

11 May 2023

OSB GROUP PLC**(the 'Company')****Results of Annual General Meeting (AGM) and Board Changes****Results of AGM**

Results of the proxy voting for the 2023 AGM held on Thursday, 11 May 2023.

All resolutions were passed by the requisite majority on a poll; resolutions 1 to 9 as ordinary resolutions and resolutions 10 to 14 as special resolutions.

The following proxy votes were cast in respect of the AGM resolutions:

Ordinary Resolutions		Total votes For	%	Total votes Against	%	Total votes cast	% of issued share capital	Votes withheld
1	To receive the Accounts and the Reports	374,517,798	100.00%	5,948	0.00%	374,523,746	87.92	319,731
2	To approve the Remuneration Report*	300,592,875	80.19%	74,244,358	19.81%	374,837,233	87.99	6,244
3	To declare a final dividend	374,840,673	100.00%	172	0.00%	374,840,845	87.99	2,632
4(a)	To elect Kal Atwal	374,661,326	99.95%	176,908	0.05%	374,838,234	87.99	5,243
4(b)	To re-elect Elizabeth Noël Harwerth	362,380,300	96.68%	12,458,767	3.32%	374,839,067	87.99	4,410
4(c)	To re-elect Sarah Hedger	362,380,300	96.68%	12,458,767	3.32%	374,839,067	87.99	4,410
4(d)	To re-elect Rajan Kapoor	362,659,058	96.75%	12,180,009	3.25%	374,839,067	87.99	4,410
4(e)	To re-elect Simon Walker	374,557,269	99.92%	281,798	0.08%	374,839,067	87.99	4,410

4(f)	To re-elect David Weymouth	355,412,511	94.82%	19,426,556	5.18%	374,839,067	87.99	4,410
4(g)	To re-elect Andrew Golding	374,825,481	100.00%	13,586	0.00%	374,839,067	87.99	4,410
4(h)	To re-elect April Talintyre	372,549,567	99.39%	2,289,500	0.61%	374,839,067	87.99	4,410
5	To re-appoint Deloitte LLP as Auditor	374,681,994	99.96%	156,679	0.04%	374,838,673	87.99	4,804
6	To give authority to the Group Audit Committee to agree the Auditor's remuneration	373,137,330	99.55%	1,700,182	0.45%	374,837,512	87.99	5,965
7	To give authority to make political donations	367,772,188	98.35%	6,167,057	1.65%	373,939,245	87.78	904,232
8	To give authority to allot shares (general authority)	359,416,258	95.89%	15,422,254	4.11%	374,838,512	87.99	4,965
9	To give authority to allot shares (in relation to Regulatory Capital Convertible Instruments)	373,283,978	99.59%	1,554,534	0.41%	374,838,512	87.99	4,965
Special Resolutions								
10	To give authority to disapply pre-emption rights (general authority)	373,259,330	99.58%	1,577,485	0.42%	374,836,815	87.99	6,662
11	To give authority to disapply pre-emption rights (acquisitions and specified capital investments)	372,545,493	99.39%	2,294,519	0.61%	374,840,012	87.99	3,465
12	To give authority to disapply pre-emption rights (in relation to Regulatory Capital Convertible Instruments)	373,297,023	99.59%	1,542,989	0.41%	374,840,012	87.99	3,465
13	To give authority to re-purchase shares	372,057,892	99.60%	1,506,428	0.40%	373,564,320	87.69	1,279,157
14	To authorise the convening of a general meeting other than an AGM on not less than 14 clear days' notice	362,472,540	96.70%	12,365,972	3.30%	374,838,512	87.99	4,965

NOTES:

1. 'Total Votes For' include votes recorded as at the discretion of the appointed proxy.
2. The 'vote withheld' option was provided to enable shareholders to refrain from voting on any particular resolution. A vote withheld is not a vote in law and has not been counted in the calculation of the proportion of the vote 'For' and 'Against' a resolution.
3. As at the date of the AGM, the issued share capital of the Company was 426,009,559 ordinary shares.
4. The full text of the resolutions is detailed in the Notice of Meeting which can be found on the Company's website <https://www.osb.co.uk/investors/shareholder-services/agm-information/>

Copies of the special business resolutions passed at the AGM have been submitted to the UK Listing Authority, and will shortly be available for inspection at the UK Listing Authority's National Storage Mechanism which is located at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>

*The Board notes the strong level of shareholder support for Resolution 2, approval of the Directors' Remuneration Report, albeit recognises that this was lower than for the other resolutions and below the overwhelming support we have enjoyed at recent shareholder meetings on remuneration matters. We take it seriously when the level of support falls below our high expectations and, accordingly, have engaged institutional shareholders that voted against this resolution to understand and address their concerns.

Board Changes

Graham Allatt and Mary McNamara retired at the conclusion of the Annual General Meeting.

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Notes to Editors

About OSB GROUP PLC

OSB began trading as a bank on 1 February 2011 and was admitted to the main market of the London Stock Exchange in June 2014 (OSB.L). OSB joined the FTSE 250 index in June 2015. On 4 October 2019, OSB acquired Charter Court Financial Services Group plc and its subsidiary businesses. On 30 November 2020, OSB GROUP PLC became the listed entity and holding company for the OSB Group. The Group provides specialist lending and retail savings and is authorised by the Prudential Regulation Authority, part of the Bank of England, and regulated by the Financial Conduct Authority and Prudential Regulation Authority. The Group reports under two segments, OneSavings Bank and Charter Court Financial Services.