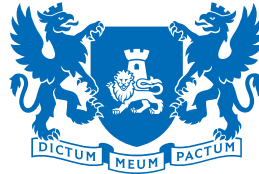


**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about its contents or the action you should take, you are recommended to seek your own personal financial advice from your stockbroker or other independent professional adviser who, if you are taking advice in the United Kingdom, is authorised under the Financial Services and Markets Act 2000.**

**If you have sold or otherwise transferred all your shares in London Stock Exchange Group plc, please forward this document, together with the accompanying documents, to the purchaser or transferee, or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.**

**London Stock Exchange Group plc**  
10 Paternoster Square  
London  
EC4M 7LS  
Telephone +44 (0)20 7797 1000  
www.lseg.com



**LSEG**

22 March 2022

Dear Shareholder,

### **Annual General Meeting 2022**

I am pleased to send you details of the annual general meeting (the "**AGM**") of London Stock Exchange Group plc (the "**Company**"), together with the annual report and accounts for the year ended 31 December 2021 (the "**Report and Accounts**").

The AGM will be held on 27 April 2022 at Butchers' Hall, 87 Bartholomew Close, London EC1A 7EB and will start at **10.30 a.m.** Shareholder registration will be available from 9.30 a.m. Due to security arrangements, we politely suggest you leave a little extra time to register. Please read Note 19 to the Notice of AGM for further information about the security and admissions arrangements in place for the AGM. In particular, attendees should bring suitable photo identification, such as a valid passport or government issued driver's licence or identity card. **A map showing how to get to Butchers' Hall is set out at the end of my letter on page 7.**

Given the importance of the AGM as part of our shareholder engagement programme, we are pleased to invite shareholders to attend the AGM in person this year. However, should it become necessary or appropriate to revise the current arrangements for the AGM, this will be notified to shareholders on our website ([www.lseg.com/investor-relations](http://www.lseg.com/investor-relations)) and/or via a Regulatory Information Service.

Shareholders are encouraged to complete and return a form of proxy by the date shown on the form. This will ensure that your vote will be counted. This will not prevent you from attending in person and voting at the meeting should you wish to do so. **Please see paragraphs 2 to 11 of the Notes to the Notice of AGM for further details on how to vote via proxy.**

The following documentation is enclosed with this letter:

- Notice of AGM, which sets out the details of the resolutions to be proposed at the AGM;
- Pink Form of Proxy (and prepaid envelope); and
- Blue AGM Shareholder Admission Card (please bring this with you to the AGM to ensure admission).

Please be informed that the Report and Accounts are available to view and to download electronically at [www.lseg.com/investor-relations](http://www.lseg.com/investor-relations). Details of how to access the Report and Accounts are set out in Note 18 to the Notice of AGM. If you have previously indicated that you would prefer to receive a hard copy of the Report and Accounts, then you will also find a copy of the Report and Accounts enclosed.

## Ordinary Resolutions

### Resolution 1

The Directors must present the report of the Directors and the accounts of the Company for the year ended 31 December 2021 to shareholders at the AGM. The report of the Directors, the accounts, and the report of the Company's auditors on the accounts and on those parts of the Directors' remuneration report that are capable of being audited are contained within the Report and Accounts. Shareholders are being asked to receive the Report and Accounts.

### Resolution 2

A final dividend can only be paid after the shareholders at a general meeting have approved it. Shareholders are being asked to approve a final dividend of 70 pence per ordinary share in respect of the year ended 31 December 2021. If you approve the recommended final dividend, it will be paid on 25 May 2022 to all shareholders on the register of shareholders at the close of business on the record date, which will be 29 April 2022.

### Resolution 3

This Resolution seeks approval of the Annual Report on Remuneration, which may be found on pages 94 to 108 of the Report and Accounts and which gives details of your Directors' remuneration for the year ended 31 December 2021 and the annual statement of the Chair of the Remuneration Committee (the "**Statement**"), which may be found on pages 90 to 93 of the Report and Accounts, in each case in accordance with section 439 of the Companies Act 2006.

### Resolution 4

This resolution is an advisory vote to approve LSEG's Climate Transition Plan. The Plan sets out the Company's strategy to achieve its climate commitments and emissions reductions within its operations and through its value chain, including scope 1, 2 and 3 Greenhouse Gas emissions. It also describes how the Company is integrating climate change considerations into its products and services, as well as the role of public policy engagement. The Plan is reported separately to LSEG's Task Force on Climate-related Financial Disclosures (TCFD) and may also omit commercially confidential or competitively sensitive information. LSEG has produced the Plan in the context of evolving best practice regarding Climate Transition Plans and is committed to enhancing its approach as further guidance becomes available. The Plan will be reviewed and refined over time in light of the evolution and adoption of best practice guidance for Climate Transition Plans, including guidance to be developed (with LSEG's support) by the UK Transition Plan Taskforce. It is envisaged that an advisory vote in relation to the Plan would be held every three years. The Plan is available to view on the Group website <https://www.lseg.com/investor-relations/sustainability>.

### Resolutions 5 to 16

In line with the UK Corporate Governance Code 2018 ("the **Code**"), all of the Directors of the Company will retire, and the following will be proposed for re-election at the AGM: Dominic Blakemore, Martin Brand, Erin Brown, Professor Kathleen DeRose, Cressida Hogg CBE, Anna Manz, Dr Val Rahmani, Don Robert, David Schwimmer and Douglas Steenland. Resolutions 5 to 14 seek your approval to re-elect these individuals as Directors of the Company.

Tsega Gebreyes and Ashok Vaswani were appointed as Directors of the Company on 1 June 2021, after last year's general meeting. Resolutions 15 and 16 propose their election as required by the Company's articles of association.

All of the Directors offering themselves for election or re-election have wide business knowledge and bring valuable skills and experience to the Board. Following a formal performance evaluation, the Board considers that each of these Directors continues to be effective and demonstrates commitment to the role, including commitment of time for Board and Committee meetings and any other duties.

Martin Brand and Douglas Steenland represent Blackstone and Erin Brown represents Thomson Reuters. Blackstone and Thomson Reuters are each considered to be significant shareholders of the Company. Non-Executive Directors that represent significant shareholders are not considered to be independent under the Code.

The Board has evaluated the independence of the other Non-Executive Directors and, in evaluating Directors' independence, the Board has taken into consideration the guidance provided by the Code. The Board is satisfied that the remaining Non-Executive Directors offering themselves for election or re-election are independent in character and there are no relationships or circumstances which are likely to affect their character or judgement.

Biographies outlining the business knowledge, skills and experience of the Directors seeking election or re-election and why their contribution is, and continues to be, important to the Company's long-term sustainable success are set out in Appendix 1 to this document.

#### **Resolution 17**

The auditors of the Company must be re-appointed at each general meeting at which accounts are laid. This Resolution seeks your approval to re-appoint Ernst & Young LLP as auditors of the Company, to hold office until the conclusion of the next general meeting of the Company at which accounts are laid.

An assessment of the effectiveness, independence and objectivity of the auditors has been undertaken by the Audit Committee which has recommended to the Board that Ernst & Young LLP be re-appointed as auditors of the Company.

#### **Resolution 18**

Shareholders are being asked to authorise the Directors to determine Ernst & Young LLP's remuneration as auditors.

#### **Resolution 19**

The Directors may only allot shares or grant rights to subscribe for, or convert any security into, shares if authorised to do so by shareholders. The authority conferred on the Directors at last year's annual general meeting under section 551 of the Companies Act 2006 to allot shares or grant rights to subscribe for, or convert any security into, shares in the share capital of the Company expires on the date of the AGM. Paragraph (a)(i)(A) of this Resolution will, if passed, authorise the Directors to allot the Company's shares or grant rights to subscribe for, or convert any security into, shares in the Company up to a maximum nominal amount of £12,872,002. This amount represents 33.3 per cent. of the Company's existing issued ordinary share capital (taking into account both the voting ordinary shares and Limited-voting Ordinary Shares in issue, but excluding any treasury shares) as at 16 March 2022, being the latest practicable date prior to publication of the Notice of AGM. Paragraph (a)(i)(B) of this Resolution authorises the Directors to allot, including the shares referred to in paragraph (a)(i)(A) of this Resolution, further of the Company's unissued shares up to an aggregate nominal amount of £25,744,003 (representing 66.6 per cent. of the Company's existing issued ordinary share capital (taking into account both the voting ordinary shares and Limited-voting Ordinary Shares in issue, but excluding any treasury shares) as at 16 March 2022, being the latest practicable date prior to publication of the Notice of AGM) in connection with a pre-emptive offer to existing shareholders by way of a rights issue (with exclusions to deal with fractional entitlements to shares and overseas shareholders to whom the rights issue cannot be made due to legal and practical problems). This is in accordance with the most recent institutional guidelines published by the Investment Association.

This authority will expire (unless previously unconditionally renewed, varied, or revoked) on the conclusion of the annual general meeting of the Company next year or 15 months from the date of this Resolution (whichever is earlier). The Board has no current intention to exercise this authority but considers it prudent to maintain the flexibility it provides. It is noted that all Directors will, consistent with the Company's current practice, be submitted for re-election at the 2023 annual general meeting irrespective of whether the above authority is used.

#### **Resolution 20**

This Resolution seeks to grant the authority for the Company and its subsidiaries to make political donations to political parties and independent election candidates, to other political organisations and to incur political expenditure.

It is not the policy of the Company to make political donations of this type and the Directors have no intention of changing that policy or of using the authority for this purpose. However, as a result of the wide definitions in the Companies Act 2006 of matters constituting political donations, normal expenditure (such as expenditure on organisations concerned with matters of public policy, law reform and representation of the business community) and business activities (such as communicating with the government and political parties at local, national and international level on matters vital to the Company's business interests) might be construed as political expenditure or as a donation to a political party, an independent election candidate or other political organisation and fall within the restrictions of the Companies Act 2006.

This Resolution does not purport to authorise any particular donation or expenditure but is expressed in general terms as required by the Companies Act 2006 and is intended to avoid inadvertent infringement of the statute by the Company. The Directors do not intend to use this authority to make political donations within the normal meaning of that expression. If passed, this Resolution would allow the Company and its subsidiaries to make donations to political parties, independent election candidates and other political organisations and to incur political expenditure (as defined in the Companies Act 2006) in accordance with the terms of this Resolution (which include an aggregate limit on such donations and expenditure made or incurred by the Company and its subsidiaries of £100,000 (or the equivalent amount in any other currency)). This Resolution has effect for the period commencing on the date of this Resolution and ending on the conclusion of the Company's next annual general meeting. Any political donation made, or political expenditure incurred, which is more than £2,000 will be disclosed in the Company's annual report and accounts for the year ended 31 December 2022, as required by the Companies Act 2006.

## **Special Resolutions**

### **Resolutions 21 and 22**

Resolution 21 seeks to replace the authority conferred on the Directors at last year's annual general meeting to allot ordinary shares, or grant rights to subscribe for, or convert securities into, ordinary shares, or sell treasury shares for cash (other than pursuant to an employee share scheme) without application of the pre-emption rights pursuant to section 561 of the Companies Act 2006. Apart from rights issues or any other pre-emptive offer concerning equity securities, the authority contained in Resolution 21 will be limited to the issue of shares for cash (which includes the sale on a non-pre-emptive basis of any shares held in treasury) up to an aggregate nominal value of £1,930,800 which represents approximately 5 per cent. of the Company's issued share capital as at 16 March 2022, being the latest practicable date prior to the publication of the Notice of AGM.

The Directors intend to adhere to the provisions in the Pre-emption Group's Statement of Principles as updated in March 2015, and not allot shares for cash on a non-pre-emptive basis pursuant to the authority in Resolution 19 in excess of an amount equal to 7.5 per cent. of the total issued ordinary share capital of the Company (taking into account both the voting ordinary shares and Limited-voting Ordinary Shares in issue) excluding treasury shares within a rolling three-year period, without prior consultation with shareholders, other than in connection with the authority conferred by Resolution 22 (if passed).

If given, this authority will expire (unless previously unconditionally renewed, varied, or revoked) on the conclusion of the annual general meeting of the Company next year or, if earlier, 15 months from the date of Resolution 21.

The authority that Resolution 22 would confer is in addition to the authority conferred by Resolution 21. It is limited to the issue of shares for cash (which includes the sale on a non-pre-emptive basis of any shares held in treasury) up to an aggregate nominal value of £1,930,800, which represents approximately a further 5 per cent. of the Company's issued share capital as at 16 March 2022, being the latest practicable date prior to the publication of the Notice of AGM. This further authority may only be used for an issue of shares for cash for the purposes of financing (or refinancing, if the authority is used within six months of the original transaction) a transaction which the directors determine to be an acquisition or other capital investment of a kind contemplated by the Pre-emption Group's Statement of Principles as updated in March 2015.

If given, this authority will expire (unless previously unconditionally renewed, varied, or revoked) on the conclusion of the annual general meeting of the Company next year or, if earlier, 15 months from the date of Resolution 22. The Directors have no present intention of exercising either the authority

under Resolution 21 or the authority under Resolution 22 and the Company intends to renew each of these authorities annually. A sale of treasury shares will be treated as an issue of shares for the purposes of these Resolutions.

### **Resolution 23**

This Resolution replaces the authority given at last year's annual general meeting for the Company to make market purchases of its own ordinary shares as permitted by the Companies Act 2006. The terms of the authority are set out in this Resolution. Approval of this Resolution would enable the Company to purchase up to a maximum of 55,814,730 ordinary shares of 6<sup>79/86</sup> pence each in the capital of the Company (representing 10 per cent. of the issued ordinary share capital of the Company (taking into account both the voting ordinary shares and Limited-voting Ordinary Shares in issue, but excluding any treasury shares) as at 16 March 2022, being the latest practicable date prior to publication of the Notice of AGM). The price per ordinary share that the Company may pay is set at a minimum amount of the nominal value of each ordinary share and a maximum amount of the higher of: (i) 105 per cent. of the average of the previous five business days' middle market prices as derived from the Daily Official List of the London Stock Exchange; and (ii) the higher of the price of the last independent trade of an ordinary share and the highest current independent bid for an ordinary share on the trading venue where the purchase is carried out.

The Directors continually assess the Company's capital management position in accordance with its capital management framework. In certain circumstances, it may be advantageous for the Company to purchase its own shares. The Directors consider it to be desirable for the general authority to be available to provide flexibility in the management of the Company's capital resources. The Directors will only exercise the authority if the Directors believe that such exercise would in their opinion result in an increase in earnings per share and would be likely to promote the success of the Company for the benefit of its shareholders as a whole.

Any ordinary shares purchased pursuant to the authority conferred by this Resolution may be cancelled or held by the Company as treasury shares, within the limits allowed by law. Such treasury shares may subsequently be cancelled, sold for cash, or used to satisfy options and awards issued to employees pursuant to the Company's employee share schemes or otherwise disposed of by the Directors in accordance with the requirements of the relevant legislation and the authority relating to rights of pre-emption granted by the shareholders in general meetings.

This authority will expire (unless previously unconditionally renewed, varied, or revoked) on the conclusion of the annual general meeting of the Company next year or, if earlier, 18 months from the date of this Resolution.

The total number of ordinary shares which may be issued on the exercise of outstanding options or vesting of awards as at 16 March 2022, being the latest practicable date prior to publication of the Notice of AGM, is 3,230,844 which represents 0.58 per cent. of the issued ordinary share capital of the Company (taking into account both the voting ordinary shares and Limited-voting Ordinary Shares in issue, but excluding any treasury shares) as at that date. If the Company were to purchase shares up to the maximum permitted by this Resolution the proportion of ordinary shares subject to outstanding options and awards would represent 0.64 per cent. of the issued ordinary share capital (taking into account both the voting ordinary shares and Limited-voting Ordinary Shares in issue, but excluding any treasury shares) as at 16 March 2022, being the latest practicable date prior to publication of the Notice of AGM. There are no warrants outstanding.

### **Resolution 24**

This Resolution renews the authority given at last year's annual general meeting for the Company to call general meetings (other than annual general meetings) on 14 clear days' notice. This Resolution is required pursuant to the Companies (Shareholders' Rights) Regulations 2009 which increase the notice period for general meetings of the Company to 21 days, unless shareholders approve the calling of meetings (other than an annual general meeting) on 14 days' notice by an annual special resolution. It is intended that the shorter notice period would not be used as a matter of routine for such meetings, but only where the flexibility is merited by the business of the meeting and is thought to be in the interests of shareholders as a whole. The Company is also required to meet any applicable requirements for electronic voting under the Companies (Shareholders' Rights) Regulations 2009 and the Companies Act 2006 before it can call a general meeting on 14 days' notice. The

approval granted by this Resolution will be effective until the Company's next annual general meeting, when it is intended that a similar resolution will be proposed.

### **What to do next**

I would ask you to complete the pink Form of Proxy and return it in the prepaid envelope provided (no postage is required if posted within the UK) to the Company's Registrars, Equiniti, at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA so as to arrive as soon as possible but in any event not later than 10.30 a.m. on 25 April 2022. Alternatively, if you would prefer to appoint a proxy or proxies electronically, you may do so via the website run by Equiniti at [www.sharevote.co.uk](http://www.sharevote.co.uk) using the Voting ID, Task ID and Shareholder Reference Number provided on the pink Form of Proxy or, if you are a CREST member, by following the procedure explained in Note 7 of the Notes to the Notice of AGM. **This will not prevent you from also attending the AGM and voting in person.** Further details relating to voting by proxy are set out in the Notes to this Notice of AGM.

### **Shareholder Helpline**

If you have any questions relating to the enclosed documents, please call the Company's Registrars, Equiniti, on 0371 384 2544 (from within the UK). Lines are open from 8.30 a.m. to 5.30 p.m. (London time), Monday to Friday (excluding English and Welsh public holidays). If calling from overseas, please call the following number instead: +44 121 415 7047. The helpline cannot give any financial, legal or tax advice.

### **Documents available for inspection**

Subject to UK Government guidance, the following documents are available for inspection at the registered office of the Company and at the offices of Freshfields Bruckhaus Deringer LLP, 100 Bishopsgate, London EC2P 2SR during usual business hours on any weekday (public holidays excepted) from the date of the Notice of AGM until the conclusion of the AGM and will also be available for inspection at the AGM venue from at least 15 minutes before the AGM until it ends and will also be available for inspection on the national storage mechanism:

- a copy of the Company's articles of association;
- copies of the service contracts or letters of appointment of the Directors of the Company; and
- the Report and Accounts.

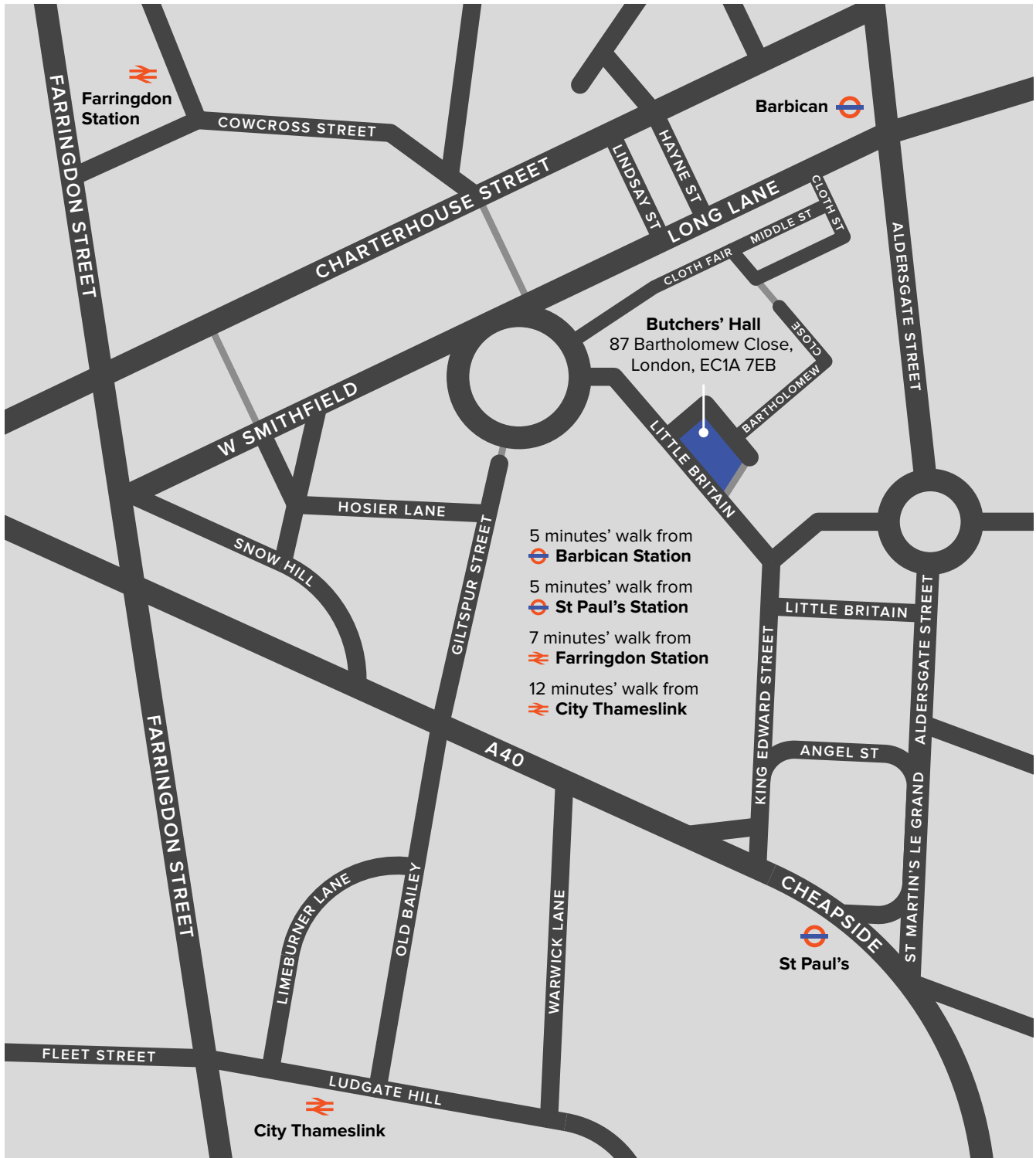
### **Recommendation**

**The Directors believe that all the proposed Resolutions to be considered at the AGM are in the best interests of the Company and its shareholders as a whole. Accordingly, the Directors unanimously recommend that you vote in favour of the Resolutions, as they intend to do in respect of their own beneficial holdings, totalling 49,716 ordinary shares and representing 0.0089 per cent. of the issued ordinary share capital of the Company (taking into account both the voting ordinary shares and Limited-voting Ordinary Shares in issue, but excluding any treasury shares) as at 16 March 2022, being the latest practicable date prior to publication of the Notice of AGM.**

Yours faithfully,

**Don Robert**  
*Chair*

## Directions to Butchers' Hall, 87 Bartholomew Close, London EC1A 7EB



NOTICE IS HEREBY GIVEN that the 2022 annual general meeting (“**AGM**”) of London Stock Exchange Group plc (the “**Company**”) will be held at Butchers’ Hall 87 Bartholomew Close, London EC1A 7EB on 27 April 2022 at 10.30 a.m. to transact the following business:

### **Ordinary Resolutions**

#### **RESOLUTION 1**

To receive the accounts of the Company for the year ended 31 December 2021 and the reports of the Directors and the auditors thereon.

#### **RESOLUTION 2**

To declare the final dividend for the year ended 31 December 2021 of 70 pence per ordinary share in the capital of the Company, to be paid on 25 May 2022.

#### **RESOLUTION 3**

To approve the Annual Report on Remuneration and the annual statement of the Chair of the Remuneration Committee contained in the Company’s Annual Report and Accounts for the year ended 31 December 2021, set out on pages 94 to 108 and 90 to 93 of the Report and Accounts, in accordance with section 439 of the Companies Act 2006.

#### **RESOLUTION 4**

To consider and, if thought fit, approve the Climate Transition Plan.

#### **RESOLUTION 5**

To re-elect Dominic Blakemore as a Director of the Company.

#### **RESOLUTION 6**

To re-elect Martin Brand as a Director of the Company.

#### **RESOLUTION 7**

To re-elect Erin Brown as a Director of the Company.

#### **RESOLUTION 8**

To re-elect Professor Kathleen DeRose as a Director of the Company.

#### **RESOLUTION 9**

To re-elect Cressida Hogg CBE as a Director of the Company.

#### **RESOLUTION 10**

To re-elect Anna Manz as a Director of the Company.

#### **RESOLUTION 11**

To re-elect Dr Val Rahmani as a Director of the Company.

#### **RESOLUTION 12**

To re-elect Don Robert as a Director of the Company.

#### **RESOLUTION 13**

To re-elect David Schwimmer as a Director of the Company.

#### **RESOLUTION 14**

To re-elect Douglas Steenland as a Director of the Company.

#### **RESOLUTION 15**

To elect Tsega Gebreyes as a Director of the Company.

#### **RESOLUTION 16**

To elect Ashok Vaswani as a Director of the Company.



## **RESOLUTION 17**

To re-appoint Ernst & Young LLP as auditors of the Company, to hold office until the conclusion of the next general meeting of the Company at which accounts are laid.

## **RESOLUTION 18**

To authorise the Directors to determine Ernst & Young LLP's remuneration as auditors of the Company.

## **RESOLUTION 19**

(a) That the Directors be generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to:

(i) allot shares in the Company, and to grant rights to subscribe for or to convert any security into shares in the Company:

(A) up to an aggregate nominal amount of £12,872,002; and

(B) comprising equity securities (as defined in the Companies Act 2006) up to an aggregate nominal amount of £25,744,004 (including within such limit any shares issued or rights granted under paragraph (A) above) in connection with an offer by way of a rights issue:

(I) to holders of ordinary shares in proportion (as nearly as may be practicable) to their existing holdings; and

(II) to people who are holders of other equity securities if this is required by the rights of those securities or, if the Directors consider it necessary, as permitted by the rights of those securities,

and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory, or practical problems in, or under the laws of, any territory or any other matter,

for a period expiring (unless previously unconditionally renewed, varied, or revoked by the Company pursuant to a resolution approved in general meeting) at the end of the next annual general meeting of the Company after the date on which this Resolution is passed or 15 months from the date of this Resolution (whichever is earlier); and

(ii) make an offer or agreement which would or might require shares to be allotted, or rights to subscribe for or convert any security into shares to be granted, after expiry of this authority and the Directors may allot shares and grant rights in pursuance of that offer or agreement as if this authority had not expired;

(b) that subject to paragraph (c), all existing authorities given to the Directors pursuant to section 551 of the Companies Act 2006 be revoked by this Resolution; and

(c) that paragraph (b) shall be without prejudice to the continuing authority of the Directors to allot shares, or grant rights to subscribe for or convert any security into shares, pursuant to an offer or agreement made by the Company before the expiry of the authority pursuant to which such offer or agreement was made.

## **RESOLUTION 20**

That the Company and any company which is or becomes a subsidiary of the Company during the period to which this Resolution relates be and are hereby generally authorised to:

(a) make political donations to political parties and independent election candidates not exceeding £100,000 in total;

(b) make political donations to political organisations other than political parties not exceeding £100,000 in total; and

(c) incur political expenditure not exceeding £100,000 in total, during the period commencing on the date of this Resolution and ending on the conclusion of the Company's next annual general meeting after the date on which this Resolution is passed,

provided that in any event the aggregate amount of any such donations and expenditure made or incurred by the Company and its subsidiaries pursuant to this Resolution shall not exceed £100,000 (or the equivalent amount in any other currency, which shall be converted into Sterling at such rate as the Directors may in their absolute discretion determine to be appropriate).

Any terms used in this Resolution which are defined in Part 14 of the Companies Act 2006 shall bear the same meaning for the purposes of this Resolution.

## **Special Resolutions**

### **RESOLUTION 21**

That subject to the passing of Resolution 19 and in place of all existing powers the Directors be generally empowered pursuant to sections 570 and 573 of the Companies Act 2006 to allot equity securities (as defined in the Companies Act 2006) for cash, pursuant to the authority conferred by Resolution 19 as if section 561(1) of the Companies Act 2006 did not apply to the allotment. This power:

- (a) expires (unless previously unconditionally renewed, varied or revoked by the Company pursuant to a resolution approved in general meeting) at the end of the next annual general meeting of the Company after the date on which this Resolution is passed or 15 months from the date of this Resolution (whichever is earlier), but the Company may make an offer or agreement which would or might require equity securities to be allotted after expiry of this power and the Directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired; and
- (b) shall be limited to the allotment of equity securities in connection with an offer of equity securities (but in the case of the authority granted under Resolution 19(a)(i)(B), by way of a rights issue only):
  - (i) to the holders of ordinary shares in proportion (as nearly as may be practicable) to their existing holdings; and
  - (ii) to people who are holders of other equity securities, if this is required by the rights of those securities or, if the Directors consider it necessary, as permitted by the rights of those securities,

except that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with treasury shares, fractional entitlements, record dates, legal, regulatory, or practical problems in, or under the laws of, any territory or any other matter; and

- (c) in the case of the authority granted under Resolution 19(a)(i)(A), shall be limited to the allotment of equity securities (otherwise than pursuant to paragraph (b) above) up to an aggregate nominal amount of £1,930,800.

This power applies in relation to a sale of shares which is an allotment of equity securities by virtue of section 560(3) of the Companies Act 2006 as if in the first paragraph of this Resolution the words "pursuant to the authority conferred by Resolution 19" were omitted.

### **RESOLUTION 22**

That, subject to the passing of Resolution 19 and in addition to any power given to them pursuant to Resolution 21, the Directors be generally empowered pursuant to sections 570 and 573 of the Companies Act 2006 to allot equity securities (as defined in the Companies Act 2006) for cash, pursuant to the authority conferred by Resolution 19 as if section 561(1) of the Companies Act 2006 did not apply to the allotment. This power:

- (a) expires (unless previously unconditionally renewed, varied or revoked by the Company pursuant to a resolution approved in general meeting) at the end of the next annual general meeting of the Company after the date on which this Resolution is passed or 15 months from the date of this Resolution (whichever is earlier), but the Company may make an offer or agreement which would or might require equity securities to be allotted after expiry of this power and the directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired; and
- (b) may only be exercised pursuant to the authority granted under Resolution 19(a)(i)(A), and shall be limited to the allotment of equity securities up to an aggregate nominal amount of £1,930,800

and provided that the allotment is for the purposes of financing (or refinancing, if the power is used within six months of the original transaction) a transaction which the Directors determine to be an acquisition or other capital investment of a kind contemplated by the Statement of Principles on Disapplying Pre-emption Rights most recently published by the Pre-emption Group prior to the date of the Notice of AGM.

This power applies in relation to a sale of shares which is an allotment of equity securities by virtue of section 560(3) of the Companies Act 2006 as if in the first paragraph of this Resolution the words “pursuant to the authority conferred by Resolution 18” were omitted.

### **RESOLUTION 23**

That the Company be and is hereby generally and unconditionally authorised to make market purchases (within the meaning of section 693(4) of the Companies Act 2006) of its own ordinary shares, provided that:

- (a) the maximum number of ordinary shares authorised to be purchased is 55,814,730 in the capital of the Company;
- (b) the minimum price which may be paid for an ordinary share shall not be less than the nominal value of the ordinary shares at the time of purchase (which amount shall be exclusive of expenses);
- (c) the maximum price which may be paid for an ordinary share is, in respect of an ordinary share contracted to be purchased on any day, the higher of:
  - (i) an amount (exclusive of expenses) equal to 105 per cent. of the average of the mid-market quotations for an ordinary share of the Company as derived from the Daily Official List of the London Stock Exchange for the five business days immediately preceding the day on which the ordinary share is contracted to be purchased; and
  - (ii) an amount (exclusive of expenses) equal to the higher of the price of the last independent trade of an ordinary share and the highest current independent bid for an ordinary share on the trading venue where the purchase is carried out;
- (d) the authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company following the passing of this Resolution or 18 months from the date of this Resolution (whichever is earlier), unless such authority is unconditionally renewed pursuant to a resolution taking effect prior to such time; and
- (e) the Company may conclude a contract to purchase ordinary shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed wholly or partly after such expiry, and may make a purchase of ordinary shares in pursuance of any such contract as if the authority hereby conferred had not expired.

### **RESOLUTION 24**

That a general meeting of the Company other than an annual general meeting may be called on not less than 14 clear days' notice.

By Order of the Board  
Lisa Condron, Company Secretary  
22 March 2022

Registered Office:  
London Stock Exchange Group plc  
10 Paternoster Square  
London  
EC4M 7LS

## Notes to the Notice of AGM

1. The right to attend and vote at the meeting is determined by reference to the Company's register of shareholders. Only a shareholder entered in the register of shareholders at 6.30 p.m. on 25 April 2022 is entitled to vote at the meeting and a shareholder may vote in respect of the number of ordinary shares and/or Limited-voting Ordinary Shares registered in that shareholder's name at that time. Changes to the entries in the register of shareholders after that time shall be disregarded in determining the rights of any person to vote at the meeting.
2. Shareholders are entitled to appoint a proxy to exercise all or any of their rights to attend and to speak and vote on their behalf at the AGM. A shareholder may appoint more than one proxy in relation to the AGM provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. A proxy need not be a shareholder of the Company. A pink Form of Proxy which may be used to make such appointment and give proxy instructions for use at the AGM is enclosed.
3. **To be valid, a Form of Proxy, duly completed, signed or sealed (as appropriate) and dated must be returned to the Company's Registrars, Equiniti, at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA so as to arrive no later than 10.30 a.m. on 25 April 2022.**
4. The Form of Proxy must be executed by the shareholder or his or her attorney duly authorised in writing and (in the case of an individual) must be signed by the individual or his or her attorney duly authorised in writing or (in the case of a corporation) be executed either under seal, on its behalf by a duly authorised officer or attorney of the corporation or in any other manner authorised by its constitution.
5. In the case of joint registered holders, the signature of one holder will be accepted and the vote of the senior holder who tenders a vote, will be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority will be determined by the order in which the names stand on the register of shareholders of the Company in respect of the relevant joint holding.
6. Alternatively a shareholder may appoint a proxy or proxies electronically either via the website run by Equiniti at [www.sharevote.co.uk](http://www.sharevote.co.uk) using the Voting ID, Task ID and Shareholder Reference Number provided on the pink Form of Proxy or, if such shareholder is a CREST member, by using the procedure described in paragraph 7 below.
7. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the AGM and any adjournment(s) thereof by using the procedures described in the CREST Manual, which can be viewed at [www.euroclear.com](http://www.euroclear.com). CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a "**CREST Proxy Instruction**") must be properly authenticated in accordance with Euroclear's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message, regardless of whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID RA19) by no later than 10.30 a.m. on 25 April 2022. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.

CREST personal members and, where applicable, their CREST sponsors or voting service providers should note that Euroclear does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his or her CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and,

where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

8. Any corporation which is a shareholder may appoint one or more corporate representatives who may exercise on its behalf all of its powers, provided that they do not exercise their powers differently in relation to the same shares.
9. If you are an institutional investor, you may be able to appoint a proxy electronically via the Proxymity platform, a process which has been agreed by the Company and approved by the Registrar. For further information regarding Proxymity, please go to [www.proxymity.io](http://www.proxymity.io). Your proxy must be lodged by 10.30 a.m. on 25 April 2022 in order to be considered valid. Before you can appoint a proxy via this process you will need to have agreed to Proxymity's associated terms and conditions. It is important that you read these carefully as you will be bound by them and they will govern the electronic appointment of your proxy.
10. Any person to whom the Notice of AGM is sent who is a person nominated under section 146 of the Companies Act 2006 to enjoy information rights (a "**Nominated Person**") may have a right, under an agreement between him or her and the shareholder by whom he or she was nominated, to be appointed (or to have someone else appointed) as a proxy for the AGM. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he or she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights.
11. The statements of the rights of shareholders in relation to the appointment of proxies in paragraphs 2 to 7 above do not apply to Nominated Persons. The rights described in those paragraphs can only be exercised by shareholders of the Company.
12. As at 16 March 2022, being the latest practicable date prior to the publication of the Notice of AGM, the Company's issued share capital consisted of 507,022,927 ordinary shares of 6<sup>79/86</sup> pence each, carrying one vote each, and 51,124,377 Limited-voting ordinary shares of 6<sup>79/86</sup> pence each, carrying one tenth of a vote each. Therefore, the total voting rights in the Company as at 16 March 2022, being the latest practicable date prior to the publication of the Notice of AGM, was 512,135,365.
13. Under section 527 of the Companies Act 2006, shareholders meeting the threshold requirements set out in that section have the right to require the Company to publish on a website a statement setting out any matter relating to: (i) the audit of the Company's accounts (including the auditor's report and the conduct of the audit) that are to be laid before the AGM; or (ii) any circumstance connected with an auditor of the Company ceasing to hold office since the last annual general meeting. The Company may not require the shareholders requesting any such website publication to pay its expenses in complying with sections 527 or 528 of the Companies Act 2006. Where the Company is required to place a statement on a website under section 527 of the Companies Act 2006, it must forward the statement to the Company's auditor not later than the time when it makes the statement available on the website. The business which may be dealt with at the AGM includes any statement that the Company has been required under section 527 of the Companies Act 2006 to publish on a website.
14. Under section 319A of the Companies Act 2006, shareholders have the right to ask questions at the AGM. The Company must cause to be answered any such question relating to the business being dealt with at the AGM but no such answer need be given if: (a) to do so would interfere unduly with the preparation for the AGM or involve the disclosure of confidential information; (b) the answer has already been given on a website in the form of an answer to a question; or (c) it is undesirable in the interests of the Company or the good order of the AGM that the question be answered.
15. In accordance with section 311A of the Companies Act 2006, the contents of the Notice of AGM, details of the total number of shares in respect of which members are entitled to exercise voting rights at the AGM and, if applicable, any members' statements, members' resolutions or members' matters of business received by the Company after the date of the Notice of AGM are

available to view and to download on the Company's website at [www.lseg.com/investor-relations/shareholder-services/agm-information](http://www.lseg.com/investor-relations/shareholder-services/agm-information).

16. The results of the voting at the AGM will be announced through a Regulatory Information Service and will appear on the Company's website [www.lseg.com/investor-relations/shareholder-services/agm-information](http://www.lseg.com/investor-relations/shareholder-services/agm-information) following the AGM on 27 April 2022.
17. Save as provided above, any communication with the Company in relation to the AGM, including in relation to proxies, should be sent to the Company's Registrars, Equiniti, at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA. No other means of communication will be accepted. In particular, you may not use any electronic address provided either in the Notice of AGM or in any related documents (including the Report and Accounts for the year ended 31 December 2021, the Form of Proxy or the AGM Shareholder Admission Card) to communicate with the Company for any purposes other than those expressly stated.
18. In order to access shareholder documents from the Company (including the copies of the Report and Accounts for the year ended 31 December 2021) on the website, you will need to have access to a PC, Mac or device with: (i) Microsoft Edge or equivalent alternative web browser software; and(ii) Adobe Acrobat Reader which can be downloaded free from the Adobe website at: <http://get.adobe.com/uk/reader/>.
- 19 Your attention is drawn to the following security and admissions arrangements for the AGM. The Company will not permit behaviour that may interfere with the security, safety or good order of the AGM, or with the security or safety of any other attendees of the AGM. All attendees should bring suitable photo identification, such as a valid passport or government issued driver's licence or identity card. Attendees of the AGM will be asked to pass through our security systems before entering the meeting and all bags may be checked. No cameras or recording equipment will be permitted at the AGM. All mobile phones and other electronic communication devices should be switched off during the AGM. Guests are not entitled to attend the AGM as of right but may be permitted entry at the absolute discretion of the Company. The Company reserves the right to remove any guest from the AGM at any time during the proceedings at its absolute discretion. Proxies and corporate representatives should bring the authority or power of attorney under which they have been appointed as well as suitable photo identification. Your co-operation with these arrangements is greatly appreciated.

## Appendix 1

### Biographies of the Directors seeking election or re-election

#### **Dominic Blakemore**

**Non-Executive Director and Chair of the Audit Committee.  
Appointed to the Board in January 2020.**

**Committee membership:** Audit (Chair), Nomination, Risk.

**Key areas of experience and Board contribution:** Accounting, corporate finance, investor relations, mergers and acquisitions, strategy, and treasury management. Dominic brings extensive financial management experience and commercial expertise to the Board gained from a number of senior finance roles in international businesses together with general operational management. Dominic is a chartered accountant.

Dominic is currently Group Chief Executive Officer of Compass Group PLC, a role he assumed in January 2018. Dominic's previous roles at the Compass Group included Group Finance Director from 2012 to 2015 and Group Chief Operating Officer, Europe from 2015 to 2017, before becoming Deputy Chief Executive Officer in October 2017.

**Relevant past experience:** Dominic was formerly a Non-Executive Director and Chair of the Audit, Risk and Compliance Committee of Shire plc from 2014 to 2018 and Chief Financial Officer of Iglo Foods Group Limited from 2010 to 2011. Before joining Iglo, Dominic was European Finance & Strategy Director at Cadbury plc from 2008 to 2010 having previously held senior finance roles at that company. Prior to his role at Cadbury plc, Dominic was a Director at Pricewaterhouse Coopers LLP.

**Other current appointments:** Dominic is also a member of the Council of University College London.

#### **Martin Brand**

**Non-Executive Director.**

**Appointed to the Board in January 2021.**

**Committee membership:** Nomination.

**Key areas of experience and Board contribution:** Mergers and acquisitions, technology, media, telecoms, corporate finance, strategy, chair. Martin brings extensive mergers and acquisitions and industry sector expertise to the Board gained from his executive roles at Blackstone and his Board roles within technology, media, telecom, and financial institutions.

Martin is a Senior Managing Director and serves as co-head of US acquisitions for Blackstone's Private Equity Group. Martin leads Blackstone's private equity investments in technology, media, telecom, and financial institutions. He also serves as a member of the investment committee of Blackstone's Tactical Opportunities funds. Martin was involved in Blackstone's investments in Refinitiv, MagicLab, Promontory Interfinancial Network (now IntraFi Network), Paysafe, Vungle, Ultimate Software, JDA, Optiv, Kronos, Ipreo, Knight Capital Group, Lendmark, Exeter Finance, Viva, NCR, First Eagle Investment Management, BankUnited, PBF Energy, Performance Food Group, Travelport, New Skies, Cine UK, NHP, Kabel BW, Kabelnetz NRW, Primacom and Sulo.

**Relevant past experience:** Before joining Blackstone, Martin worked as a derivatives trader with Goldman Sachs in New York and Tokyo, and with McKinsey & Company in London. He was previously a director of Refinitiv until 2021 and was Chair of Tradeweb Markets (a subsidiary of LSEG) until February 2022.

Martin received a BA/MA in Mathematics and Computation, First Class Honours, from Oxford University and an MBA from the Harvard Business School.

**Other current appointments:** Martin is a Director of UKG, Exeter Finance, IntraFi and First Eagle. He is a Trustee of the American Academy Berlin and a Director of the Park Avenue Armory.

**Erin Brown**  
**Non-Executive Director.**  
**Appointed to the Board in January 2021.**

**Committee membership:** Nomination.

**Key areas of experience and Board contribution:** Accounting, corporate finance, mergers and acquisitions and treasury management. Erin brings significant international financial management expertise to the Board.

**Relevant past experience:** Erin has served in a number of senior executive roles at Thomson Reuters and is currently Head of Finance for the Thomson Reuters Corporates segment. Erin joined Thomson Reuters in 2011 and previously served as Treasurer, Vice President of Knowledge Solutions-Tax & Accounting, Vice President, Finance and Vice President and Assistant Treasurer.

In 2018, Erin led Thomson Reuters' sale of a 55 per cent. interest in its former Financial & Risk business (now Refinitiv) to certain investment funds affiliated with Blackstone. Prior to joining Thomson Reuters, Erin held a number of finance roles at General Motors from 2003 to 2011. Erin has been a director of York Parent Limited since September 2019.

**Other current appointments:** None.

**Professor Kathleen DeRose**  
**Non-Executive Director and Chair of the Risk Committee.**  
**Appointed to the Board in December 2018.**

**Committee membership:** Risk (Chair), Audit, Nomination.

**Key areas of experience and Board contribution:** FinTech, financial markets, asset management. Having spent 30 years working in global finance and asset management, Kathleen brings significant FinTech and global financial market expertise to the Board.

**Relevant past experience:** Kathleen previously held a number of senior roles at Credit Suisse Group AG from 2010 to 2015. including: Managing Director (Head of Business Strategy and Solutions, Investment Strategy and Research). Prior to that she was Managing Director (Head of the Global Investment Process, Asset Management).

Other roles Kathleen has undertaken have included Managing Partner, Head of Portfolio Management and Research at Hagin Investment Management (2006 to 2010) and Managing Director, Head of Large Cap Equities at Bessemer Trust (2003 to 2006). Prior to 2003, Kathleen also held a number of roles at Deutsche Bank (1991 to 2003) and at JPMorgan Chase (formerly Chase Manhattan Bank) (1983 to 1991).

In addition to her senior executive positions, Kathleen served as a board member of EDGE (Economic Dividends for Gender Equality) from 2014 to 2015 and she was founding Chair of Evolute Group AG from 2016 to 2017.

**Other current appointments:** Kathleen is a Non-Executive Director of Voya Financial, Inc., Enfusion, Inc., and a Clinical Associate Professor of Finance at the New York University Leonard N. Stern School of Business where she leads the FinTech curriculum. She is also the Director of the Fubon Center for Technology, Business and Innovation, and its Fintech initiative.

**Tsega Gebreyes**  
**Non-Executive Director.**  
**Appointed to the Board in June 2021.**

**Committee membership:** Nomination, Remuneration, Risk

**Key areas of experience and Board contribution:** Financial services, international business, mergers and acquisitions, mobile commerce, technology.

**Relevant past experience:** Tsega spent seven years at Celtel International (re-branded Zain Group), a leading mobile telecommunications provider in the Middle East and North Africa. During her tenure at Celtel, Tsega held a variety of senior roles including Senior Group Adviser, Zain Africa BV (2007 to 2016), Chief Strategy and Development Officer (2005 to 2007), Chief Business Development and Mergers & Acquisitions Officer (2003 to 2005) and Director, Mobile Commerce and New Product



Development (2000 to 2003). From 1996 to 2000, Tsega was Founding Partner at New Africa Opportunity Fund LLP.

Tsega is currently Founding Director at Satya Capital Limited, an independent investment group focused on providing long-term growth capital. She brings deep financial services and commercial experience to the Board gained from global senior executive and non-executive roles.

In addition to her senior executive positions, Tsega has served as a Non-Executive Director of Celtel International BV (1998 to 2000), Hygeia Nigeria Limited (2009 to 2015), ISON Group (2013 to 2018) and Sonae SA (2015 to 2019). She was also a Trustee of the global charity, Save the Children, from 2009 to 2010.

**Other Current appointments:** Tsega is currently Vice Chair and Chair of the Finance Committee of SES SA and Non-Executive Director of Airtel Africa plc.

**Cressida Hogg CBE**

**Senior Independent Director and Chair of the Remuneration Committee.**

**Appointed to the Board in March 2019.**

**Committee membership:** Remuneration (Chair) Nomination.

**Key areas of experience and Board contribution:** Chair, corporate governance, infrastructure and private equity, mergers and acquisitions, pensions. Cressida brings significant board experience to the Group combined with a deep understanding of large, long-term infrastructure projects and businesses as well as considerable experience of investment returns, management and leadership.

**Relevant past experience:** Cressida spent nearly 20 years at 3i Group plc and was one of the co-founders of 3i's infrastructure business in 2005, becoming Managing Partner in 2009. During this time, Cressida advised on all of 3i's infrastructure transactions.

She was also Global Head of Infrastructure at Canada Pension Plan Investment Board between 2014 and 2018.

In addition to her senior executive positions, Cressida served as a Non-Executive Director of Associated British Ports Holdings Limited and as a Non-Executive Director of Anglian Water Group.

**Other current appointments:** Cressida currently chairs the Board of Directors of Land Securities Group PLC, having first joined the Board as a Non-Executive Director in 2014 and is a Non-Executive Director of Troy Asset Management.

**Anna Manz**

**Group Chief Financial Officer.**

**Appointed to the Board and as Group CFO in November 2020.**

**Committee membership:**

**Key areas of experience:** Accounting, corporate finance, investor relations, risk, mergers and acquisitions, strategy, transformation, treasury management. Anna brings significant international financial management expertise to the Board.

**Relevant past experience:** Anna was appointed Group CFO in November 2020. Prior to this, Anna was Chief Financial Officer and Executive Director of Johnson Matthey plc from 2016 to 2020, leading its Finance, Procurement and IT functions. Prior to joining Johnson Matthey, Anna spent 17 years at Diageo plc in a number of senior finance roles, including most recently as Chief Strategy Officer and member of the Executive Committee, and previously Finance Director of Spirits North America, Group Treasurer and Finance Director Asia Pacific.

**Other current appointments:** Non-Executive Director, ITV plc.

**Dr Val Rahmani**

**Non-Executive Director.**

**Appointed to the Board in December 2017.**

**Committee membership:** Nomination, Remuneration, Risk.

**Key areas of experience and Board contribution:** Technology, technical risk management, digital transformation, innovation, sales and marketing, corporate governance, strategy. Val brings significant

expertise and knowledge of technology and technical risk management to the Board gained from almost 30 years with IBM and 4 years as CEO of a cyber security start up.

Val has wide-ranging experience as a senior executive in the technology sector fulfilling the role of general manager, board member, start-up mentor, management consultant and public speaker. Val holds a DPhil in Chemistry from the University of Oxford.

**Relevant past experience:** Val is a former Non-Executive Director of Aberdeen Asset Management plc and Teradici Corporation, and former chair of the Innovation Panel for Standard Life Aberdeen.

**Other current appointments:** Val currently serves as a Non-Executive Director and member of the Audit Committee at RenaissanceRe Holdings Limited. She is also a Non-Executive Director, member of the Audit and Nomination/Governance Committees and Chair of the Compensation Committee of CTG Inc. Val is a Non-Executive Director and member of the Audit Committee of Elliott Opportunity II SPAC, and a Non-Executive Director and member of the Compensation Committee of the private company Entrust.

### **Don Robert**

**Chair of the Company and the Nomination Committee.**

**Appointed to the Board in January 2019.**

**Committee membership:** Nomination (Chair), Remuneration.

**Key areas of experience and Board contribution:** Data and analytics, technology, international business, financial services, mergers and acquisitions. Don brings to the Board a strong track record in the global financial services sector and a deep understanding of technology, data and analytics as well as regulatory knowledge gained from his Bank of England role.

**Relevant past experience:** Don served in a variety of roles with the multinational information company Experian plc, including Chair (2014 to 2019), Group Chief Executive (2005 to 2014) and CEO of its North American business (2001 to 2005).

Previous senior roles include: Chair of Achilles Group Limited, President of Credco, Inc., former Chair of the US Consumer Data Industry Association, Director and Trustee of the National Education and Employer Partnership Taskforce, Non-Executive Director First Advantage Corp and Senior Independent Director at Compass Group plc and a Non-Executive Director of the Court of Directors, Bank of England.

**Other current appointments:** Chair of Validis Holdings Limited and Chair of the Council at the London School of Hygiene & Tropical Medicine. Don is a Partner at the start up PE firm, Corten Capital, and a Non-Executive Director of FlexCharge. Don is a Visiting Fellow at Oxford University and Honorary Group Captain, Royal Air Force.

### **David Schwimmer**

**Group Chief Executive Officer.**

**Appointed to the Board in August 2018.**

**Committee membership:**

**Key areas of experience and Board contribution:** Market structure, corporate finance, capital markets, mergers & acquisitions, emerging markets. David brings significant knowledge of market structure and investment banking to the Board.

**Relevant past experience:** Prior to joining the Group in August 2018, he spent twenty years at Goldman Sachs where he held a number of senior roles, most recently as Global Head of Market Structure and Global Head of Metals & Mining. During his tenure, he also served as Chief of Staff to Lloyd Blankfein, who was then President and COO of Goldman Sachs, and spent three years in Russia as Co-Head of Russia/CIS.

Prior to joining Goldman Sachs, he practiced law at Davis Polk & Wardwell.

**Other current appointments:** Non-Executive Director at the Center for New American Security (not-for-profit).

**Douglas Steenland**  
**Non-Executive Director.**  
**Appointed to the Board in January 2021.**

**Committee membership:** Nomination.

**Key areas of experience:** Mergers and acquisitions, international business, financial services and insurance, corporate law and finance, strategy, chair, travel and airlines. Douglas brings extensive M&A and industry sector expertise to the Board gained from his executive roles at Northwest Airlines and his Board roles within the travel and aviation industries.

**Relevant past experience:** Douglas has been a Senior Adviser to Blackstone Private Equity Group since 2009.

Douglas is the former Chief Executive Officer of Northwest Airlines Corporation, serving from 2004 to 2008, and President, serving from 2001 to 2004. Prior to that, he served in a number of executive positions from 1991 including: Executive Vice President, Chief Corporate Officer and Senior Vice President and General Counsel. Douglas retired from Northwest Airlines upon its merger with Delta Airlines, Inc.

Prior to that, he was a senior partner at Washington, D.C. law firm Verner, Liipfert, Bernhard, McPherson and Hand (now part of DLA Piper) and also worked in the Office of the General Counsel of the US Department of Transportation.

Douglas was Chair of the Air Transport Association from January 2008 to December 2009, after serving as a Director from 2005 to 2008, and previously a Director of International Lease Finance Group, Travelport LLC and Performance Food Group Company.

**Other current appointments:** Douglas is Lead Independent Director of American International Group, Inc. He is also a Director of Hilton Worldwide Holdings Inc. and American Airlines Group, Inc.

**Ashok Vaswani**  
**Non-Executive Director.**  
**Appointed to the Board in June 2021.**

**Committee membership:** Audit, Nomination, Risk.

**Key areas of experience:** Corporate and retail banking, financial services, international business, mergers and acquisitions, technology, risk management, wealth management.

Ashok is currently Chief Digital Strategy Officer at Barclays plc. He brings deep financial services and commercial experience to the Board gained from global senior executive roles.

**Relevant past experience:** Since 2010, Ashok has served in a variety of Chief Executive Officer roles within the Barclays Group, including, Global Consumer Banking & Payments (2019 to 2021), Barclays UK (2016 to 2019), Personal and Corporate Banking (2014 to 2016), Retail and Business Banking (2012 to 2014), UK Retail and Business Banking (2011 to 2012), Africa (2010 to 2011) and Barclaycard Europe (2010).

Prior to joining Barclays, Ashok was a Partner at Brysam Global Partners LLC (2007 to 2009), a private equity firm specialising in consumer financial services in emerging markets. From 1987 to 2007, Ashok held a number of senior roles within Citigroup Inc. including Chief Executive Officer of the Asia Pacific Consumer Bank in Singapore (2004 to 2007) and Chief Administrative and Chief Financial Officer at CitiCards (2001 to 2004).

**Other current appointments:** Ashok is a member of the Trustee Board at Citizens Advice and serves as a board member of Pratham UK and The Clearing House, US.

