

RNS Number: 5255I
 Co-Operative Bank PLC (The)
 30 May 2014

30 May 2014

Results of Annual General Meeting of The Co-operative Bank p.l.c. (the "Bank")

Results of the Annual General Meeting

The Bank announces the results of its Annual General Meeting ("AGM") held today. All resolutions were voted on by way of a poll and were passed.

The total number of votes received on each resolution was as follows:

Resolution	Votes For	% of Votes Cast	Votes Against	% of Votes Cast	Total Votes Validly Cast	Votes as a % of Issued Ordinary Share Capital ¹	Votes Withheld
1. To receive the Bank's accounts, directors' report and auditor's report for the year ended 31 December 2013	203,422,017	100%	0	0%	203,422,017	81.37%	0
2. To receive and approve the Directors' Remuneration Report for the year ended 31 December 2013	202,502,426	99.55%	919,591	0.45%	203,422,017	81.37%	0
3. To elect Niall Booker as a director	203,422,017	100%	0	0%	203,422,017	81.37%	0
4. To elect Richard Graeme Barclay Hardie as a director	203,422,017	100%	0	0%	203,422,017	81.37%	0
5. To elect Dennis Holt as a director	203,422,017	100%	0	0%	203,422,017	81.37%	0
6. To elect William Gennydd Thomas as a	203,422,017	100%	0	0%	203,422,017	81.37%	0

	director							
7.	To elect Richard Pym as a director	203,422,017	100%	0	0%	203,422,017	81.37%	0
8.	To re-elect Richard Coates as a director	203,422,017	100%	0	0%	203,422,017	81.37%	0
9.	To appoint Ernst & Young LLP as auditor of the Bank	201,837,923	99.22%	1,584,094	0.78%	203,422,017	81.37%	0
10.	To authorise the directors to determine the auditor's remuneration	203,422,017	100%	0	0%	203,422,017	81.37%	0
11.	To authorise the Bank to make political donations and incur political expenditure	194,835,234	95.78%	8,586,783	4.22%	203,422,017	81.37%	0
<p>Note: It is not the policy of the Bank to make donations to political parties, other political organisations or independent election candidates and the directors have no intention of changing that policy. However, as a result of the wide definitions in the relevant legislation, normal expenditure and business activities might be construed as political expenditure. This authority will not be used to make political donations within the normal meaning of that expression.</p>								
12.	To authorise the directors of the Bank to allot shares	201,732,346	100%	0	0%	201,732,346	80.69%	1,689,671
13.	To disapply statutory pre-emption rights*	201,732,346	100%	0	0%	201,732,346	80.69%	1,689,671
14.	To authorise the Bank to apply a ratio of the fixed to variable components of total remuneration for "Remuneration Code Staff" that exceeds 1:1, provided that the ratio does not exceed 1:2*	202,502,426	99.55%	919,591	0.45%	203,422,017	81.37%	0
15.	To authorise the Bank to call general meetings other than annual general meetings on not	201,732,346	99.17%	1,689,671	0.83%	203,422,017	81.37%	0

less than 14 clear days' notice*								
--	--	--	--	--	--	--	--	--

Notes

¹ 250,000,000 ordinary shares, being the Bank's issued voting share capital as at 6.00pm on 28 May 2014, 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

* Special resolution

Anne Gunther and Merlyn Lowther did not seek re-election at the AGM of the Bank and accordingly each retired as a director of the Bank at the conclusion of the AGM.

Richard Pym, Chairman of The Co-operative Bank said: "This has been a good week for The Co-operative Bank with the closing of the capital raise, support from shareholders for the resolutions today and earlier in the week the appointment of Laura Carstensen as an independent Director and chair of our values and ethics committee.

"On behalf of the Board I would like to thank the outgoing Board Directors for their service to the Bank through the exceptional circumstances of the last year. Both Anne Gunther and Merlyn Lowther have made a significant contribution to what is just the beginning of the Bank's turnaround. Part of that turnaround journey is improving the overall governance of the Bank where we continue to make good progress."

As at 6.00pm on 28 May 2014, 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 250,000,000 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.

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/aboutus/agm>

Enquiries

Media

Lansons:

Tony Langham - 07979 692287

David Masters - 07825 427514

The Co-operative Bank:

Alice Hunt - 07834 620704

Investor enquiries

The Co-operative Bank Investor Relations:
Adam Key - 07730 193815
