

Result of AGM

Man Group plc held its Annual General Meeting at 10.00am on Friday 8 May 2015. All resolutions were put to the meeting on a poll, the full results of which are detailed below.

The issued ordinary share capital as at 6 May 2015, the voting record date, was 1,715,455,317.

RESOLUTION	VOTES FOR	VOTES AGAINST	VOTES ABSTAIN
Receive the reports and financial statements	1,037,474,992	1,772,156	7,410,449
Approve the directors' remuneration policy	591,048,110	442,929,218	12,680,269
Approve the directors' remuneration report	668,201,898	359,548,263	18,907,436
Declare a final dividend	1,044,735,468	34,527	1,887,602
Reappoint Jon Aisbitt as a director	1,032,480,091	11,423,355	2,754,151
Reappoint Phillip Colebatch as a director	1,030,849,533	13,848,576	1,959,488
Reappoint John Cryan as a director	1,043,525,535	1,163,183	1,968,879
Reappoint Andrew Horton as a director	1,041,766,686	1,920,554	2,970,357
Reappoint Matthew Lester as a director	1,043,518,315	1,179,765	1,959,517
Reappoint Emmanuel Roman as a director	1,043,539,165	1,171,644	1,946,788
Reappoint Dev Sanyal as a director	1,043,533,785	1,159,230	1,964,582
Reappoint Nina Shapiro as a director	1,043,482,911	1,220,872	1,953,814
Reappoint Jonathan Sorrell as a director	1,043,516,795	1,185,547	1,955,255
Reappoint Deloitte LLP as auditors	1,028,751,733	4,031,323	13,874,541
Determine the remuneration of the auditors	1,029,790,969	4,671,221	12,195,407
Authorise the directors to allot shares	1,016,084,183	28,642,778	1,930,636
Authorise the directors to allot shares for cash other than on a pro-rata basis to existing shareholders*	1,042,213,568	2,532,437	1,911,592
Authorise the Company to purchase its own shares*	1,039,340,257	5,427,709	1,889,631
Authorise the directors to call general meetings on 14 clear days' notice*	955,574,664	89,178,861	1,899,947

** Special Resolution requiring 75% majority*

The Board is pleased to announce that all resolutions presented at today's Annual General Meeting were passed with the requisite majority.

While the Board notes that there were a significant number of votes cast against Resolution 2 (approval of the new Directors' remuneration policy) and Resolution 3 (approval of the Directors' remuneration report), it has found that, as part of an extensive period of engagement with the Company's major shareholders ahead of the AGM, the majority of those shareholders with whom the policy proposals were discussed were supportive.

The changes to the remuneration policy approved by shareholders provide the Board with additional flexibility to reward any higher levels of future performance at an appropriate level, taking account of the competitive dynamic of the global hedge fund industry within which Man Group operates. The vote on the remuneration policy is an enabling vote only and actual awards will continue to be determined by performance. The Board has demonstrated its disciplined and rigorous approach to remuneration decisions in the past and will maintain these standards in future. Shareholders will have the opportunity to express their views on the Board's judgement in applying

the new policy to future reward decisions through ongoing consultation and ultimately through their vote on the Directors' remuneration report each year. We will continue our efforts to engage with our shareholders and take account of their views in the coming year.