

Schroders plc ('Schroders')

Annual General Meeting ('AGM') 2019 Results

A poll was held on each of the resolutions proposed at the AGM held earlier today. All resolutions were passed and the results are as follows:

	Resolution	For (including discretionary)	%	Against	%	Withheld	Votes cast as a percentage of Schroders issued ordinary share capital
1	To receive the Report & Accounts	200,119,766	99.99	11,791	0.01	48,334	88.55%
2	To declare the Final Dividend	200,176,210	100.00	0	0.00	3,681	88.56%
3	To approve the Remuneration report	175,805,066	87.99	23,992,740	12.01	1,351,623	88.40%
4	To elect Deborah Waterhouse	200,161,955	100.00	2,895	0.00	15,041	88.56%
4*	To elect Deborah Waterhouse	91,838,244	100.00	2,895	0.00	15,041	78.03%
5	To elect Leonie Schroder	194,894,792	97.42	5,163,120	2.58	124,945	88.51%
6	To re-elect Michael Dobson	188,385,414	94.55	10,852,092	5.45	942,385	88.15%
7	To re-elect Peter Harrison	200,005,613	99.92	152,911	0.08	21,367	88.56%
8	To re-elect Richard Keers	199,680,761	99.76	477,858	0.24	21,272	88.56%
9	To re-elect Ian King	199,857,603	99.86	271,292	0.14	50,996	88.54%
9*	To re-elect Ian King	91,563,892	99.70	271,292	0.30	20,996	78.03%
10	To re-elect Sir Damon Buffini	199,963,871	99.90	194,935	0.10	21,085	88.56%
10*	To re-elect Sir Damon Buffini	91,640,160	99.79	194,935	0.21	21,085	78.03%
11	To re-elect Rhian Davies	199,996,824	99.92	162,482	0.08	20,585	88.56%
11*	To re-elect Rhian Davies	91,673,113	99.82	162,482	0.18	20,585	78.03%
12	To elect Rakhi Goss-Custard	199,927,731	99.88	231,154	0.12	21,006	88.56%
12*	To elect Rakhi Goss-Custard	91,604,020	99.75	231,154	0.25	21,006	78.03%
13	To re-elect Nichola Pease	197,968,513	98.90	2,193,722	1.10	16,081	88.56%
13*	To re-elect Nichola Pease	89,644,802	97.61	2,193,722	2.39	16,081	78.03%
14	To re-elect Philip Mallinckrodt	195,029,240	97.43	5,134,594	2.57	14,482	88.56%
15	To re-appoint Ernst & Young LLP as auditor	200,161,718	100.00	8,424	0.00	8,174	88.56%

16	To authorise the Audit and Risk Committee to determine the auditor's remuneration	200,163,527	100.00	8,178	0.00	6,611	88.56%
17	To renew the authority to allot shares	200,149,283	99.99	23,933	0.01	5,100	88.56%
18	To approve the disapplication of pre-emption rights	199,592,727	99.71	571,288	0.29	11,959	88.56%
19	To renew the authority to purchase own shares	199,503,385	99.67	663,580	0.33	11,351	88.56%
20	Notice of general meetings	196,981,365	98.41	3,186,460	1.59	10,491	88.56%

For the purposes of section 341 of the Companies Act 2006, the votes validly cast are expressed in the table above as a percentage of Schroders' total issued ordinary share capital as at 6pm on 30 April 2019, being the time at which a shareholder had to be registered in the register of members in order to attend and vote at the AGM. A vote "withheld" is not a vote in law and has not been counted as a vote "for" or "against" a resolution.

The number of ordinary shares in issue at the date of this announcement is 226,022,400.

Resolutions 18, 19 and 20 were passed as special resolutions. Copies of resolutions 17, 18, 19 and 20 will be filed at Companies House.

In accordance with Listing Rule 9.2.2E, to be passed resolutions 4 and 9 to 13 must be approved by a simple majority of all shareholders and by a simple majority of the independent shareholders. The results of the independent shareholder vote on the applicable Resolutions are set out in 4* and 9* to 13* above.

In accordance with LR 9.6.2, a copy of the resolutions passed, other than resolutions concerning ordinary business, at today's AGM will be submitted to the National Storage Mechanism and will be available for inspection at <http://www.morningstar.co.uk/uk/NSM>.

As announced on 7 March 2019, Robin Buchanan having served on the Board for more than nine years, stepped down at the conclusion of the Annual General Meeting.

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2 May 2019