

**Press Release
2021**

13 August

System1 Group PLC (AIM: SYS1)
("System1", or "the Company", or "the
Group")

Annual General Meeting

System1 Group PLC (AIM: SYS1), the international online market research agency, announces that the Company's AGM was held on Friday 13th August 2021. A poll was held on each of the resolutions proposed and the results of the poll are set out below. All of the resolutions proposed were duly passed.

Resolutions	Number of votes "For"	% of votes "For"	Number of votes "Against"	% of votes "Against"	Number of votes "Withheld"
1 To receive and adopt the Company's report and accounts for the financial year 2020/2021	5,677,555	97.06	172,165	2.96	0
2 Receive, adopt and approve the Directors' Remuneration Report	4,472,173	76.45	1,377,547	23.66	0
3 To re-elect Mr Graham Blashill as director	5,290,641	90.44	558,479	9.59	600
4 To re-elect Mr John Kearon as director	5,848,653	99.98	0	0	1,067
5 To re-elect Ms Sophie Tomkins as director	5,848,613	99.98	507	0.01	600

6	To re-elect Ms Jane Wakely as director	5,848,613	99.98	507	0.01	600
7	To re-elect Chris Willford as director	5,848,653	99.98	0	0	1,067
8	To re-elect Stefan Barden as director	5,848,653	99.98	0	0	1,067
9	To elect Rupert Howell as director	5,848,653	99.98	467	0.01	600
10	To reappoint RSM Audit UK LLP as auditors and authorise the directors to fix their remuneration	5,848,653	99.98	467	0.01	600
11	To authorise the Company to amend the terms of outstanding awards granted under the System1 Group PLC Long Term Incentive Plan (originally approved by shareholders on 22 March 2017) as set out in the Explanatory Notes of the notice of annual general meeting.	4,248,911	72.63	1,600,809	27.49	0
12	To approve the amended System1 Group PLC Long Term Incentive Plan (originally approved by shareholders on 22 March 2017), the principal amendments to which are set out in the Explanatory Notes to the notice of annual general meeting and the amended rules of which are produced at the annual general meeting and for the purposes of identification initialed by the Chairman.	5,203,120	88.95	646,600	11.10	0
13	To authorise the Company to amend the terms of the outstanding award granted under the System1 Group PLC Non-Employee Plan (originally approved by shareholders on 31 July 2019) as set out in the Explanatory Notes to this notice of annual general meeting.	3,840,966	65.66	2,008,754	34.50	0
14	To approve the amended System1 Group PLC Non-Employee Plan (originally approved by shareholders on 31 July 2019), the principal amendments to which are set out in the Explanatory Notes to the notice of annual general meeting and the rules of which are produced at the	5,201,353	88.92	648,367	11.14	0

	which are produced at the annual general meeting and for the purposes of identification initiated by the Chairman.					
15	To authorise the directors to allot shares (section 551 Companies Act 2006)	5,848,613	99.98	1,107	0.02	0
16	Disapplication of pre-emption rights (section 570 Companies Act 2006)	5,203,613	88.95	646,107	11.10	0
17	To approve the purchase of the Company's own shares	5,849,720	100	0	0	0

The Company can be found at www.system1group.com.

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