

26 August 2021

FORESIGHT GROUP HOLDINGS LIMITED (the "Company")

RESULTS OF ANNUAL GENERAL MEETING

The Company announces the results of voting at its Annual General Meeting ("AGM") held on 26 August 2021 and confirms that all resolutions were duly passed as set out below:

Resolution	Votes For	% of votes cast	Votes Against	% of votes cast	Votes Total	% TVR Voted*	Votes Withheld	
Ordinary Resolution								
1	To receive the Annual Report and Financial Statements of the Company for the financial year ended 31 March 2021 and the report of the Directors and Auditors thereon.	93,517,805	100.00	0	0.00	93,517,805	86.32	175
2	That the Remuneration Committee's Report for the financial year ended 31 March 2021 be approved.	92,093,990	98.48	1,423,815	1.52	93,517,805	86.32	175
3	That the Remuneration Policy set out in the Remuneration Report contained in the Governance section of the Annual Report and Financial Statements for the financial year ended 31 March 2021 be approved.	91,703,711	98.06	1,814,094	1.94	93,517,805	86.32	175
4	That the final dividend recommended by the Directors of 1.7 pence per ordinary share for the financial year ended 31 March 2021 be declared payable on 24 September 2021 to all members whose names appear on the Company's register of members at 6.00 p.m. on 10 September 2021.	93,517,805	100.00	0	0.00	93,517,805	86.32	175
5	To re-appoint	93,121,016	99.60	378,129	0.40	93,499,145	86.31	18,835

	Bernard William Fairman as a Director of the Company.							
6	To re-appoint Gary Fraser as a Director of the Company.	93,505,864	99.99	11,941	0.01	93,517,805	86.32	175
7	To re-appoint Geoffrey Gavey as a Director of the Company.	93,006,066	99.45	511,739	0.55	93,517,805	86.32	175
8	To re-appoint Michael Liston as a Director of the Company.	92,593,805	99.01	924,000	0.99	93,517,805	86.32	175
9	To re-appoint Alison Hutchinson as a Director of the Company.	93,517,805	100.00	0	0.00	93,517,805	86.32	175
10	To re-appoint BDO LLP of 55 Baker Street, London W1U 7EU, as the Company's Auditors until the conclusion of the next general meeting of the Company at which financial statements are laid.	93,517,805	100.00	0	0.00	93,517,805	86.32	175
11	To authorise the Directors to determine the remuneration of the Auditors.	93,505,864	99.99	11,941	0.01	93,517,805	86.32	175
Special Resolutions								
12	Authority to allot shares.	92,526,086	98.94	991,719	1.06	93,517,805	86.32	175
13	Disapplication of pre-emption rights.	92,590,296	99.01	927,509	0.99	93,517,805	86.32	175
14	Additional disapplication of pre-emption rights.	92,593,805	99.01	924,000	0.99	93,517,805	86.32	175
15	Authority to purchase own shares.	93,505,847	100.00	17	0.00	93,505,864	86.32	12,116
16	That the existing Articles of the Company be deleted and replaced in their entirety with the amended Articles of Incorporation in the form appended to the notice available for review on our website at www.fsg-investors.com .	93,517,805	100.00	0	0.00	93,517,805	86.32	175

Votes of the Independent Shareholders on the resolutions concerning the election of the Independent Non-Executive Directors		Votes For	% of votes cast	Votes Against	% of votes cast	Votes Total	% TVR Voted*	Votes Withheld
Ordinary Resolution								
7	To re-appoint Geoffrey Gavey as a Director of the Company.	46,029,692	98.90	511,739	1.08	46,541,431	42.96	175
8	To re-appoint Michael Liston as a Director of the Company.	45,617,431	98.01	924,000	1.98	46,541,431	42.96	175
9	To re-appoint Alison Hutchinson as a Director of the Company.	46,541,431	100.00	0	0	46,541,431	42.96	175

* percentage of the total votes cast vs the total voting rights attributable to the 108,333,333 ordinary voting shares of nil par value

Notes

A 'Vote Withheld' is not a vote in law and has not been counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.

The total number of shares on the register at the close of business on 24 August 2021, being those eligible to be voted on at the AGM, was 108,333,333. A copy of the resolutions can be found in the Notice of Meeting available at: <https://www.fsg-investors.com/shareholder-centre>

This announcement is made pursuant to the requirements of Listing Rules 9.6.2 and 9.6.18. Copies of the Special Resolutions approved by shareholders will be submitted as soon as practicable to the UK Listing Authority and will shortly be available for inspection via the National Storage Mechanism:

<https://data.fca.org.uk/#/nsm/nationalstoragemechanism>

The results will also be made available on the Company's website:

<https://www.fsg-investors.com/shareholder-centre>

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