

10 December 2021

UP Global Sourcing Holdings plc (“the “Company”)

Annual General Meeting (“AGM”) Voting Results

At the Annual General Meeting of the Company held today, all the resolutions set out in the Notice of Annual General Meeting were put to the meeting and approved on a poll and the results are detailed below:

Resolution No.	Resolution	Number of votes for	For (%)	Number of votes against	Against (%)	Number of votes withheld
1.	To receive, approve and adopt the Annual Report and Accounts	65,234,124	100.00%	0	0.00%	12,263
2.	To receive and approve the Directors’ Remuneration Report	64,599,399	99.01%	646,958	0.99%	30
3.	To approve a final dividend	65,246,387	100.00%	0	0.00%	0
4.	To re-elect James McCarthy	64,484,344	98.83%	762,043	1.17%	0
5.	To re-elect Simon Showman	65,246,387	100.00%	0	0.00%	0
6.	To re-elect Andrew Gossage	65,243,467	99.99%	2,920	0.01%	0
7.	To re-elect Graham Screawn	65,241,249	99.99%	2,920	0.01%	2,218
8.	To re-elect Alan Rigby	64,746,266	99.23%	500,121	0.77%	0
9.	To re-elect Robbie Bell	65,240,387	99.99%	6,000	0.01%	0
10.	To re-elect Jill Easterbrook	65,230,387	99.99%	6,000	0.01%	10,000
11.	To re-elect Christine Adshead	65,246,387	100.00%	0	0.00%	0
12.	To re-appoint BDO LLP as auditor	65,217,001	99.97%	19,386	0.03%	10,000
13.	To authorise the Audit Committee to determine the auditor’s remuneration	65,227,001	99.99%	9,386	0.01%	10,000
14.	To authorise the Directors to allot shares	64,711,740	99.20%	524,617	0.80%	10,030
15.	To approve the disapplication of statutory pre-emption rights *	64,728,662	99.22%	507,695	0.78%	10,030
16.	To authorise the buy-back of shares *	65,226,402	99.97%	19,955	0.03%	30

Independent shareholder votes only:

Resolution No.	Resolution	For (No. of shares)	For (%)	Against (No. of shares)	Against (%)	Votes Withheld (No. of shares)
4.	To re-elect James McCarthy	30,630,944	97.57%	762,043	2.43%	0
8.	To re-elect Alan Rigby	30,892,866	98.41%	500,121	1.59%	0
9.	To re-elect Robbie Bell	31,386,987	99.98%	6,000	0.02%	0
10.	To re-elect Jill Easterbrook	31,376,987	99.98%	6,000	0.02%	10,000
11.	To re-elect Christine Adshead	31,392,987	100.00%	0	0.00%	0

* Special Resolution

Notes:

1. Proxy appointments which gave discretion to the Chairman of the AGM have been included in the "For" total for the appropriate resolution.
2. Votes "For" and "Against" any resolution are expressed as a percentage of votes validly cast for that resolution.
3. A "Vote withheld" is not a vote in law and is not counted in the calculation of the percentage of shares voted "For" or "Against" any resolution nor in the calculation of the proportion of "Total issued share capital instructed" for any resolution.
4. The number of shares in issue at close of business on 8 December 2021 was 89,312,457 and at that time, the Company did not hold any shares in treasury.
5. The full text of the resolutions passed at the AGM can be found in the Notice of Annual General Meeting which is available on the Company's website at www.upgs.com.
6. A copy of resolutions 14-16 passed at the AGM will shortly be submitted to the National Storage Mechanism and will be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>

G P Screawn
Company Secretary