

11 May 2021

**The Gym Group plc** (the “Company”)  
**Annual General Meeting (“AGM”) Results**

The Company announces that at its Annual General Meeting held earlier today at No. 1 Croydon, 12-16 Addiscombe Road, Croydon, CR0 0XT, all the resolutions set out in the Notice of AGM were passed by the requisite majority. Each of the resolutions put to the AGM was voted on by way of a poll. The results of the poll for each resolution were as follows:

<b>Resolution</b> <i>* indicates Special Resolution</i>	<b>For</b> <b>(No. of</b> <b>shares)</b>	<b>For</b> <b>(%)</b>	<b>Against</b> <b>(No. of</b> <b>shares</b>	<b>Against</b> <b>(%)</b>	<b>Votes</b> <b>Withheld</b> <b>(No. of</b> <b>shares)</b>	<b>Total issued.</b> <b>share capital</b> <b>instructed (%)</b>
1. To receive the Annual Report and Accounts.	125,144,521	99.99	375	0.01	195	75.30
2. To approve the Remuneration Statement and Remuneration Report.	114,021,914	96.7	3,893,530	3.3	7,229,647	70.95
3. To re-elect Penny Hughes as a Director.	115,862,946	99.99	1,536	0.01	9,280,609	69.71
4. To re-elect John Treharne as a Director.	124,808,239	99.89	132,637	0.11	204,215	75.17
5. To re-elect Richard Darwin as a Director.	122,070,490	97.54	3,074,386	2.46	215	75.30
6. To re-elect David Kelly as a Director.	115,855,697	99.99	8,785	0.01	9,280,609	69.71
7. To re-elect Emma Woods as a Director.	124,939,340	99.99	1,536	0.01	204,215	75.17
8. To re-elect Mark George as a Director.	125,142,928	99.99	1,948	0.01	215	75.30
9. To elect Wais Shaifta as a Director.	124,936,723	99.99	4,173	0.01	204,195	75.17
10. To elect Rio Ferdinand as a Director.	122,888,360	98.36	2,052,536	1.64	204,195	75.17
11. To re-appoint Ernst & Young LLP as auditors of the Company.	122,200,060	97.65	2,942,536	2.35	2,495	75.29
12. To authorise the Audit and Risk Committee to determine the auditors' remuneration.	125,141,060	99.99	1,536	0.01	2,495	75.29
13. To authorise the Company to make political donations and incur political expenditure.	113,644,976	94.03	7,214,592	5.97	4,285,523	72.72
14. To authorise the Directors to allot ordinary shares.	120,886,283	99.85	177,285	0.15	4,081,523	72.84
15. To disapply statutory pre-emption rights*	119,014,193	98.31	2,047,075	1.69	4,083,823	72.84
16. To disapply statutory pre-emption rights solely in relation to acquisitions and specified capital investments. *	116,072,227	95.88	4,989,021	4.12	4,083,843	72.84
17. To authorise the Company to purchase its own ordinary shares.*	120,923,060	96.63	4,221,836	3.37	195	75.30
18. To authorise the Directors to hold general meetings on not less than 14 clear days' notice.*	123,180,172	98.43	1,964,724	1.57	195	75.30

\*Special Resolution

## NOTES:

- All resolutions were passed.

2. Proxy appointments which gave discretion to the Chairman of the AGM have been included in the "For" total for the appropriate resolution.
3. Votes "For" and "Against" any resolution are expressed as a percentage of votes validly cast for that resolution.
4. A "Vote withheld" is not a vote in law and is not counted in the calculation of the percentage of shares voted "For" or "Against" any resolution nor in the calculation of the proportion of "Total issued share capital instructed" for any resolution.
5. The number of shares in issue at 6:00 p.m. on 7 May 2021 was 166,203,843 (the "Share Capital") and at that time, the Company did not hold any Ordinary shares in treasury. The Company holds 48,050 non-voting Deferred Ordinary share of £1 each in treasury.
6. The proportion of "Total issued share capital instructed" for any resolution is the total of votes validly cast for that resolution (i.e. the total votes "For" and "Against" that resolution) expressed as a percentage of the Share Capital.
7. The full text of the resolutions passed at the AGM can be found in the Notice of Annual General Meeting which is available on the Company's website at [www.tggplc.com](http://www.tggplc.com).
8. A copy of resolutions 14-18 passed at the AGM will shortly be submitted to the National Storage Mechanism and will be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>
9. The complete poll results will be available shortly on the Company's website at [www.tggplc.com](http://www.tggplc.com).

**For further information, please contact:**

**The Gym Group:**  
Richard Darwin, CEO  
Mark George, CFO

**via Tulchan Communications**

**Tulchan Communications:**  
James Macey White  
Elizabeth Snow  
Laura Marshall

**+44 (0) 207 353 4200**

ENDS