

**SIG plc**

Company No:  
00998314

Passed:  
7 November 2018

The Companies Acts 2006

At the General Meeting of the members of SIG plc ("the Company") held at the offices of Herbert Smith Freehills LLP, Exchange House, Primrose Street, London, EC2A 2EG on Wednesday 7 November 2018 at 12.00 noon the following Resolutions were passed as Ordinary Resolutions:

**Ordinary Resolution**

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**Resolution 1**

That the Directors' Remuneration Policy as set out in Appendix 1 to the Notice of General Meeting dated 15 October 2018 be and is approved.

**Resolution 2**

That:

- (a) the SIG plc Bonus Plan (the "Bonus Plan"), the principal terms of which are summarised in Appendix 2 to the Notice of General Meeting dated 15 October 2018 and the rules of which were produced at the Meeting and for the purposes of identification initialled by the Chairman, is approved and that the Directors are authorised to do all acts and things which they may consider necessary or expedient to carry the Bonus Plan into effect; and
- (b) the Directors are authorised to establish such further plans based on the Bonus Plan or schedules to the Bonus Plan as they consider necessary or desirable but which have been modified to take account of local tax, exchange control or securities laws in overseas territories, provided that any shares made available under such further plans or schedules are treated as counting against any limits on individual or overall participation in the Bonus Plan.

**Resolution 3**

That:

- (a) the SIG plc 2018 Long Term Incentive Plan (the "LTIP"), the principal terms of which are summarised in Appendix 2 to the Notice of General Meeting dated 15 October 2018 and the rules of which were produced at the Meeting and for the purposes of identification initialled by the Chairman, is approved and that the Directors are authorised to do all acts and things which they may consider necessary or expedient to carry the LTIP into effect; and
- (b) the Directors are authorised to establish such further plans based on the LTIP or schedules to the LTIP as they consider necessary or desirable but which have been modified to take account of local tax, exchange control or securities laws in overseas territories, provided that any shares made available under such further plans or schedules are treated as counting against any limits on individual or overall participation in the LTIP.



Richard Monro  
Secretary  
7 November 2018



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