Brady as a Director	787,355,285	79.71	200,405,646	20.29	987,760,931	247,880
5	To re-elect Sally Cabrini as a Director	979,744,821	99.52	4,705,680	0.48	984,450,501	3,558,310
6	To elect Anthony Green as a Director	981,096,846	99.66	3,355,647	0.34	984,452,493	3,556,318
7	To elect Jane Lodge as a Director	979,496,340	99.50	4,968,595	0.50	984,464,935	3,543,876
8	To elect Peter Lynas as a Director	984,252,046	99.98	194,890	0.02	984,446,936	3,561,875
9	To re-elect Ryan Mangold as a Director	981,154,885	99.66	3,330,832	0.34	984,485,717	3,523,094
10	To re-elect David Martin as a Director	789,813,517	79.96	197,918,257	20.04	987,731,774	277,037
11	To re-elect Julia Steyn as a Director	809,678,504	81.97	178,078,290	18.03	987,756,794	252,017
12	To appoint PricewaterhouseCoopers LLP as auditors	974,183,854	98.95	10,298,561	1.05	984,482,415	3,526,396
13	To authorise the Directors to determine the remuneration of the auditors	974,618,146	99.00	9,862,261	1.00	984,480,407	3,528,404
14	To authorise the Directors to allot shares	972,006,401	98.73	12,529,847	1.27	984,536,248	3,472,563
15	To authorise the Directors to disapply pre-emption rights	825,041,932	83.80	159,438,692	16.20	984,480,624	3,528,187
16	To disapply pre-emption rights for acquisitions or other capital investments	818,762,517	83.17	165,700,933	16.83	984,463,450	3,545,361
17	To authorise the Directors to make market purchases of the Company's shares	982,990,235	99.88	1,155,828	0.12	984,146,063	3,862,748
18	To authorise the Company to make political donations and incur political expenditure	801,568,729	81.42	182,891,168	18.58	984,459,897	3,548,914
19	To adopt the rules of the FirstGroup Share Incentive Plan 2021	984,175,384	99.97	327,651	0.03	984,503,035	3,505,776
20	To authorise the calling of general meetings on 14 clear days' notice	969,504,046	98.47	15,036,152	1.53	984,540,198	3,468,613

Votes 'For' and 'Against' are expressed as a percentage of votes received. A 'Vote withheld' is not a vote in law and is not counted in the calculation of the votes 'For' and 'Against' a resolution. Votes were cast for a total of 988,008,811 ordinary shares of 5 pence per share, representing 80.81% of the total number of votes capable of being cast at the AGM. The Company's issued share capital as at today's date is 1,222,699,853 ordinary shares and the number of votes per share is one. The Company held 157,229 shares in Treasury, which do not carry any voting rights. Resolutions 1 to 14, 18 and 19 were proposed as Ordinary Resolutions and resolutions 15 to 17 and 20 as Special Resolutions.

The Board is pleased that shareholders voted in favour of all of the resolutions put to today's meeting. The Board takes seriously its responsibility to engage with its shareholders to understand their different perspectives and, accordingly, is aware of the views of certain investors who voted against some of the resolutions today. The Group is committed to continuing a constructive and open dialogue on this and all other matters with our shareholders.

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Legal Entity Identifier (LEI): 549300DEJZCPWA4HKM93. Classification as per DTR 6 Annex 1R: 3.1.