

# Baillie Gifford Shin Nippon PLC

## Annual General Meeting Held on 17 May 2023

All resolutions were passed on a show of hands. The following levels of proxy appointments and associated instructions were received prior to the meeting.

Resolution No.	Votes for	Votes against	Total votes cast	Votes withheld	Total proxies	
<b>Ordinary Business</b>						
1	To receive and adopt the Financial Statements of the Company for the year ended 31 January 2023 with the reports of the Directors and of the Independent Auditor thereon.	112,652,020	12,720	112,664,740	49,619	112,714,359
2	To approve the Directors' Remuneration Policy.	111,816,709	628,345	112,445,054	269,305	112,714,359
3	To approve the Directors' Annual Report on Remuneration for the year ended 31 January 2023.	111,828,540	584,582	112,413,122	301,237	112,714,359
4	To re-elect Ms CEC Finn as a Director of the Company.	112,157,021	423,394	112,580,415	133,944	112,714,359
5	To re-elect Ms AE Rotheroe as a Director of the Company.	112,167,635	427,494	112,595,129	119,230	112,714,359
6	To re-elect Mr J Skinner as a Director of the Company.	112,123,616	450,787	112,574,403	139,956	112,714,359
7	To re-elect Mr KJ Troup as a Director of the Company.	112,191,157	422,810	112,613,967	100,392	112,714,359
8	To re-elect Professor S Vijayakumar as a Director of the Company.	112,169,533	444,434	112,613,967	100,392	112,714,359
9	To appoint Johnston Carmichael LLP as Independent Auditor of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting at which the Financial Statements are laid before the Company.	112,574,151	56,445	112,630,596	83,763	112,714,359
10	To authorise the Directors to determine the remuneration of the Independent Auditor of the Company.	112,584,337	51,107	112,635,444	78,915	112,714,359
11	To approve the Directors' general authority to issue shares.	112,172,237	501,626	112,673,863	40,496	112,714,359
12	To approve by Special Resolution that the Directors be authorised to issue shares/sell treasury shares on a non pre-emptive basis.	112,078,295	561,918	112,640,213	74,146	112,714,359
13	To approve by Special Resolution that the Company be authorised to make market purchases of its own shares.	112,263,881	409,443	112,673,324	41,035	112,714,359

(continued overleaf)

Resolution No.	Votes for	Votes against	Total votes cast	Votes withheld	Total proxies	
<b>Special Business</b>						
14	To approve and adopt the revised Objective and Policy as the Objective and Policy of the Company.	112,276,983	275,397	112,552,380	161,979	112,714,359
15	To approve by special resolution the revised Articles of Association and adopt them as the Articles of Association of the Company.	99,748,149	12,748,038	112,496,187	218,172	112,714,359

**Notes:**

1. Where shareholders have appointed the Chairman of the meeting as their proxy, with discretion as to voting, those votes have been cast in favour of all resolutions.
2. A vote withheld is not a 'vote' in law and is not counted in the calculation of the votes 'for' and 'against' a resolution.