



RNS Number : 3178P
S4 Capital PLC
08 June 2020

8 June 2020

S4 Capital plc

("S⁴Capital" or "the Company")

Results of Annual General Meeting

S⁴Capital plc (SFOR.L), the tech-led, new age, new era, digital advertising and marketing services company, announces that at the Company's Annual General Meeting held earlier today, the resolutions proposed were duly passed by way of a poll and without amendment.

The total number of votes received on each resolution is as follows:

Resolution	For	% of votes cast	Against	% of votes cast	Votes cast as a % of Issued Share Capital	Withheld
1. To receive the Annual Report and Accounts for the year ended 31 December 2019	270,438,488	100%	0	0.00%	55.34%	1,000
2. To approve the Directors' Remuneration Report	258,238,753	100%	3,063	0.00%	52.84%	12,197,672
3. To re-elect Sir Martin Sorrell as a Director	245,447,126	95.66%	11,137,275	4.34%	52.50%	13,855,087
4. To re-elect Victor Knaap as a Director	262,522,656	97.07%	7,916,832	2.93%	55.34%	0
5. To re-elect Wesley ter Haar as a Director	262,522,656	97.07%	7,916,832	2.93%	55.34%	0
6. To re-elect Peter Kim as a Director	262,522,656	97.07%	7,916,832	2.93%	55.34%	0
7. To re-elect Christopher S. Martin as a Director	262,522,656	97.07%	7,916,832	2.93%	55.34%	0
8. To re-elect Peter Rademaker as a Director	262,522,656	97.07%	7,916,832	2.93%	55.34%	0
9. To re-elect Paul Roy as a Director	260,713,230	100%	1,400	0.00%	53.35%	9,724,858
10. To re-elect Rupert Faure Walker as a Director	270,438,088	100%	1,400	0.00%	55.34%	0
11. To re-elect Susan Prevezer as a Director	270,438,088	100%	1,400	0.00%	55.34%	0
12. To re-elect Daniel Pinto as a Director	252,797,798	96.96%	7,916,832	3.04%	53.35%	9,724,858
13. To elect Scott Spirit as a Director	262,522,656	97.07%	7,916,832	2.93%	55.34%	0
14. To elect Elizabeth Buchanan as a Director	270,438,088	100%	1,400	0.00%	55.34%	0
15. To elect Margaret Ma Connolly as a Director	270,438,088	100%	1,400	0.00%	55.34%	0

16.	To elect Naoko Okumoto as a Director	270,438,088	100%	1,400	0.00%	55.34%	0
17.	To re-appoint PricewaterhouseCoopers LLP as auditors	270,435,903	100%	2,585	0.00%	55.34%	1,000
18.	To authorise the Directors to fix the remuneration of the auditors	270,435,903	100%	2,585	0.00%	55.34%	1,000
19.	To authorise the Directors generally to issue ordinary shares	270,431,532	100%	7,956	0.00%	55.34%	0
20.	To authorise the disapplication of pre-emption rights generally	270,419,268	99.99%	19,691	0.01%	55.34%	529
21.	To authorise the disapplication of pre-emption rights in connection with a specified acquisition or capital investment	270,424,268	99.99%	14,691	0.01%	55.34%	529
22.	To authorise the disapplication of pre-emption rights to facilitate pro-rata offers to overseas Shareowners	270,419,339	99.99%	19,620	0.01%	55.34%	529
23.	To authorise the Company to purchase its own shares	270,425,197	99.99%	14,291	0.01%	55.34%	0
24.	To adopt new articles of association	270,424,268	100%	12,506	0.00%	55.34%	2,714
25.	To enable the Company to call general meetings, other than an Annual General Meeting, on reduced notice	270,419,739	100%	8,114	0.00%	55.34%	11,635

S⁴Capital plc

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Elly Williamson

Jessica Hodgson

About S⁴Capital

S⁴Capital plc (SFOR.L) is the tech-led, new age, new era, digital advertising and marketing services company, established by Sir Martin Sorrell in May 2018.

Its strategy is to build a purely digital advertising and marketing services business for global, multinational, regional, local clients and millennial-driven influencer brands. This will be achieved initially by integrating leading businesses in three practice areas: first-party data, digital content, digital media planning and buying, along with an emphasis on "faster, better, cheaper" executions in an always-on consumer-led environment, with a unitary structure.

Digital is by far the fastest-growing segment of the advertising market.

S⁴Capital estimates that in 2019 digital accounted for approximately 47.5% or \$275 billion of total global advertising spend of \$550-600 billion (excluding about \$400 billion of trade support, the primary target of the Amazon advertising platform), and projects that by 2022 this share will grow to approximately 55-60%.

S⁴Capital combined with MediaMonks, the leading AdAge A-listed creative digital content production company led by Victor Knaap and Wesley ter Haar, in July 2018, and with MightyHive, the market-leading programmatic solutions provider for future thinking marketers and agencies, led by Peter Kim and Christopher S. Martin, in December 2018.

In April 2019, MightyHive merged with ProgMedia to expand operations into Latin America and MediaMonks acquired film studio Caramel Pictures to expand content studio capabilities. In June 2019, MediaMonks announced a planned merger with Australia-based BizTech, a leading marketing transformation and customer experience company. In August 2019, MediaMonks merged with Amsterdam-based digital influencer marketing agency IMA. In October 2019, MediaMonks merged with Firewood Marketing, the largest digital marketing agency based in Silicon Valley, that was recently ranked, along with MediaMonks, as one of the fastest growing agencies by Adweek, and MightyHive merged with award-winning UK-based digital analytics, biddable media and data science company ConversionWorks and South Korea-based data and analytics consultancy MightyHive Korea. In November 2019, MediaMonks merged with Delhi-based content creation and production company WhiteBalance and then with fully integrated digital agency Circus Marketing in January 2020. In April 2020 MightyHive announced its merger with Digodat, a leading Latin American data and analytics consultancy.

Victor, Wesley, Pete, Christopher and Peter Rademaker (formerly Chief Financial Officer of MediaMonks, now Chief Financial Officer of S⁴Capital), all joined the S⁴Capital Board as Directors. The S⁴Capital Board also includes Rupert Faure Walker, Paul Roy, Daniel Pinto, Sue Prevezer, Elizabeth Buchanan, Scott Spirit, Naoko Okumoto and Margaret Ma Connolly.

The Company has a market capitalisation of approximately £1.2 billion (c.\$1.5 billion) and 2,550 people in 30 countries across the Americas, Europe, the Middle East and Africa and Asia-Pacific. It has achieved Unicorn status in a little over one year, unique in the advertising and marketing services industry.

Sir Martin was CEO of WPP for 33 years, building it from a £1 million "shell" company in 1985 into the world's largest advertising and marketing services company with a market capitalisation of over £16 billion on the day he left. Today its market capitalisation is £8 billion. Prior to that he was Group Financial Director of Saatchi & Saatchi Company plc for nine years.

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