

19 May 2022

Headlam Group plc
('Headlam' or the 'Company')

2022 Annual General Meeting ('AGM') Poll Results

The Board of Headlam announces that all the resolutions put to its shareholders at the AGM held earlier today were duly passed by the requisite majorities on a poll.

In accordance with Listing Rule 9.6.2, copies of the special business resolutions (11 to 14) passed at the AGM will be submitted to the National Storage Mechanism and will shortly be available for inspection at: <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

The results of the poll for each resolution are shown below:

| | Resolution | Votes For (including discretionary votes) | | Votes Against | | Votes Withheld | Total Votes Cast (excluding votes Withheld) | |
|----|--|---|-----------------|---------------|-----------------|----------------|---|-----------------------------|
| | | No. of Votes | % of votes cast | No. of Votes | % of votes cast | No. of Shares | No. of Votes | % of Issued Share Capital** |
| 1. | Receive the Annual Report and Accounts | 63,162,762 | 99.99 | 4,180 | 0.01 | 155,901 | 63,166,942 | 74.56 |
| 2. | Approve the Remuneration Report | 60,828,936 | 96.06 | 2,492,469 | 3.94 | 1,438 | 63,321,405 | 74.75 |
| 3. | Declare a final ordinary dividend | 63,318,663 | 99.99 | 4,180 | 0.01 | 0 | 63,322,843 | 74.75 |
| 4. | Elect Stephen Bird | 63,312,325 | 99.98 | 10,254 | 0.02 | 264 | 63,322,579 | 74.75 |
| 5. | Elect Simon King | 63,009,093 | 99.50 | 313,486 | 0.50 | 264 | 63,322,579 | 74.75 |
| 6. | Re-elect Chris Payne | 63,294,966 | 99.96 | 27,613 | 0.04 | 264 | 63,322,579 | 74.75 |

| | | | | | | | | |
|-----|---|------------|-------|-----------|------|-------|------------|-------|
| 7. | Re-elect Amanda Aldridge | 62,936,989 | 99.39 | 385,853 | 0.61 | 1 | 63,322,842 | 74.75 |
| 8. | Re-elect Keith Edelman | 62,792,650 | 99.16 | 529,928 | 0.84 | 265 | 63,322,578 | 74.75 |
| 9. | Re-appoint PricewaterhouseCoopers LLP as the Auditor | 63,167,473 | 99.75 | 155,370 | 0.25 | 0 | 63,322,843 | 74.75 |
| 10. | Authorise the Directors to determine Auditor's remuneration | 63,314,180 | 99.99 | 8,663 | 0.01 | 0 | 63,322,843 | 74.75 |
| 11. | Authorise allotment of shares | 63,309,889 | 99.98 | 12,954 | 0.02 | 0 | 63,322,843 | 74.75 |
| 12. | Disapply pre-emption rights* | 63,309,876 | 99.98 | 12,967 | 0.02 | 0 | 63,322,843 | 74.75 |
| 13. | Authorise purchase of own shares* | 63,152,052 | 99.73 | 168,637 | 0.27 | 2,154 | 63,320,689 | 74.75 |
| 14. | Call general meetings on 14 days' notice* | 57,765,811 | 91.21 | 5,557,032 | 8.78 | 0 | 63,322,843 | 74.75 |

* Indicates a special resolution requiring a 75% majority of votes cast

** Excludes treasury shares

Notes:

- 1 A vote 'Withheld' is not a vote in law and is not counted in the calculation of the proportion of votes 'For' or 'Against' a resolution, the total votes validly cast or the calculation of the proportion of issued share capital voted.
- 2 As at the voting record date (17 May 2022), Headlam had 85,639,209 ordinary shares in issue, of which 84,715,416 held voting rights.
- 3 To calculate the proxy votes as a percentage of shares in issue, treasury shares were excluded.

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