28 January 2020

Annual General Meeting

Schroder UK Mid Cap Fund plc (the “Company”) announces that at the Annual General Meeting of the Company held at 1 London Wall Place, London EC2Y 5AU on Tuesday 28 January 2020, resolutions numbered 1 to 14 as set out in the Notice of Meeting were duly passed on a show of hands.

The proxy votes received by the Company were as follows:

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | **Resolution** | **For (including discretionary)** | **%** | **Against** | **%** | **Withheld** | **Total % of Voting Capital voted (Including Withheld)** |
| 1 | To receive the Annual Report & Accounts | 10,804,696 | 100.00% | 0 | 0.00% | 854 | 30.56% |
| 2 | To approve the final dividend | 10,805,550 | 100.00% | 0 | 0.00% | 0 | 30.56% |
| 3 | To approve the Directors Remuneration Policy | 10,793,283 | 99.91% | 9,561 | 0.09% | 2,706 | 30.56% |
| 4 | To approve the Remuneration report | 10,796,204 | 99.94% | 6,640 | 0.06% | 2,706 | 30.56% |
| 5 | To elect  Ms Wendy Colquhoun | 10,804,102 | 99.99% | 1,055 | 0.01% | 393 | 30.56% |
| 6 | To re-elect  Mr Eric Sanderson | 10,777,712 | 99.77% | 24,933 | 0.23% | 2,904 | 30.56% |
| 7 | To re-elect Mrs Claire Dobie | 10,778,626 | 99.78% | 24,020 | 0.22% | 2,904 | 30.56% |
| 8 | To re-elect Mr Andrew Page | 10,801,763 | 99.99% | 883 | 0.01% | 2,904 | 30.56% |
| 9 | To re-elect Mr Robert Talbut | 10,801,479 | 99.99% | 883 | 0.01% | 3,188 | 30.56% |
| 10 | To re-appoint KPMG LLP as auditor | 10,798,663 | 99.94% | 6,193 | 0.06% | 694 | 30.56% |
| 11 | To approve the auditors remuneration | 10,801,866 | 99.97% | 3,291 | 0.03% | 393 | 30.56% |
| 12 | To renew the authority to allot shares | 10,803,164 | 99.98% | 2,386 | 0.02% | 0 | 30.56% |
| 13\* | To approve the disapplication of pre-emption rights | 10,789,144 | 99.91% | 10,224 | 0.09% | 6,182 | 30.56% |
| 14\* | To renew the authority to purchase own shares | 10,795,798 | 99.96% | 3,854 | 0.04% | 5,898 | 30.56% |

\*Resolutions 13 and 14 were passed as special resolutions. Copies of resolutions 12, 13 and 14 will be filed at Companies House.

Please note a 'vote withheld' is not a vote under English law and is not counted in the calculation of votes 'for' or 'against' a resolution.

The total number of ordinary shares of 25p each in issue is 35,361,190. The total number of voting rights is: 35,361,190.

The Company also announces that Robert Rickman retired as a director of the Company at the annual general meeting held on 28 January 2020. The board would like to take this opportunity to thank Robert for his invaluable contribution to the Company over the last 9 years.

In accordance with LR 9.6.2, a copy of the resolutions passed at today’s AGM will be available for inspection on the Company’s website at <http://www.schroders.co.uk/ukmidcap>.

Enquiries:

Matthew Riley

Schroder Investment Management Limited

020 7658 6596