

The Co-operative Bank p.l.c.

19 May 2020

Results of the Annual General Meeting

The Co-operative Bank p.l.c. (the 'Bank' or the 'Company') announces that at its Annual General Meeting ('AGM') held earlier today, all the resolutions put to its sole shareholder were passed. Resolutions 1 to 16 (inclusive) were passed as ordinary resolutions. Resolution 17 was passed as a special resolution. The results of the votes cast on each resolution are as follows:

	Resolution	Votes For (%)	Votes Against (%)	Total Votes Validly Cast (% of Issued Ordinary Share Capital)	Votes Withheld
1.	To receive the Company's accounts and the Directors' Report and the Auditor's Report for the year ended 31 December 2019.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
2.	To elect Chris Davis as a Director.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
3.	To elect Sally-Ann Hibberd as a Director.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
4.	To elect Nick Slape as a Director.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
5.	To elect Morteza Mahjour as a Director	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
6.	To re-elect Robert Dench as a Director.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
7.	To re-elect Derek Weir as a Director.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
8.	To re-elect Sir William Thomas as a Director.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
9.	To re-elect Glyn Smith as a Director.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
10.	To re-elect Susan Harris as a Director.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
11.	To re-elect Andrew Bester as a Director.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
12.	To re-appoint Ernst & Young LLP as auditor of the Company to hold office from the conclusion of this meeting until the conclusion of the next general meeting at which the accounts are laid before the Shareholders.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
13.	To authorise the joint audit committee, for and on behalf of the Directors, to determine the auditor's remuneration.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
14.	To approve the amended Inside Information Framework.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
15.	To approve the amended terms of reference of the joint audit committee.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
16.	To approve the amended terms of reference of the risk committee.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0

17.	To approve the amended articles of association.	511,456,510 (100%)	0 (0%)	511,456,510 (100%)	0
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As at 6:00 pm on 15 May 2020, the time by which shareholders who wanted to attend and vote at the AGM must have been entered on the Bank's register of members, the Bank's issued voting share capital consisted of 511,456,510 ordinary shares, carrying one vote each. A vote withheld is not a vote in law and is not counted in the calculation of the votes for or against a resolution.

Pursuant to UK Listing Rule 9.6.2R, copies of all resolutions, other than those concerning ordinary business, passed at the AGM will be shortly submitted to the National Storage Mechanism and will be available for inspection at <http://www.morningstar.co.uk/uk/NSM>.

The full text of the resolutions can be found in the Notice of Annual General Meeting which is available for inspection at <http://www.co-operativebank.co.uk/investorrelations/agm>.