



Annual General Meeting 2023

Summary of votes cast



BT Group



BT Group plc
Annual General Meeting 13 July 2023
Summary of votes cast

Annual General Meeting Resolutions	For	%	Against	%	Votes withheld
Resolution 1 That the accounts and reports of the directors and the auditor for the year ended 31 March 2023 be received.	6,921,299,114	99.93	5,069,477	0.07	4,782,208
Resolution 2 That the Report on Directors' Remuneration for the year ended 31 March 2023 be received and approved.	6,801,425,259	98.15	128,049,792	1.85	1,580,860
Resolution 3 That the Directors' Remuneration Policy be received and approved.	6,798,003,577	98.17	126,721,663	1.83	6,331,473
Resolution 4 That the final dividend of 5.39 pence per share be payable on 13 September 2023 to holders of ordinary shares registered at the close of business on 4 August 2023.	6,928,806,252	99.99	990,504	0.01	1,232,400
Resolution 5 That Adam Crozier be re-elected as a director.	6,798,748,219	98.12	130,147,692	1.88	2,146,484
Resolution 6 That Philip Jansen be re-elected as a director.	6,922,921,079	99.91	6,147,798	0.09	2,035,607
Resolution 7 That Simon Lowth be re-elected as a director.	6,916,077,612	99.82	12,746,191	0.18	2,207,590
Resolution 8 That Adel Al-Saleh be re-elected as a director.	6,806,378,356	98.23	122,352,262	1.77	2,314,233
Resolution 9 That Isabel Hudson be re-elected as a director.	6,855,799,427	98.95	72,983,581	1.05	2,222,451
Resolution 10 That Matthew Key be re-elected as a director.	6,862,581,402	99.04	66,180,698	0.96	2,260,958
Resolution 11 That Allison Kirkby be re-elected as a director.	6,067,500,950	87.57	861,293,760	12.43	2,234,040
Resolution 12 That Sara Weller be re-elected as a director.	6,859,460,760	99.00	69,315,175	1.00	2,231,259
Resolution 13 That Ruth Cairnie be elected as a director.	6,917,687,058	99.84	11,018,010	0.16	2,314,138
Resolution 14 That Maggie Chan Jones be elected as a director.	6,924,356,141	99.94	4,423,189	0.06	2,268,043
Resolution 15 That Steven Guggenheimer be elected as a director.	6,924,230,398	99.94	4,378,052	0.06	2,391,781
Resolution 16	6,876,962,627	99.25	52,099,899	0.75	1,972,026

That KPMG LLP be re-appointed as auditor of BT Group plc, to hold office until the conclusion of the next general meeting at which accounts are laid before BT Group plc.					
Resolution 17 That the Audit & Risk Committee of the Board be authorised to decide the auditor's remuneration.	6,925,331,640	99.95	3,735,360	0.05	1,982,571
Special Business					
Resolution 18 That the directors are authorised generally and without conditions under Section 551 of the Companies Act 2006 ('2006 Act') to allot relevant securities.	4,314,733,222	96.02	178,976,297	3.98	2,437,338,178
Resolution 19 That subject to the passing of Resolution 18, the directors have power to allot equity securities (within the meaning of Section 561 of the 2006 Act) entirely paid for in cash.	6,879,819,324	99.32	47,300,778	0.68	3,860,943
Resolution 20 That subject to the passing of Resolution 18, the directors have power to allot further equity securities (within the meaning of Section 561 of the 2006 Act) entirely paid for in cash.	6,815,257,117	98.37	113,032,403	1.63	2,736,242
Resolution 21 That BT Group plc has general and unconditional authority to make market purchases as defined in section 693(4) of the Companies Act 2006 of shares of 5p each in BT Group plc.	6,856,254,297	98.95	72,683,226	1.05	2,108,367
Resolution 22 That BT Group plc may call a general meeting (but not an AGM) on at least 14 clear days' notice.	6,772,592,400	97.74	156,803,605	2.26	1,640,582
Resolution 23 That BT Group plc, and any company which is a subsidiary of BT Group plc, be authorised to make political donations to political organisations.	6,861,572,369	99.02	67,686,091	0.98	1,771,296

In accordance with Listing Rule 9.6.2, copies of all the resolutions passed, other than ordinary business, will be submitted to the UK Listing Authority ("UKLA") and will be available to view on the National Storage Mechanism website at [National Storage Mechanism | FCA](#)

The total number of shares in issue as at 6.30pm on 11 July 2023, excluding shares held in treasury was 9,934,623,207. 69.75% of the voting capital was instructed.



13 July 2023

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