

## 2024 Annual General Meeting Poll Results for Direct Line Insurance Group Plc

8 May 2024

Direct Line Insurance Group plc (the "Company") announces that all resolutions proposed to shareholders at its Annual General Meeting today were carried by the requisite majority on a poll.

The following table shows the votes cast for each resolution:

Resolution		For	% of votes cast	Against	% of votes cast	Total votes	% of issued share capital voted	Votes withheld
1.	To receive the Report and Accounts of the Company for the year ended 31 December 2023.	1,015,966,859	99.99%	105,984	0.01%	1,016,072,843	77.48%	1,405,876
2.	To approve the Directors' Remuneration Report.	998,020,044	98.58%	14,387,945	1.42%	1,012,407,989	77.20%	5,070,730
3.	To approve a final dividend of 4.0 pence per share.	1,017,284,098	99.99%	117,644	0.01%	1,017,401,742	77.58%	76,977
4.	To elect David Neave as a Director of the Company.	1,004,071,325	98.76%	12,597,098	1.24%	1,016,668,423	77.53%	810,296
5.	To elect Adam Winslow as a Director of the Company.	1,004,184,591	98.77%	12,538,689	1.23%	1,016,723,280	77.53%	755,439
6.	To elect Carol Hagh as a Director of the Company.	1,004,060,331	98.76%	12,616,815	1.24%	1,016,677,146	77.53%	801,573
7.	To re-elect Tracy Corrigan as a Director of the Company.	977,203,407	96.12%	39,476,221	3.88%	1,016,679,628	77.53%	799,091
8.	To re-elect Danuta Gray as	839,904,721	88.11%	113,363,067	11.89%	953,267,788	72.69%	64,210,931

	a Director of the Company.							
9.	To re-elect Mark Gregory as a Director of the Company.	993,137,030	97.68%	23,536,290	2.32%	1,016,673,320	77.53%	805,399
10.	To re-elect Adrian Joseph as a Director of the Company.	993,126,480	97.68%	23,535,753	2.32%	1,016,662,233	77.53%	816,486
11.	To re-elect Mark Lewis as a Director of the Company.	993,125,267	97.69%	23,531,562	2.31%	1,016,656,829	77.53%	821,890
12.	To re-elect Neil Manser as a Director of the Company.	1,003,797,752	98.74%	12,832,840	1.26%	1,016,630,592	77.52%	848,127
13.	To re-elect Fiona McBain as a Director of the Company.	993,154,957	97.69%	23,502,754	2.31%	1,016,657,711	77.53%	821,008
14.	To re-elect Gregor Stewart as a Director of the Company.	992,737,589	97.65%	23,926,014	2.35%	1,016,663,603	77.53%	815,116
15.	To re-elect Richard Ward as a Director of the Company.	992,946,263	97.67%	23,691,012	2.33%	1,016,637,275	77.52%	841,444
16.	To appoint KPMG LLP as the Company's Auditor until the next AGM.	999,314,892	98.23%	17,954,871	1.77%	1,017,269,763	77.57%	208,956
17.	To authorise the Audit Committee to agree the Auditor's remuneration.	1,016,805,144	99.96%	449,119	0.04%	1,017,254,263	77.57%	224,456

18.	To authorise the Company to make political donations and expenditure.	997,993,672	98.10%	19,293,771	1.90%	1,017,287,443	77.57%	190,753
19.	To authorise the Directors to allot new shares.	961,448,309	94.51%	55,823,902	5.49%	1,017,272,211	77.57%	205,214
20.	To grant the Directors general authority to disapply pre-emption rights.*	961,276,673	94.50%	55,911,380	5.50%	1,017,188,053	77.57%	290,666
21.	To grant the Directors additional authority to disapply pre-emption rights.*	951,988,553	93.59%	65,193,332	6.41%	1,017,181,885	77.57%	296,834
22.	To grant the Directors general authority to purchase own shares. *	1,012,976,891	99.59%	4,161,651	0.41%	1,017,138,542	77.56%	340,177
23.	To authorise the Company to call a general meeting, other than an Annual General Meeting, on 14 clear days' notice. *	996,875,811	97.99%	20,432,660	2.01%	1,017,308,471	77.57%	170,248
24.	To authorise the Directors to allot new shares in relation to an issue of RTI Instruments.	996,360,935	97.95%	20,816,118	2.05%	1,017,177,053	77.56%	301,666
25.	To authorise Directors to disapply pre-emption rights in relation to an	996,848,702	98.00%	20,319,492	2.00%	1,017,168,194	77.56%	310,525

	issue of RTI Instruments. *							
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NOTES:

1. \* indicates a Special Resolution requiring 75% of votes cast to be carried.
2. Votes "For" and "Against" are expressed as a percentage of votes cast.
3. Votes "For" include discretionary votes.
4. A "Vote withheld" is not a vote in law and is not counted in the calculation of the votes "For" or "Against" a resolution.
5. The total number of ordinary shares in issue on 3 May 2024 was 1,311,388,157. Shareholders are entitled to one vote per share. Ordinary shareholders are entitled to one vote per share held.
6. To view the full wording of the resolutions, please refer to the 2024 Notice of Annual General Meeting on the Company's website.

In accordance with the UK Listing Authority's Listing Rule 9.6.2, copies of all the resolutions passed other than resolutions concerning ordinary business have been submitted to the National Storage Mechanism and will shortly be available for inspection at:  
<https://data.fca.org.uk/#/nsm/nationalstoragemechanism>

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