

Result of AGM
Resolutions passed at Annual General Meeting
Thursday 6 July 2017

Great Portland Estates plc (the “Company”) announces the results of voting on the resolutions at its Annual General Meeting (“AGM”) held on Thursday 6 July 2017, as set out in the AGM notice.

A poll was held on each of the resolutions. Resolutions 1 to 17 (ordinary resolutions) and resolutions 18 to 21 (special resolutions) were all passed by the required majority. The results of the poll were as follows:

	Resolution	Votes for	%	Votes Against	%	Total	% of issued share capital	Votes withheld *
	Ordinary resolutions							
1	To receive and adopt the audited financial statements together with the directors’ and auditors’ reports for the year ended 31 March 2017.	268,491,154	100%	3,033	0.00%	268,494,187	82.18%	823,369
2	To authorise the payment of a final dividend for the year ended 31 March 2017.	269,126,065	100%	-	0.00%	269,126,065	82.37%	191,491
3	To approve the Directors’ remuneration report, other than the part containing the Directors’ remuneration policy, for the year ended 31 March 2017.	250,188,063	95.70%	11,230,137	4.30%	261,418,200	80.01%	7,899,356
4	To approve the Directors’ remuneration policy within the Directors’ remuneration report for year ended 31 March 2017.	259,839,425	97.13%	7,669,753	2.87%	267,509,178	81.87%	1,808,378
5	To re-elect Toby Courtauld as a director of the Company.	268,272,895	99.62%	1,033,463	0.38%	269,306,358	82.42%	11,198
6	To re-elect Nick Sanderson as a director of the Company.	268,272,571	99.62%	1,033,787	0.38%	269,306,358	82.42%	11,198
7	To re-elect Martin Scicluna as a director of the Company.	258,905,190	97.34%	7,087,505	2.66%	265,992,695	81.41%	3,324,861
8	To re-elect Charles Philipps as a director of the Company	269,057,197	99.91%	249,161	0.09%	269,306,358	82.42%	11,198
9	To re-elect Jonathan Short as a director of the Company.	254,435,042	95.15%	12,961,649	4.85%	267,396,691	81.84%	1,920,865
10	To elect Wendy Becker as a director of the Company.	269,298,537	100%	7,821	0.00%	269,306,358	82.42%	11,198
11	To elect Nick Hampton as a director of the Company.	267,980,596	99.51%	1,325,762	0.49%	269,306,358	82.42%	11,198
12	To elect Richard Mully as a director of the Company.	267,425,399	99.30%	1,880,959	0.70%	269,306,358	82.42%	11,198
13	To reappoint Deloitte LLP as auditor.	259,692,465	96.88%	8,365,050	3.12%	268,057,515	82.04%	1,260,041

	Resolution	Votes for	%	Votes Against	%	Total	% of issued share capital	Votes withheld *
	Ordinary resolutions							
14	To authorise the Audit Committee to agree the remuneration of the auditors.	268,936,449	99.86%	370,562	0.14%	269,307,011	82.42%	10,545
15	To approve the amendments to the rules of the Great Portland Estates 2010 Long-Term Incentive Plan (LTIP) and to authorise the directors to adopt the changes to the LTIP and to do all things necessary to implement and give effect to the changes.	260,672,623	96.92%	8,280,646	3.08%	268,953,269	82.32%	364,287
16	To renew the directors' authority to allot shares.	261,027,146	97.12%	7,747,387	2.88%	268,774,533	82.26%	543,023
17	To increase the maximum aggregate amount of fees payable to the Non-Executive Directors.	269,261,060	99.99%	26,017	0.01%	269,287,077	82.42%	30,479
	Special resolutions							
18	To renew the director's limited authority to allot equity securities for cash.	264,279,035	99.86%	367,991	0.14%	264,647,026	81.00%	4,670,530
19	To grant the directors additional limited authority to allot equity securities for cash as contemplated by the Pre-emption Group's Statement of Principles.	252,811,181	95.53%	11,834,574	4.47%	264,645,755	81.00%	4,671,801
20	To renew the authority enabling the Company to buy its own shares.	255,463,478	94.91%	13,702,558	5.09%	269,166,036	82.38%	151,520
21	To authorise the calling of general meetings (other than an annual general meeting) on not less than 14 clear days' notice.	237,424,632	88.16%	31,878,587	11.84%	269,303,219	82.42%	14,336

Notes:

*A vote withheld is not a vote in law and therefore cannot be counted in the calculation of the proportion of votes for and against a resolution.

As at the date of the AGM, the number of issued shares of the Company was 326,729,852 shares of 13 3/19 pence each, which was the total number of shares entitling the holders to attend and vote for or against all resolutions.

In accordance with the Financial Conduct Authority's Listing Rule 9.6.2 a copy of the resolutions passed at the Annual General Meeting will be available via the National Storage Mechanism, which can be accessed at <http://www.morningstar.co.uk/uk/NSM>