

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 |

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| | 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 |

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| 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 |

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| 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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